

SPW Defensive Solution SPW Investment Portfolio ICVC Termination Account COLL 7.3.8 (R)

for the period from 21 July 2023 to
26 April 2024



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SPW Defensive Solution

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Statement of the Authorised Corporate Director's Responsibilities

The SPW Defensive Solution (the "Fund"), a sub-fund of the SPW Investment Portfolio ICVC (the "Company") has closed with all assets realised and proceeds transferred to the SPW Cautious Solution Fund, a sub-fund of the same Company. As a result, there are no longer any shareholders in the Fund and, accordingly, it has been decided to terminate the Fund as it is no longer commercially viable.

The Authorised Corporate Director (the "ACD") applied to the Financial Conduct Authority (the "FCA") for the Fund to be closed. Approval for the termination of the Fund was granted by the FCA on 21 July 2023. The termination process commenced with effect from 27 October 2023 when the remaining assets of the Fund were transferred to the successor fund (SPW Dynamic Solution Fund). Redemption of shares of the Fund were suspended from 27 October 2023. Since 27 October 2023 the Fund has been dormant with no shares in issue. On the termination date of 26 April 2024, the net asset value of the Fund was £nil. Termination costs are borne by the ACD excluding any termination costs due to the auditors which will be paid by the fund.


COLL 7.3.1 - Termination can only commence once the proposed alterations to the ICVC's instrument of incorporation and prospectus have been notified to the FCA and permitted to take effect. The ACD has altered the fund's instrument of incorporation and prospectus and notified to the FCA on 27th June 2023 with the approval received on 21st July 2023.

In accordance with regulation 7.3.8 (R) of the Collective Investment Schemes Sourcebook the ACD is required to prepare a termination account for the Fund showing how the termination has been conducted and how the scheme property of the Fund has been disposed of. Please refer to page 4 of these termination accounts where this has been disclosed.

In preparing this termination account, we have made, to an appropriate extent, judgements and estimates that are reasonable and prudent, followed generally accepted accounting principles and applicable accounting standards, and complied with the requirements of the Prospectus and the Regulations.

This report constitutes an account of the Fund's termination as required by regulation 7.3.8 (R) of the Collective Investment Schemes Sourcebook. This is the termination account; no further accounts will be prepared.

COLL 7.3.7 - On or before the date on which the final account is sent to unitholders in accordance with COLL 7.3.8 R (Final account and termination account), the ACD must arrange for all units in issue to be cancelled and for the depositary to make a final distribution to the unitholders, in the same proportions as provided by COLL 7.3.7 (4), of the balance remaining (net of a provision for any further expenses of the ICVC or sub-fund). The ACD will arrange for final distribution to the ongoing fund SPW Cautious Solution Fund, as mentioned in COLL 7.3.7 (4), once these termination accounts are finalised.


Director
Scottish Widows Schroder Personal Wealth (ACD) Limited
21 June 2024

SPW Defensive Solution

Termination Statement

as at 26 April 2024

Sub-fund year end	31 October 2023
Last normal valuation point (VP)	27 October 2023
Mechanism of termination:	Transfer to successor fund after last VP
Financial Conduct Authority Regulation 21 approved	21 July 2023
Termination Completion date	26 April 2024

	£'000
Net assets on 21 July 2023	10,681
Loss on realisation of assets and settlement of liabilities	(963)
Net revenue after taxation	(67)
Liquidations capstock	(299)
Assets available before last valuation	9,352
Paid to successor fund after last valuation (in specie transfer to SPW Cautious Solution)	(9,352)
Assets after last valuation	-
Loss on realisation of assets and settlement of liabilities	(24)
Net revenue after taxation since termination	24
Assets at completion of termination	-

	£'000
Assets:	
Debtors	-
Cash and bank balances	31
Total assets	<u>31</u>

Liabilities:	
Creditors	(31)
Total liabilities	<u>(31)</u>

Balance due to Successor Fund	<u>26</u>
Balance on the Fund	<u>Nil</u>
Balance due to Shareholders	<u>Nil</u>
Balance due to Deloitte	<u>5</u>

In accordance with the requirements of the COLL sourcebook as issued and amended by the Financial Conduct Authority, I hereby certify the Account of the Fund's Termination on behalf of Scottish Widows Schroder Personal Wealth (ACD) Limited, the Authorised Corporate Director.



Director
Scottish Widows Schroder Personal Wealth (ACD) Limited
21 June 2024

Accounting policies

1. Basis of preparation

Authorisation to terminate and wind up the Company was received by the FCA on 21 July 2023. The last pricing day of the Fund was 27 October 2023. On that day, the remaining Shareholders expropriated their Shares. The Final and Termination Account is prepared in accordance with the COLL 7.3.8(R).

2. Financial assets and financial liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the fund intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when (a) the contractual rights to the cash flows from the financial asset expire or are settled, (b) the fund transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or (c) the fund, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Independent auditor's report to the Scottish Widows Schroder Personal Wealth (ACD) Limited, on the termination account of SPW Defensive Solution, the sub-fund of the SPW Investment Portfolio ICVC

Opinion

In our opinion the termination account of the SPW Defensive Solution for the period from 21 July 2023 to 26 April 2024 has been properly prepared for the purpose of showing how the termination has been conducted and how the scheme property has been disposed in accordance with COLL 7.3.8R(1).

We have audited the termination account which comprises the account of the fund's termination and the related notes.

The financial reporting framework that has been applied in its preparation is COLL 7.3.8R(1).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)), including ISA (UK) 800. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the termination account section of our report.

We are independent of the fund in accordance with the ethical requirements that are relevant to our audit of the termination account in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter – basis of accounting

We draw attention to the Note 1 in the termination account, which describes the basis of accounting. The termination account is prepared to assist the sub-fund in complying with the financial reporting provisions of COLL 7.3.8R(1). As a result, the termination account may not be suitable for another purpose. Our opinion is not modified in respect of this matter.

Other information

The other information comprises the information included in Statement of Authorised Corporate Director's Responsibilities, other than the termination account and our auditor's report thereon. The ACD is responsible for the other information contained within the annual report. Our opinion on the termination account does not cover the other information and we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the termination account, or our knowledge obtained during the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the termination account itself. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent auditor's report to the Scottish Widows Schroder Personal Wealth (ACD) Limited, on the termination account of SPW Defensive Solution, the sub-fund of the SPW Investment Portfolio ICVC

Responsibilities of authorised corporate director (ACD)

As explained more fully in the ACD's responsibilities statement, the ACD is responsible for the preparation of the termination account in accordance with the financial reporting provisions of COLL 7.3.8R(1), and for such internal control as the ACD determines is necessary to enable the preparation of the termination account that is free from material misstatement, whether due to fraud or error.

Auditor's responsibilities for the audit of the termination account

Our objectives are to obtain reasonable assurance about whether the termination account as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the termination account.

A further description of our responsibilities for the audit of the termination account is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the fund's industry and its control environment, and reviewed the fund's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the ACD about their own identification and assessment of the risks of irregularities, including those that are specific to the fund's business sector.

We obtained an understanding of the legal and regulatory framework that the fund operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. This included the Collective Investment Schemes Sourcebook and relevant tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the fund's ability to operate or to avoid a material penalty. These included regulations set out by the Financial Conduct Authority.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements; and
- enquiring of management concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations.

Independent auditor's report to the Scottish Widows Schroder Personal Wealth (ACD) Limited, on the termination account of SPW Defensive Solution, the sub-fund of the SPW Investment Portfolio ICVC

Use of our report

This report is made solely to the ACD of the fund in accordance with paragraph 7.3.8R(5) of the Collective Investment Schemes Sourcebook of the Financial Conduct Authority. Our audit work has been undertaken so that we might state to the ACD those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the fund, for our audit work, for this report, or for the opinions we have formed.

Deloitte LLP

**Deloitte LLP
Statutory Auditor
Glasgow, United Kingdom
21 June 2024**

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