alphabeta access products ltd

Annual report and audited financial statements for the year ended 31 December 2022

Directors' Report

The Directors present their Report, together with the audited financial statements of alphabeta access products ltd (the "Company"), for the year ended 31 December 2022.

Incorporation and principal activities

The Company was incorporated as a public company on 29 May 2012. The principal activity of the Company is to issue secured and unsecured Certificates and notes under the terms of the following programmes:

- US$ Secured and Unsecured Certificate Programme (Previously US$50,000,000,000)
- US$ 30,000,000,000 Secured and Unsecured Note Programme
- Programme for the Issuance of Exchange Traded Products operating in Sweden
- alphabeta access products ltd and Memel Capital PCC secured and unsecured Notes and Certificates issuance programme
- Programme for the issuance of Exchange Traded Products operating in Germany

The Certificates and Notes are issued in series and provide holders with indirect access to various leveraged products holding investments in a range of trading Programmes. There were two new series of certificates ("Series 27" and "Series 28"), issued during the year under the various programmes detailed above.

Results and dividends

The results for the year are set out in the Statement of Comprehensive Income on page 10. Dividends for the year of US$2,250 were declared in respect of the year ended 31 December 2022 (2021 : US$3,000).

Directors

The following persons were Directors of the Company during the year and up to the date of this report:

S Conroy
T Ridgway

Statement of Directors' responsibilities

The Directors are responsible for preparing financial statements in accordance with generally accepted accounting principles.

Companies Law requires the Directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company and of the Company's surplus or deficit for that period.

International Accounting Standard 1 "Presentation of Financial Statements" requires that financial statements present fairly, for each financial period, the Company's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, income and expenses set out in the International Accounting Standards Board's 'Framework for the preparation and presentation of financial statements'. In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRSs. However, the Directors are also required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements that are reasonable and prudent; and
- Prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time, the financial position of the Company and to enable them to ensure that the financial statements comply with Jersey Company Law. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud error and non compliance with law and regulations.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

Directors' Report (continued)

Statement of directors' responsibilities (continued)

The Directors confirm that so far as they are aware, there is no relevant audit information, of which the Company's auditor is unaware and they have taken all the steps that they ought to have taken as Directors to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of this information.

Going Concern

The Directors have prepared the financial statements of the Company on a going concern basis. The expenses of the Company, other than bank charges, are paid by Morgan Stanley & Co International Plc ("Morgan Stanley") and income is received from Morgan Stanley to cover bank charges. The Directors have no reason to believe that Morgan Stanley will not honour this agreement for at least a period to 1 April 2024 and note that this agreement has been in place for a number of years and Morgan Stanley have continued to meet their obligations under it. Also, the Directors have no reason to believe that Morgan Stanley will not continue as a going concern amidst the current uncertain market conditions. The unsecured certificates and notes are limited recourse as the principal repayment of each series is linked to the value for the financial assets. The Directors have therefore prepared the financial statements on a going concern basis.

Company Secretary

The Secretary of the Company who has been Secretary for the year under review and up to the date for this report is Crestbridge Corporate Services Limited.

Independent auditors

Grant Thornton Limited were appointed as the Independent Auditor on 6 December 2019 and have expressed their willingness to continue in office.

Approved by the Board of Directors on 28 March 2023.

Registered Office
47 Esplanade
St Helier
Jersey
JE1 0BD

INDEPENDENT AUDITOR'S REPORT

To the members of alphabeta access products ltd

Opinion

We have audited the financial statements of alphabeta access products ltd (the "Company"), which comprise the Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements:

- give a true and fair view of the financial position of the Company as at 31 December 2022 and of its financial performance and its cashflows for the year then ended;
- are in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Standards Board (IASB); and
- comply with the Companies (Jersey) Law 1991.

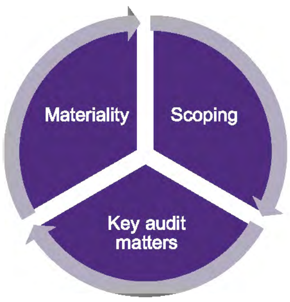
Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements in Jersey, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our approach to the audit

Overview

GrantThornton



Materiality

Overall materiality was $11.53 million, which represents 1% of the Company's total assets (2021: $16.77 million which represented 2% of the Company's total assets).

We decreased our measurement percentage as the company updated its base prospectus during the year to allow it to issue certificates with a denomination of less that €100,000.

Audit scope

- We conducted our audit of the financial statements based on information provided by the appointed service providers to the Company to whom the directors have delegated the provision of certain functions, including Crestbridge Limited.
- We have carried out our audit work in Jersey. We have tailored the scope of our audit taking into account the types of investments within the Company, the accounting processes and controls and the industry in which the Company operates.

The Company is a Jersey-incorporated company whose principal activity is to issue secured and unsecured certificates. The certificates in issue are listed on Euronext Dublin, Gibraltar Stock Exchange, Baden Württemberg Stock Exchange or Nasdaq First North Sweden.

Key audit matters

- Valuation of investments – this is consistent with prior year.

INDEPENDENT AUDITOR'S REPORT (continued)

To the members of alphabeta access products ltd

Audit scope

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where the Directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of the Directors override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Company, the accounting processes and controls, and the industry in which the Company operates.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall Company materiality for the financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Overall materiality	$11.53 million (2021: $16.77 million)
How we determined it	1% (2021: 2%) of the Company's total assets.
Rationale for the materiality benchmark	We believe that total assets is the primary measure used by the shareholders in assessing the performance of the Company. It is also a generally accepted measure used for companies in this industry.

To the members of alphabeta access products ltd

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter/ significant risk	How the matter was addressed in our audit
Key audit matter and significant risk: Valuation of investments (2022: $1,152.52 million, and 2021: $838.46 million) We identified investments being materially misstated due to incorrect valuation as one of the most significant assessed risks of material misstatement due to error. Investments comprise of positions in leveraged products that hold investments in a range of trading programmes. The fair value of investments (financial assets at fair value through profit or loss) is based on the price of the underlying leveraged products. The fair value may be misstated due to inaccuracies in the underlying products' valuations or incorrect calculation of the fair value as at year end. *Refer to the accounting policies on pages 13-16 and Note 4, Financial Assets at Fair Value through Profit or Loss, to the Financial Statements.*	In responding to the key audit matter, we performed the following audit procedures: • We reviewed the Company's accounting policies to confirm their compliance with IFRS requirements; • We obtained an understanding of controls around the valuation of investments including assessing the design and implementation of these controls. • We agreed the value of investments held as at 31 December 2022 to independent investment confirmations or a published third-party pricing source. Based on the results of our audit procedures, we are satisfied that the investments have been appropriately valued.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. 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.

Responsibilities of the directors for the financial statements

The Directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with IFRSs as issued by the IASB, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

To the members of alphabeta access products ltd

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are 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 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 these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

To the members of alphabeta access products ltd

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Section 113A of the Companies (Jersey) Law 1991. Our audit work has been undertaken so that we might state to the Company's members 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 Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies (Jersey) Law 1991 requires us to report to you if, in our opinion:

- proper accounting records have not been kept by the Company; or
- the Company's financial statements are not in agreement with the accounting records; or
- we have not obtained all the information and explanations, which to the best of our knowledge and belief, are necessary for the purposes of our audit.

Alexander Ross Langley
For and on behalf of Grant Thornton Limited
Chartered Accountants
St Helier
Jersey

Date: 31 March 2023

Statement of Financial Position

As at 31 December 2022

	Notes	31 December 2022 US$	31 December 2021 US$
ASSETS			
Current assets			
Financial assets at fair value through profit or loss	4	1,152,522,820	838,456,254
Trade receivables	7	415,827	-
Cash and cash equivalents		8,477	60,641
Total Assets		1,152,947,124	838,516,895
LIABILITIES			
Current liabilities			
Financial liabilities at fair value through profit or loss	6	1,152,522,820	838,456,254
Other payables	8	418,075	44,756
Total Liabilities		1,152,940,895	838,501,010
EQUITY			
Capital and Reserves Attributable to the Equity Holders of the Company			
Share capital	5	3	3
Retained earnings		6,226	15,882
Total Equity		6,229	15,885
Total Liabilities and Equity		1,152,947,124	838,516,895

These audited financial statements on pages 9 to 23 were approved and authorised for issue by the Board of Directors on 28 March 2023 and were signed on its behalf by:

Director

The notes on pages 13 to 23 are an integral part of these audited financial statements

Statement of Comprehensive Income

For the year ended 31 December 2022

	Year ended 31 December 2022 US$	31 December 2021 US$
Income		
Other income	3,000	(44,756)
Fair value gain on financial liabilities at fair value through profit or loss	118,087,018	24,463,095
Foreign exchange gain/(loss)	510	(1,076)
	118,090,528	24,417,263
Expenses		
Bank charges	10,916	2,279
Fair value loss on financial assets at fair value through profit or loss	118,087,018	24,463,095
	118,097,934	24,465,374
Loss for the year	(7,406)	(48,111)
Total comprehensive loss attributable to:		
Equity holders of the company	(7,406)	(48,111)

All results in the current year and prior year result from continuing operations.

Statement of Changes in Equity

For the year ended 31 December 2022

	Share Capital US$	Accumulated Reserves US$	Total US$
Balance at 1 January 2021	3	66,993	66,996
Loss for the year	-	(48,111)	(48,111)
Dividends	-	(3,000)	(3,000)
Balance at 31 December 2021	3	15,882	15,885

	Share Capital US$	Accumulated Reserves US$	Total US$
Balance at 1 January 2022	3	15,882	15,885
Loss for the year	-	(7,406)	(7,406)
Dividends	-	(2,250)	(2,250)
Balance at 31 December 2022	3	6,226	6,229

Statement of Cash Flows

For the year ended 31 December 2022

	Year ended 31 December 2022 US$	31 December 2021 US$
Cash flows from operating activities		
Net loss for the year	(7,406)	(48,111)
Increase in receivables	(415,827)	-
Increase in other payables	373,319	44,756
Fair value movement on financial liabilities at fair value through profit or loss	118,087,018	24,463,095
Fair value movement on financial assets at fair value through profit or loss	(118,087,018)	(24,463,095)
Foreign exchange	(510)	1,076
Net cash used in operating activities	(50,424)	(2,279)
Cash flows from investing activities		
Purchase of investments	(519,508,933)	(517,613,858)
Proceeds from sale of investments	101,157,178	118,477,790
Net cash used in investing activities	(418,351,755)	(399,136,068)
Cash flows from financing activities		
Issue of certificates	519,508,933	517,613,858
Redemption of certificates	(101,157,178)	(118,477,790)
Distribution paid	(2,250)	(3,000)
Net cash generated from financing activities	418,349,505	399,133,068
Net decrease in cash and cash equivalents	(52,674)	(5,279)
Cash and cash equivalents at the beginning of the year	60,641	66,996
Effects of exchange rate changes on cash and cash equivalents	510	(1,076)
Cash and cash equivalents at end of year	**8,477**	**60,641**

The notes on pages 13 to 23 are an integral part of these audited financial statements

Notes to the Financial Statements

For the year ended 31 December 2022

1 General Information

The Company was incorporated as a public company on 29 May 2012. The principal activity of the Company is to issue secured and unsecured Notes and Certificates under the terms of the following programmes:

- US$ Secured and Unsecured Certificate Programme (previously US$ 50,000,000,000)
- US$ 30,000,000,000 Secured and Unsecured Note Programme
- alphabeta access products ltd and Memel Capital PCC secured and unsecured Notes and Certificates issuance programme
- Programme for the Issuance of Exchange Traded Products operating in Sweden
- Programme for the Issuance of Exchange Traded Products operating in Germany

Certificates linked to following investments issued under the Secured and Unsecured Certificate Programme (previously US$ 50,000,000,000) are detailed below:

Series Name:	**Principal Country of Operation**	
Series 6 - Lynx (Cayman) Fund Limited	Cayman Islands	
Series 9 - IPM (Cayman) Fund Limited	Cayman Islands	(retired during 2021)
Series 16 - Investment basket	Ireland	
Series 17 - MSP (Europe) I Limited	Cayman Islands	(retired during 2021)
Series 19 - Two Trees Certificate (Cayman) Fund Limited	Cayman Islands	(retired during 2022)
Series 20 - RAM (Cayman) Systematic DIVALPHA Limited	Cayman Islands	
Series 23 - Investment basket	Ireland	
Series 24 - Investment basket	Ireland	
Series 25 - Bayforest (Cayman) Fund Limited	Cayman Islands	
Series 26 - AQR Commodity 1 (Cayman) Limited	Cayman Islands	(created during 2021)
Series 27 - Man Custom Hedging (Cayman Limited)	Cayman Islands	(created during 2022)
Series 28 - Investment Basket	Ireland	(created during 2022)

Certificates linked to the following investments issued under the US$ 30,000,000,000 Secured and Unsecured Note Programme are detailed below:

Repack Series 2 - Issue of USD 2,400,000 Fund Linked Note 2029 with limited recourse to AT&T Inc 4.35% Bond 2029 and MS BV Warrant	Gibraltar

There are two exchange traded products programmes in operation which are detailed below:

Programme for the Issuance of Exchange Traded Products	Sweden
Programme for the Issuance of Exchange Traded Products	Germany

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

2 Principal Accounting Policies

The following accounting policies have been applied consistently throughout the year presented in dealing with items which are considered to be material in relation to the Company's audited financial statements (the "financial statements").

Basis of preparation

These audited financial statements have been prepared on an historical cost basis, except for financial assets and liabilities designated at Fair Value Through Profit or Loss ('FVTPL') which have all been measured at fair value. The financial statements are presented in United States Dollars ('US$').

Statement of compliance

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standard Board ("IASB").

Going concern

The Directors have prepared the financial statements of the Company on a going concern basis. The expenses of the Company, other than bank charges, are paid by Morgan Stanley & Co International Plc ("Morgan Stanley") and income is received from Morgan Stanley to cover bank charges. The Directors have no reason to believe that Morgan Stanley will not honour this agreement for at least a period to 1 April 2024 and note that this agreement has been in place for a number of years and Morgan Stanley have continued to meet their obligations under it. Also, the Directors have no reason to believe that Morgan Stanley will not continue as a going concern amidst the current uncertain market conditions. The unsecured certificates and notes are limited recourse as the principal repayment of each series is linked to the value for the financial assets. The Directors have therefore prepared the financial statements on a going concern basis.

New accounting standards and interpretations

There are no standards, amendments to standards or interpretations that are effective for annual periods beginning on 1 January 2022 that have a material effect on the financial statements of the Company.

(i) New standards, amendments and interpretations not yet effective for reporting periods beginning on 1 January 2023

A number of new standards and amendments to standards and interpretations are not yet effective for reporting periods beginning after 1 January 2023, and have not been applied in preparing these financial statements. The Directors have assessed that these standards will not have material effect on the financial statements of the Company.

	Effective Date
Classification of Liabilities as Current or Non-current – Amendments to IAS 1	1 January 2023
Definition of Accounting Estimates - Amendments to IAS 8	1 January 2023
Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2	1 January 2023

Financial instruments

2.1 Classification

The Company classifies its financial assets and financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value; and
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial instruments and the contractual terms of the cash flows.

Assets measured at fair value are Financial Assets at FVTPL and Financial Assets at Fair Value through Other Comprehensive Income ("FVOCI"), gains and losses of which will be recorded in profit or loss or other comprehensive income ("OCI") respectively. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI. No such irrevocable election has been made.

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

2 Principal Accounting Policies (continued)

Financial instruments (continued)

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

2.2 Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at FVTPL which are measured initially at fair value.

2.3 Subsequent measurement of financial assets and liabilities

Financial assets

Subsequent measurement of financial assets depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its financial assets:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the Statement of Comprehensive Income.
- FVTPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

Financial liabilities

Financial liabilities are classified and subsequently measured at amortised cost, except for those that are derivative financial instruments or financial liabilities that are held for trading i.e. the Certificates and notes, which are classified as FVTPL.

2.4 Impairment

For trade receivables, the Company applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2.5 Derecognition

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires. Gains and losses on sales are calculated on an average cost basis.

Cash and cash equivalents

Cash and cash equivalents include cash in hand and deposits held at call with banks. For the purpose of the Statement of Cash Flows, cash and cash equivalents are considered to be all highly liquid investments with maturity of three months or less.

Functional and presentation currency

Items included in the financial statements of the Company are measured using the primary currency in which the Company operates. The financial statements are presented in United States Dollar, which is the Company's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

2 Principal Accounting Policies (continued)

Financial instruments (continued)

Share Capital

Shares are classified as equity when there is no obligation to transfer cash or other assets. Equity investments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Retained Earnings

Retained earnings represent all current and prior period results of operations as reported in the statement of profit or loss, reduced by the amounts of dividends declared, if any.

Expenses

All the Company expenses other than bank charges are paid by Morgan Stanley & Co. International Plc ("Morgan Stanley") and consequently are not recognised in these financial statements. Bank charges are recognised on an accruals basis.

Revenue

Revenue is recognised when there is a new issue of series of Certificates or Notes, from this the Company is entitled to transaction fees of US$750. In addition, income is received by the Company from Morgan Stanley to cover bank charges.

Taxation

The Company is liable to Jersey income tax at a rate of 0% (2021: 0%).

Valuation of Certificates

The Company held 12 series' of certificates and notes as at the year-end. The certificates and notes constitute a straight pass through exposure, net of fees, to the underlying investments detailed in note 4. The certificates are listed on Euronext Dublin, Gibraltar Stock Exchange, Baden Württemberg Stock Exchange or Nasdaq First North Sweden.

The Company has designated all of the Certificates at FVTPL which is equivalent to the available quoted price of the underlying investment in the market. The Certificates are initially recognised at fair value and subsequently re-measured at fair value through profit or loss based on the last available price of the underlying investment. Profits and losses on sales are accounted for on a trade date basis and taken to the Statement of Comprehensive Income.

3 Accounting Estimates and Judgements

Critical accounting judgements

The Directors of the Company have considered there to be no critical accounting judgements made in respect of the preparation of these financial statements.

Key sources of estimation

The Company uses valuations received from the third party administrators of the underlying investments for daily Net Asset Valuation calculations. Financial assets at fair value through profit or loss are independently valued on an individual basis depending on the nature of the investment. Fair value estimates are made at a specific point in time, based on market conditions and other available information. The certificate investments fall under Level 1, 2 and 3 of the fair value hierarchy. The table in note 4 shows a reconciliation of opening balances to the year end balances. The Directors consider there to be no other key sources of estimation uncertainty at the year end date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period.

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

4 Financial Assets at Fair Value through Profit or Loss

	Fair Value 31 December 2022 US$	Fair Value 31 December 2021 US$
Investment Programmes		
Lynx (Cayman) Fund Limited (Series 6)	7,326,769	1,309,378
Basket Programme (Series 16)	77,430,562	24,338,106
Man Custom Hedging (Cayman) Limited (Series 27)	116,405,864	-
Two Trees Certificate(Cayman) Fund Limited (Series 19)	-	3,103,803
RAM (Cayman) Systematic DIVALPHA Limited (Series 20)	9,560,666	10,384,475
Basket Programme (Series 23)	86,544,619	78,558,598
Basket Programme (Series 24)	716,732,242	611,214,186
Bayforest (Cayman) Fund Limited (Series 25)	6,735,590	10,270,277
AQR Commodity 1 (Cayman) Limited (Series 26)	22,558,407	124,310
Swedish ETP Programme	43,146,837	49,107,772
German ETP Programme	64,627,955	48,101,693
Repack Programme (Series 2)	1,453,309	1,943,656
	1,152,522,820	838,456,254

The Company used the proceeds of each issue of Certificates or notes detailed in note 6 to acquire interest units in a variety of Investment Programmes. Series 6, 9, 17, 19, 20, 23, 24, 25, 26, 27 and 28 Investment Programmes included Ireland and Cayman Islands Limited Liability Companies and the units are listed on the Irish Stock Exchange. The Investment Programmes provide exposure to leveraged derivative instruments and are held for capital appreciation.

Repack programme (series 2) provides limited recourse to AT&T in 4.35% Bond 2029 and MS BV Warrant.

These certificates are listed on the Gibraltar Stock Exchange.

The German ETP Programme provides exposure to 38 index and share linked securities which are listed on the unregulated trading segment of the Baden Wurrtenburg Stock Exchange and the Official List of EuroNext Dublin.

The Swedish ETP Programme provides exposure to 73 unsecured exchange traded products including index linked debt and warrant instruments which are simultaneously listed on the warrant and certificate exchange segment for the Nasdaq First North Sweden and traded on its regulated market.

The proceeds from both these programmes are invested into a stock basket selected from a preprescribed stock universe.

5 Share Capital

	31 December 2022 US$	31 December 2021 US$
Authorised		
10,000 ordinary shares of £1 each	10,000	10,000
Allotted, called up and fully paid		
2 ordinary shares of £1 each	3	3

On incorporation 2 ordinary shares were issued and fully paid at £1 each, at a foreign exchange rate of GBP 1.0000:US$ 1.35. The Company has one class of ordinary shares which carry no right to fixed income.

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

6 Financial Liabilities at Fair Value Through Profit or Loss

At 31 December 2022 the Company had 12 certificate and note programmes in operation. Series 6, 9, 16, 17, 19, 20, 23, 24, 25, 26, 27 and 28 are issued under a secured and unsecured Certificates Programme dated 29 June 2012 (previously US$50,000,000,000 programme). Swedish ETP programme certificates are issued under a programme for the Issuance of Exchange Traded Products dated 16 August 2018. German ETP programme certificates are issued under a programme for the Issuance of Exchange Traded Products dated 29 April 2021. Repack (Series 1) Programme Certificates are issued under a US$30,000,000,000 Secured and Unsecured Note Programme dated 17 October 2019. Repack (Series 2) Programme Notes are issued under a US$30,000,000,000 Secured and Unsecured Note Programme dated 1 July 2021.

All series currently in issue are unsecured and asset backed. At the year end the Company had 12 Series of Certificates in issue under the Programmes, details of the 12 series of Certificates in issue are as follows:

	Number of Certificates in Issue 31 December 2022	Number of Subscribed Certificates 31 December 2022	Number of Unsubscribed Certificates 31 December 2022
Series			
Series 6 Certificates	500,000,000	2,503,864	497,496,136
Series 16 Certificates	3,250	660	2,590
Series 20 Certificates	500,000,000	5,242,168	494,757,832
Series 23 Certificates	3,000	860	2,140
Series 24 Certificates	7,500	6,717	783
Series 25 Certificates	1,000,000,000	5,039,511	994,960,489
Swedish ETP Programme	92,000,000	3,068,464	88,931,536
Series 26 Certificates	2,000,000,000	16,453,882	1,983,546,118
German ETP Programme	163,927,887	5,895,261	158,032,626
Series 27 Certificates	10,000,000	1,036,156	8,963,844
Series 28 Certificates	4,000	-	4,000
Repack Programme (Series 2)	10	-	10
	4,265,945,647	39,247,543	4,226,698,104

	Fair Value of Certificates 31 December 2022 US$	Fair Value of Certificates 31 December 2021 US$
Series		
Series 6 Certificates	7,326,769	1,309,378
Series 16 Certificate	77,430,562	24,338,106
Series 19 Certificates	-	3,103,803
Series 20 Certificates	9,560,666	10,384,475
Series 23 Certificates	86,544,619	78,558,598
Series 24 Certificates	716,732,242	611,214,186
Series 25 Certificates	6,735,590	10,270,277
Series 26 Certificates	22,558,407	124,310
Series 27 Certificates	116,405,864	-
German ETP Programme	64,627,955	48,101,693
Swedish ETP Programme	43,146,837	49,107,772
Repack Programme (Series 2)	1,453,309	1,943,656
	1,152,522,820	838,456,254

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

6 Financial Liabilities at Fair Value Through Profit or Loss (continued)

Summary as at 31 December 2021	Number of Certificates in Issue 31 December 2021 US$	Number of Subscribed Certificates 31 December 2021 US$	Number of Unsubscribed Certificates 31 December 2021 US$
Series			
Series 6 Certificates	500,000,000	2,656,196	497,343,804
Series 9 Certificates	1,000,000,000	-	1,000,000,000
Series 16 Certificates	3,250	200	3,050
Series 17 Certificates	500,000,000	-	500,000,000
Series 19 Certificates	500,000,000	2,991,661	497,008,339
Series 20 Certificates	500,000,000	5,969,118	494,030,882
Series 23 Certificates	3,000	660	2,340
Series 24 Certificates	7,500	4,946	2,554
Series 25 Certificates	1,000,000,000	10,270,280	989,729,720
Series 26 Certificates	2,000,000,000	127,594	1,999,872,406
Swedish ETP Programme	95,121,448	3,906,304	90,361,863
German ETP Programme	93,910,083	2,694,939	91,215,144
Repack Programme (Series 2)	10	10	-
	6,189,045,291	28,621,908	6,159,570,102

The Certificates and notes constitute a straight pass through exposure, net of fees, to the underlying investments detailed in note 4. The Certificates and notes are limited recourse to the proceeds of the investments. The Certificate and note holders shall have no rights or claims against any other assets or future series of the Certificates or notes issued by the Company.

The amount of the Company's obligations in respect of the Certificates or notes are dependent on the performance of the underlying investment in the interest units of the Investment Programme that each of the Certificates or notes are exposed to, which will in turn determine the amounts repaid to the Certificate holders. The investment in the Certificates is not capital protected and therefore any negative performance of interest units in each underlying Investment Programme will be reflected in the redemption price, which could result in a total loss on redemption of the Certificates or notes. The Certificates or notes can be redeemed at any time.

The holders of the Certificates have no shareholders rights and no duty to cover losses.

As per the relevant programme prospectus, Crestbridge Fund Administrators Limited, were appointed as the Calculation Agent, will determine the termination amount, liquidation repayment amount or the repayment of the repurchase price as the case may be.

Following the issue of the Certificates detailed above US$4,226,698,104 (2021: US$6,159,570,102) remains available for issue under the Certificate and Notes Programmes.

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

7 Trade Receivables

	31 December 2022 US$	31 December 2021 US$
Amounts falling due within the year		
Due from sale of investments (Series 20)	349,999	-
Due from sale of certificates (Series 27)	65,828	-
	415,827	-

8 Other Payables

	31 December 2022 US$	31 December 2021 US$
Amounts falling due within the year		
Due to certificate holders - Quantica	-	44,756
Due in respect of investment purchases	349,999	-
Distributions payable	2,250	-
Due in respect of investment purchases (Series 27)	65,826	-
	418,075	44,756

9 Financial Risk Management

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, foreign exchange risk, fair value interest rate risk,price risk, cash flow risk and interest rate risk), capital management risk, credit risk and liquidity risk. The financial risks relate to the following financial instruments: financial assets at fair value through profit or loss, cash and cash equivalents, trade receivables and other payables and financial liabilities at fair value through profit or loss. The accounting policies with respect to these financial instruments are described in note 2. The Company's risk management policies employed to manage these risks are discussed below.

(a) Market risk

The Company's exposure to market risk is comprised of the following risks:

(i) Foreign exchange risk

The Company is not exposed to foreign exchange risk on Financial assets at FVTPL as any risk is offset by price changes in the Financial liabilities at FVTPL. However there is insignificant foreign exchange exposure to the cash of the Company.

(ii) Price risk

Price risk is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer. Price risk is increased due to the leveraged nature of the investments however these are documented in the prospectus and the Certificate holders are aware of the risks.

The Company is exposed to market price risk arising from its Underlying Investments (see note 4 for the fair value of these investments). Any price risk to the Company is managed due to the limited recourse nature of the underlying Certificates as disclosed in note 6. Therefore the Directors do not believe the Company is subject to any price risk; though Certificate holders are exposed to price risk.

(iii) Cash flow and fair value interest rate risk

As the Company has no significant interest-bearing assets, its income and operating cash flows are substantially independent of changes in market interest rates.

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

9 Financial Risk Management (continued)

The Company is not subject to interest rate risk on any of its liabilities.

(b) Credit risk

Credit risk is the risk that a counterparty will be unable to meet a commitment that it has been entered into with the Company. Credit risk is the potential exposure of the Company to loss in the event of non-performance by the Underlying Investments, the counterparties to the investments. The Directors consider that the Company is not exposed to any material net credit risk as the Certificates or Notes issued have limited recourse to the proceeds of the investments and hence, amounts due to the Certificate or Note holders are limited to the amount received from the Underlying Investments.

The following table shows the Company's maximum exposure to credit risk:

As at 31 December 2022	**Amount US$**
Assets	
Cash and cash equivalents	8,477
Trade receivables	415,827
Financial assets at FVTPL	1,152,522,820
	1,152,947,124

As at 31 December 2021	**Amount US$**
Assets	
Cash and cash equivalents	60,641
Financial assets at FVTPL	838,456,254
	838,516,895

The Company is subject to the ECL model on its financial assets that are carried at amortised cost.

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The potential risk of not being able to meet its financial liabilities is mitigated by the fact that the investments detailed in note 4 are of highly liquid and the repayment profile of the Certificates, the Company's main liabilities, have been matched to the liquidity profile of the investments which are publicly traded.

As at 31 December 2022	**Up to 1 yr US$**	**1 yr to 5 yrs US$**	**On demand US$**	**Total US$**
Assets				
Cash and cash equivalents	8,477	-	-	8,477
Trade receivables	-	-	415,827	415,827
Financial assets at FVTPL	-	-	1,152,522,820	1,152,522,820
	8,477	-	1,152,938,647	1,152,947,124

As at 31 December 2022	**Up to 1 yr US$**	**1 yr to 5 yrs US$**	**On demand US$**	**Total US$**
Liabilities				
Financial liabilities at FVTPL	-	-	1,152,522,820	1,152,522,820
Other payables	-	-	418,075	418,075
	-	-	1,152,940,895	1,152,940,895

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

9 Financial Risk Management (continued)

As at 31 December 2021	Up to 1 yr US$	1 yr to 5 yrs US$	On demand US$	Total US$
Assets				
Cash and cash equivalents	60,641	-	-	60,641
Financial assets at FVTPL	-	-	838,456,254	838,456,254
	60,641	-	838,456,254	838,516,895

As at 31 December 2021	Up to 1 yr US$	1 yr to 5 yrs US$	On Demand US$	Total US$
Liabilities				
Financial liabilities at FVTPL	-	-	838,456,254	838,456,254
Trade and other payables	-	-	44,756	44,756
	-	-	838,501,010	838,501,010

(d) Capital management

When managing capital the Company's objectives are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and the Certificate and Note holders.

The expenses of the Company are funded by a third party and the Company will issue further Certificates or notes in order to fund further investments. Any capital requirements are known with some certainty and therefore no formal monitoring is considered necessary. There are no externally imposed capital requirements.

Fair value measurements recognised in the Statement of Financial Position

IFRS 13 Fair Value measurement requires disclosure of fair value measurements to be categorised by Level. The Levels are split between three levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2); and
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The Company's financial assets and liabilities were classified as follows:

As at 31 December 2022	Level 1	Level 2	Level 3
Assets	988,482,214	164,040,606	-
Liabilities	988,482,214	164,040,606	-

As at 31 December 2021	Level 1	Level 2	Level 3
Assets	813,254,010	25,192,244	-
Liabilities	813,254,010	25,192,244	-

Notes to the Financial Statements

For the year ended 31 December 2022 (continued)

9 Financial Risk Management (continued)

There were no transfers between Levels 1, 2 and 3 during the year. All assets and liabilities during the year are measured using fair values falling under Levels 1, 2 and 3. The valuation of the majority of the underlying investments fall under the Level 1 fair value hierarchy. The Investments that fall under the Level 2 fair value hierarchy are quoted but they are not actively traded. The fair values of quoted investments have been derived using observable market data.

10 Related Party Transactions

S Conroy and T Ridgway, Directors of the Company, are senior employees of Crestbridge Limited ("Crestbridge") who provide ongoing administrative services to the Company at normal commercial rates. During the year £1,066,832 (31 December 2021: £831,767) was paid to Crestbridge in respect of services, of which £310,722 (31 December 2021: £218,565) was outstanding at the year end. As these expenses are paid by a third party they have not been recognised in these financial statements.

Crestbridge is the affiliate leader of a group of companies of which includes Crestbridge Corporate Services Limited (administrator and company secretary to the Company), Crestbridge Fund Administrators Limited (Calculation Agent) and Crestbridge Corporate Trustees Limited (share trustee for the Company).

11 Segmental Reporting

The Directors, who together are the Chief Operating Decision Makers, consider that the Company comprises of one operating segment and that it operates in the country of incorporation. The Company provides the Directors with the financial information that is on an aggregated level. As such, there is no segmental information to disclose.

12 Immediate Parent and Ultimate Controlling Party

The Immediate Parent of the Company is The Oder Capital Charitable Trust, a trust formed in Jersey for charitable purposes. The Ultimate Controlling Party of the Company is Crestbridge Corporate Trustees Limited as Trustee of The Oder Capital Charitable Trust.

13 Events after the Reporting Period

On 2 February 2023, under the Company's Programme, the Company issued USD 2,000,000,000 certificates in Series 29 which is linked to the shares of AQR Commodity 2 (Cayman) Limited.

On 22 February 2023 the Company issued the 19th tranche of Securities pursuant to the German Exchange Traded Products Programme being 5,000,000 Börse Online Kunstliche Intelligenz Index Securities and 5,000,000 DER AKTIONAR Kunstliche Intelligenz Index.

On 23 February 2023 the Company issued the 20th tranche of Securities pursuant to the German Exchange Traded Products Programme being 5,000,000 Börse Online Luixus Index Securities.

On 17 March 2023, under the Company's Programme, the Company issued USD 2,000,000,000 certificates in Series 30 which is linked to the shares of AHL Evolution Restricted Limited.