

Registered No: 108311

Report and Financial Statements for the Year ended 31 December 2017

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#### Management and Administration



#### **Directors**

Gregory Barton Christopher Foulds Steven Ross Peter Ziemba

#### **Registered Office**

Ordnance House 31 Pier Road St Helier Jersey, JE4 8PW

#### Manager

ETFS Management Company (Jersey) Limited Ordnance House 31 Pier Road St Helier Jersey, JE4 8PW

#### **FX Counterparty**

Morgan Stanley & Co. International plc 25 Cabot Square Canary Wharf London, E14 4QA United Kingdom

#### **Auditor**

KPMG Channel Islands Limited 37 Esplanade St Helier Jersey, JE4 8WQ

#### **Company Secretary**

R&H Fund Services (Jersey) Limited Ordnance House 31 Pier Road St Helier Jersey, JE4 8PW

#### Administrator

R&H Fund Services (Jersey) Limited Ordnance House PO Box 83 31 Pier Road St Helier Jersey, JE4 8PW

#### Registrar

Computershare Investor Services (Jersey) Limited Queensway House Hilgrove Street St Helier Jersey, JE1 1ES

#### **Trustee**

The Law Debenture Trust Corporation plc Fifth Floor 100 Wood Street London, EC2V 7EX United Kingdom

#### Custodian

JP Morgan Chase Bank, NA London Branch 125 London Wall London, EC2Y 5AJ United Kingdom

#### Jersey Legal Advisers

Mourant Ozannes 22 Grenville Street St Helier Jersey, JE4 8PX

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#### Directors' Report



The directors of ETFS Hedged Metal Securities Limited ("HMSL" or the "Company") submit herewith the annual report and financial statements of the Company for the year ended 31 December 2017.

#### **Directors**

The names and particulars of the directors of the Company during and since the end of the financial year are:

Gregory Barton (Appointed 11 April 2018)

Christopher Foulds

Steven Ross

Joseph Roxburgh (Resigned 11 April 2018)
Graham Tuckwell (Resigned 11 April 2018)
Peter Ziemba (Appointed 11 April 2018)

#### **Directors' Interests**

No director has an interest in the Ordinary Shares of the Company as at the date of this report.

Prior to the change in ownership (described below) Graham Tuckwell held an interest in the Ordinary Shares of the Company as the majority shareholder of ETF Securities Limited.

#### **Principal Activities**

The Company's principal activity is the issue and listing of currency-hedged metal securities ("Currency-Hedged Metal Security is denominated in a specified currency and is backed by physical metal ("Metal Bullion") which is held in custody by designated custodians, supported by one or more Metal Adjustment Agreements (and Metal Adjustment Contracts entered into pursuant thereto) with one or more FX Counterparties (currently the only FX Counterparty is Morgan Stanley & Co. International plc ("Morgan Stanley")) which provide a currency hedging overlay. The Metal Entitlement of each class of Currency-Hedged Metal Security will be adjusted daily by an amount of bullion (the "Daily Hedging Variation"), which reflects the daily movement of an index tracking the variation in the exchange rate between United States Dollars and the currency of denomination of that class of Currency-Hedged Metal Security, as well as being adjusted for the deduction of applicable fees (see below).

The Company earns a management fee by reducing the Metal Entitlement of each class of Currency-Hedged Metal Security on a daily basis by an agreed amount (the "Management Fee"). The FX Counterparty earns a hedging fee by reducing the Metal Entitlement of each class of Currency-Hedged Metal Security on a daily basis by an agreed amount (the "Hedging Fee"). The Management Fee and the Hedging Fee are transferred in the form of bullion on a monthly basis, in arrears, following agreement from the Trustee.

The Company has entered into a service agreement with ETFS Management Company (Jersey) Limited ("ManJer" or the "Manager"), whereby ManJer is responsible for supplying or procuring the supply of all management and administration services required by the Company, (including marketing) as well as the payment of costs relating to the listing and issue of Currency-Hedged Metal Securities. In return for these services, the Company pays ManJer an amount equal to the aggregate of the Management Fee, the Hedging Fee and the creation and redemption fees earned (the "ManJer Fee"). The bullion in respect of the Management Fee and Hedging Fee is transferred by the Trustee from the custodian accounts directly to ManJer. In addition, the monetary amounts in respect of the creation and redemption fees are transferred directly to ManJer and there are no cash flows through the Company.

#### Directors' Report (Continued)



#### **Review of Operations**

The most recent Prospectus was issued on 25 August 2017. As at 31 December 2017, the Company had the following number of classes, in aggregate, of Currency-Hedged Metal Securities in issue and admitted to trading on the following exchanges:

	London Stock Exchange	Borsa Italiana	Deutsche Börse
GBP-Hedged Metal Securities	1	-	-
EUR-Hedged Metal Securities	-	1	1
Total Currency-Hedged Metal Securities	1	1	1

As at 31 December 2017, the fair value of assets under management amounted to USD 462.2 million (2016: USD 298.4 million). The Company recognises its assets (Metal Bullion and Metal Adjustment Contracts) and financial liabilities (Currency-Hedged Metal Securities and Metal Adjustment Contracts) at fair value in the Statement of Financial Position.

During the year, the Company generated income from creation and redemption fees, Hedging Fees and Management Fees as follows:

	2017 USD	2016 USD
Creation and Redemption Fees	6,051	6,784
Management Fees	1,239,067	436,217
Hedging Fees	647,213	198,385
Total Fee Income	1,892,331	641,386

Under the terms of the service agreement with ManJer, the Company accrued expenses equal to the Management Fees, the Hedging Fees and the creation and redemptions fees, which, after taking into account other operating income and expenses, resulted in an operating result for the year of USD Nil (2016: USD Nil).

The gain or loss on Currency-Hedged Metal Securities and Metal Bullion together with the Metal Adjustment Contracts are recognised in the Statement of Profit or Loss and Other Comprehensive Income in line with the Company's accounting policy.

The Company holds Metal Bullion and enters into Metal Adjustment Contracts to support the Currency-Hedged Metal Securities as determined by the Metal Entitlement (which is calculated in accordance with an agreed formula published in the Prospectus). Metal Bullion and Metal Adjustment Contracts are marked to fair value at the end of each Pricing Day by reference to the futures benchmark price (currently COMEX for gold bullion) adjusted by an Exchange for Physical. The Exchange for Physical is determined by reference to the MSPM indices published by Morgan Stanley & Co. LLC (collectively referred to within these financial statements as the "Contractual Value").

The Company has entered into contractual obligations to issue and redeem Currency-Hedged Metal Securities in exchange for Metal Bullion as determined by the Metal Entitlement of each class of Currency-Hedged Metal Security on each trading day. The Metal Bullion in respect of each creation and redemption is recorded using the Contractual Value on the transaction date.

Directors' Report (Continued)



#### **Review of Operations (continued)**

IFRS 13 requires the Company to identify the principal market and to utilise the available market price within that principal market. The directors consider that the stock exchanges where the Currency-Hedged Metal Securities are listed to be the principal market and as a result the fair value of the Currency-Hedged Metal Securities is the on-exchange price as quoted on those stock exchanges demonstrating active trading. As a result of the difference in valuation methodology between the Metal Bullion, the Metal Adjustment Contracts and the Currency-Hedged Metal Securities, there is a mis-match between accounting values, and the results of the Company reflect a gain or loss on the difference between the value of the Metal Bullion and the Metal Adjustment Contracts at Contractual Value and the market price of Currency-Hedged Metal Securities. This gain or loss would be reversed on a subsequent redemption of the Currency-Hedged Metal Securities, transfer of the equivalent Metal Bullion. Further details surrounding the value of Currency-Hedged Metal Securities and the Metal Bullion and Metal Adjustment Contracts are disclosed in notes 6 and 7.

#### **Going Concern**

The nature of the Company's business dictates that the outstanding Currency-Hedged Metal Securities may be redeemed at any time by the holder and in certain circumstances may be compulsorily redeemed by the Company. As the redemption of Currency-Hedged Metal Securities will always coincide with the transfer of an equal amount of Metal Bullion, no liquidity risk is considered to arise. All other expenses of the Company are met by ManJer; therefore the directors consider the Company to be a going concern.

On 13 November 2017, the Company announced that WisdomTree Investments, Inc (an exchange-traded product sponsor and asset manager) entered into an agreement to acquire ETF Securities Limited's European exchange-traded product business as a going concern, which includes the Company. Following completion of the acquisition on 11 April 2018.

#### **Future Developments**

Referendum of the United Kingdom's ("UK's") membership of the European Union (the "EU Referendum")

The EU Referendum took place on 23 June 2016 and resulted in an overall vote to leave the European Union ("EU"). The British government invoked Article 50 of the Lisbon Treaty on 29 March 2017 which started the two-year period during which a leaving agreement is to be negotiated setting out the arrangements for the withdrawal and outlining the UK's future relationship with the EU. The exact process for the UK's withdrawal is uncertain, although it is generally expected to take longer than two years as this would require the renegotiation of treaties and agreements, together with legislation changes.

The Company is domiciled in Jersey, outside of the EU, and the Currency-Hedged Metal Securities are distributed in the EU under the EU Prospectus Directive which requires their offering to the public to be approved by an EU Member State regulator. To date, the Company has chosen the UK Financial Conduct Authority ("FCA") as its member state regulator for these purposes. Request is then made to the FCA, as the chosen Member State regulator, for the passporting of the offering across the EU, once again, under the Prospectus Directive.

It is currently expected that the Company would select an alternate EU Member State regulator through which to seek approval and request passporting for its offering to maintain the Company's access to relevant markets. As the Currency-Hedged Metal Securities already comply with the European wide requirements of the Prospectus Directive, this is not expected to cause any disruption or alteration to the terms or nature of the Currency-Hedged Metal Securities.

The Currency-Hedged Metal Securities continue to comply with all applicable laws and regulations. Continued assessment of the impact will be required throughout the withdrawal process.

Directors' Report (Continued)



#### **Future Developments (continued)**

Change of Ownership

On 13 November 2017, the Company announced that WisdomTree entered into an agreement to acquire ETF Securities Limited's European exchange-traded product business, which includes the Company. The change of ownership occurred on 11 April 2018.

The board of directors (the "Board") are not aware of any other developments that might have a significant effect on the operations of the Company in subsequent financial periods not already disclosed in this report or the attached financial statements.

#### **Country and Currency Risk**

The Company has exposure to country and currency risk as the Currency-Hedged Metal Securities are priced in US Dollars and hedged against exchange rate movements between the US Dollar and the Euro or Pound Sterling. However, the directors do not consider the Company to have a significant net exposure to country and currency risk arising from the current economic uncertainties facing a number of countries around the world as the gains or losses on the liability represented by the Currency-Hedged Metal Securities are matched economically by corresponding losses or gains attributable to the Metal Bullion and Metal Adjustment Contracts.

Each Currency-Hedged Metal Security is a debt instrument whose redemption price is linked directly to the value of the relevant underlying Metal Bullion and Metal Adjustment Contracts. The Currency-Hedged Metal Securities are issued under limited recourse arrangements whereby the holders have recourse only to the Metal Bullion and Metal Adjustment Contracts attributable to the class of Security held and not to the Company. In addition, since any movements in the value of the Metal Bullion and Metal Adjustment Contracts are wholly attributable to the holders of the Currency-Hedged Metal Securities, the Company has no residual exposure to movements in the value of the Metal Bullion and Metal Adjustment Contracts. From a commercial perspective, the gains or losses on the liability represented by the Currency-Hedged Metal Securities are matched economically by corresponding losses or gains attributable to the Metal Bullion and Metal Adjustment Contracts (see detail on page 4 regarding the accounting mis-match). The Company does not retain any net gains or losses or net risk exposures. Further details surrounding the value of Currency-Hedged Metal Securities and the Metal Bullion and Metal Adjustment Contracts are disclosed in note 11.

Movements in the value of the underlying Metal Bullion and Metal Adjustment Contracts, and thus the value of the Currency-Hedged Metal Securities, may vary widely which could have an impact on the demand for the Currency-Hedged Metal Securities issued by the Company. These movements are shown in notes 6 and 7.

#### **Dividends**

There were no dividends declared or paid in the year (2016: USD Nil). It is the Company's policy that dividends will only be declared when the directors are of the opinion that there are sufficient distributable reserves.

#### **Directors' Remuneration**

No director has a service contract with the Company. The directors of the Company who are employees within the ETF Securities Limited group or within the WisdomTree group do not receive separate remuneration in their capacity as directors of the Company. R&H Fund Services (Jersey) Limited ("R&H" or the "Administrator") receives a fee in respect of the directors of the Company who are employees of R&H.



#### **Directors' Remuneration (continued)**

The directors' fees which have been paid by ManJer on behalf of the Company for the year:

	2017	2016
	GBP	GBP
Oneh and Turkungli	NI:1	N I : I
Graham Tuckwell	Nil	Nil
Christopher Foulds	Nil	Nil
Graeme Ross	Nil	7,500
Steven Ross	8,000	500
Joseph Roxburgh	Nil	Nil

Gregory Barton and Peter Ziemba were not directors of the Company during the years ending 31 December 2017 and 2016, and therefore have been excluded from the table above.

#### **Employees**

The Company does not have any employees. It is the Company's policy to use the services of specialist subcontractors or consultants as far as possible.

#### **Auditor**

A resolution to reappoint KPMG Channel Islands Limited as the auditor of the Company will be proposed at the next meeting of the directors.

#### **Corporate Governance**

There is no standard code of corporate governance in Jersey. The operations, as previously described in the directors' report, are such that the directors do not consider the Company is required to voluntarily apply the UK Corporate Governance Code.

As the Board is small, there is no nomination committee and appointments of new directors are considered by the Board as a whole. The Board does not consider it appropriate that directors should be appointed for a specific term. Furthermore, the structure of the Board is such that it is considered unnecessary to identify a senior non-executive director.

The constitution of the Board is disclosed on page 2. The Board meets regularly as required by the operations of the Company, but at least quarterly to review the overall business of the Company and to consider matters specifically reserved for its review.

#### **Internal Control**

During the year the Company did not have any employees or subsidiaries, and there is no intention that this will change. The Company, being a special purpose company established for the purpose of issuing Currency-Hedged Metal Securities, has not undertaken any business, save for issuing and redeeming Currency-Hedged Metal Securities, entering into the required documents and performing the obligations and exercising its rights in relation thereto, since its incorporation. The Company does not intend to undertake any business other than issuing and redeeming Currency-Hedged Metal Securities and performing the obligations and exercising its rights in relation thereto.

The Company is dependent upon ManJer to provide management and administration services to it. ManJer is licensed under the Financial Services (Jersey) Law 1998 to conduct classes U and Z of Fund Services Business (ManJer was also licensed to conduct class V of Fund Services Business until 11 April 2018). ManJer outsources the administration services in respect of the Company to R&H. Documented contractual arrangements are in place with the Administrator which define the areas where the authority is delegated to them. The performance of the Manager and Administrator are reviewed on an ongoing basis by the Board through their review of periodic reports.

Directors' Report (Continued)



#### **Internal Control (continued)**

ManJer provides management and other services to both the Company and other companies issuing commodity and index tracking securities.

The Board having reviewed the effectiveness of the internal control systems of the Manager and R&H, and having a regard to the role of its external auditor, does not consider that there is a need for the Company to establish its own internal audit function.

#### **Audit Committee**

The Board has not established a separate audit committee; instead the Board has met to consider the financial reporting by the Company, the internal controls, and relations with the external auditor. In addition the Board reviews the independence and objectivity of the auditor.

**Christopher Foulds** 

Director Jersey 27 April 2018

#### Statement of Directors' Responsibilities



The directors are responsible for preparing the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRSs") as issued by the International Accounting Standards Board ("IASB") and applicable law.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies (Jersey) Law 1991. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in Jersey governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

With regard to Regulation 2004/109/EC of the European Union (the "EU Transparency Directive"), the directors confirm that to the best of their knowledge that:

- the financial statements for the year ended 31 December 2017 give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company as required by law and in accordance with IFRS as issued by the IASB; and
- the Directors' Report gives a fair view of the development of the Company's business, financial position and the important events that have occurred during the year and their impact on these financial statements.

The principal risks and uncertainties faced by the Company are disclosed in note 11 of these financial statements.

By order of the Board

**Christopher Foulds** 

Director 27 April 2018



## Independent Auditor's Report to the Members of ETFS Hedged Metal Securities Limited

#### Our opinion is unmodified

We have audited the financial statements of ETFS Hedged Metal Securities Limited (the "Company"), which comprise the statement of financial position as at 31 December 2017, the statements of profit or loss and other comprehensive income, cash flows and changes in equity for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

#### In our opinion, the accompanying financial statements:

- give a true and fair view of the financial position of the Company as at 31 December 2017, and of the Company's financial performance and cash flows for the year then ended;
- are prepared in accordance with International Financial Reporting Standards; and
- have been properly prepared in accordance with the requirements of the Companies (Jersey) Law, 1991.

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including FRC Ethical Standards as applied to listed entities. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

## Key Audit Matters: our assessment of the risks of material misstatement

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. In arriving at our audit opinion above, the key audit matters, were as follows:



#### The risk

#### Valuation of Metal Bullion

USD462,157,488; (2016: USD298,353,342)

Refer to the accounting policy in note 2, and to disclosures in notes 6 and 11.

#### Basis:

99% of the Company's total assets at 31 December 2017 were invested in Metal Bullion.

Metal Bullion acts as collateral for the Currency-Hedged Metal Securities issued by the Company. Metal Bullion is accounted for at fair value.

The Company determines fair value by revaluing the quantity of Bullion held at the reporting date to the last market price published by the London Bullion Market Association (LBMA).

#### Risk:

The reported fair value of Metal Bullion may be materially misstated.

#### Our response

Our audit procedures included:

Internal Controls: Assessed the design, implementation, and operating effectiveness of the controls over valuation of Metal Bullion.

#### Independent confirmation:

Obtained independent confirmation from the custodian of the value of Metal Bullion held in custody at the reporting date.

#### Independent evaluation:

Compared the value of Metal Bullion held for consistency with the Metal Entitlement of the Currency-Hedged Metal Securities. Assessed the appropriateness of the pricing source and considered whether the LBMA market price represents fair value in accordance with IFRS. Performed an independent recalculation of fair value based on published market prices.

Assessing disclosures: We assessed the fair value disclosures in the financial statements for compliance with IFRS requirements.



#### The risk

#### Valuation of Currency-Hedged Metal Securities

USD460,099,688; (2016: USD300,049,000)

Refer to the accounting policy in note 2, and to disclosures in notes 7 and 11.

#### Basis:

The issuance of Currency-Hedged Metal Securities is central to the Company's principal activity. Currency-Hedged Metal Securities allow investors to gain exposure to currency index adjusted movements in the market price of bullion without needing to take physical delivery.

Currency-Hedged Metal Securities are accounted for at fair value.

The Company determines fair value by revaluing the Currency-Hedged Metal Securities in issue at the reporting date to prices quoted for the Currency-Hedged Metal Securities in active markets.

The Company discloses at the foot of the Statement of Profit or Loss and Other Comprehensive Income the impact of a non-statutory adjustment to the value of Currency-Hedged Metal Securities to recognise that there is an accounting valuation difference between the Currency-Hedged Metal Securities and the underlying Bullion collateral which results from the Company's application of IFRS fair value principles.

#### Risk:

The reported value of Currency-Hedged Metal Securities may diverge from fair value due to the use of an inappropriate market price.

Disclosure of a non-statutory adjustment may not be appropriate to achieve fair presentation under IFRS.

#### Our response

Our audit procedures included:

Internal Controls: Assessed the design, implementation, and operating effectiveness of controls over the valuation of Currency-Hedged Metal Securities.

#### Independent evaluation:

Assessed the appropriateness of the pricing source and considered whether the market price represents fair value in accordance with IFRS. Performed an independent evaluation of fair value based on published market prices, and compared to those determined by the Company.

#### Assessing disclosures:

Assessed the fair value disclosures in the financial statements, including those relating to the non-statutory adjustment, for compliance with IFRS requirements. Considered the Company's basis for the disclosure of the non-statutory adjustment in the context of reducing the perceived misleading aspects of compliance with IFRS and achieving a fair presentation.



#### Our application of materiality and an overview of the scope of our audit

Materiality for the financial statements as a whole was set at USD2.3 million, determined with reference to a benchmark of total assets of USD467,294,059 as at 31 December 2017, of which it represents 0.5% (2016: 0.5%).

We reported to the Board of Directors all corrected or uncorrected misstatements we identified through our audit exceeding USD115,000, in addition to other identified misstatements that warranted reporting on qualitative grounds.

Our audit of the Company was undertaken to the materiality level specified above, which has informed our identification of significant risks of material misstatement and the associated audit procedures performed in those areas as detailed above.

#### We have nothing to report on going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

## We have nothing to report on the other information in the Directors' Report

The directors are responsible for the other information presented in the Directors' Report together with the financial statements. Our opinion on the financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

## We have nothing to report on other matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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;
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.



#### Respective responsibilities

#### Directors' responsibilities

As explained more fully in their statement set out on page 8, the Directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; and 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

## The purpose of this report and restrictions on its use by persons other than the Company's members as a body

This report is made solely to the Company's members, as a body, in accordance with Article 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.

Steven Hunt

For and on behalf of KPMG Channel Islands Limited Chartered Accountants and Recognized Auditors, St Helier, Jersey

27 April 2018



		Year ended 3	1 December
	Notes	2017 USD	2016 USD
Revenue	3	1,892,331	641,386
Expenses	3	(1,892,331)	(641,386)
Operating Result	3		
Net Gain / (Loss) Arising on Contractual and Fair Value of Metal Bullion and Metal Adjustment Contracts	6	64,502,978	(36,087,996)
Net (Loss) / Gain Arising on Fair Value of Currency- Hedged Metal Securities	7	(60,749,520)	34,414,388
Result and Total Comprehensive Income for the Year	7	3,753,458	(1,673,608)
<sup>1</sup> Adjustment from Market Value to Contractual Value of Currency-Hedged Metal Securities	2	(3,753,458)	1,673,608
Adjusted Result and Total Comprehensive Income for the Year			

The directors consider the Company's activities as continuing.

<sup>&</sup>lt;sup>1</sup> An explanation of the non-statutory adjustment is set out on page 21. This represents the movement in the difference between the Contractual Value of the Metal Bullion and Metal Adjustment Contracts and the market price of Currency-Hedged Metal Securities.



		As at 31 Dec	cember
		2017	2016
	Notes	USD	USD
Current Assets			
Trade and Other Receivables	5	214,708	674,123
Metal Bullion Exposure	6	462,157,488	298,353,342
Amounts Receivable on Metal Bullion Awaiting			
Settlement	6	4,921,863	-
Total Assets	<u> </u>	467,294,059	299,027,465
Current Liabilities			
Currency-Hedged Metal Securities	7	460,099,688	300,049,000
Amount Payable on Currency-Hedged Metal		, ,	, ,
Securities Awaiting Settlement	7	4,921,863	-
Trade and Other Payables	8	214,705	674,120
Total Liabilities	<u> </u>	465,236,256	300,723,120
Equity			
Stated Capital	9	3	3
Revaluation Reserve		2,057,800	(1,695,658)
Total Equity	<u> </u>	2,057,803	(1,695,655)
Total Equity and Liabilities	<u> </u>	467,294,059	299,027,465

The financial statements on pages 14 to 29 were approved and authorised for issue by the board of directors and signed on its behalf on 27 April 2018.

**Christopher Foulds** 

Director



	Year ended 31 December	
	2017	2016
	USD	USD
Operating Result for the Year	-	-
Changes in Operating Assets and Liabilities		
Decrease / (Increase) in Trade and Other Receivables	459,415	(541,285)
(Decrease) / Increase in Trade and Other Payables	(459,415)	541,285
Cash Generated from Operating Activities	-	-
Net Increase in Cash and Cash Equivalents	<u> </u>	
Cash and Cash Equivalents at the Beginning of the Year	-	-
Net Increase in Cash and Cash Equivalents	-	-
Cash and Cash Equivalents at the End of the Year		-

Currency-Hedged Metal Securities are issued and redeemed by transfer of Metal Bullion and have been netted off in the Statement of Cash Flows.

#### Statement of Changes in Equity



	Notes	Stated Capital USD	Retained Earnings USD	Revaluation Reserve <sup>2</sup> USD	Total Equity USD	Adjusted Total Equity USD
Opening Balance at 1 January 2016		3	-	(22,050)	(22,047)	3
Result and Total Comprehensive Income for the Year Transfer to Revaluation Reserve  3 Adjustment from Market Value to Contractual Value	7 7	-	(1,673,608) 1,673,608	- (1,673,608)	(1,673,608)	(1,673,608)
of Currency-Hedged Metal Securities	•	-	-	-	-	1,673,608
Balance at 31 December 2016	<u> </u>	3	-	(1,695,658)	(1,695,655)	3
Opening Balance at 1 January 2017		3	-	(1,695,658)	(1,695,655)	3
Result and Total Comprehensive Income for the Year Transfer to Revaluation Reserve	7	- -	3,753,458 (3,753,458)	- 3,753,458	3,753,458	3,753,458
<sup>3</sup> Adjustment from Market Value to Contractual Value of Currency-Hedged Metal Securities	7	-	-	-	-	(3,753,458)
Balance at 31 December 2017	<u> </u>	3	-	2,057,800	2,057,803	3

<sup>&</sup>lt;sup>2</sup> This represents the difference between the Contractual Value of the Metal Bullion and Metal Adjustment Contracts and the market price of Currency-Hedged Metal Securities.

 $<sup>^{\</sup>rm 3}$  An explanation of the non-statutory adjustment is set out on page 21.

#### Notes to the Financial Statements



#### 1. General Information

ETFS Hedged Metal Securities Limited (the "Company") is a company incorporated in Jersey. The address of the registered office is Ordnance House, 31 Pier Road, St. Helier, Jersey, JE4 8PW.

ETFS Management Company (Jersey) Limited and the related European exchange-traded product business specialises in the development and issuance of Exchange Traded Products ("ETPs"). ETPs include Exchange Traded Commodities ("ETCs") and Exchange Traded Funds ("ETFs"). The ETCs issued by the Company are secured, undated, limited recourse debt securities designed to track the value (before fees and expenses) of an underlying commodity, index or currency while providing market liquidity for the investor.

The purpose of the Company is to provide a vehicle that permits trading of the Currency-Hedged Metal Securities, and the Company does not make gains from trading in the underlying Metal Bullion and Metal Adjustment Contracts. The Currency-Hedged Metal Securities are issued under limited recourse arrangements whereby the Company has no residual exposure to the value of the Metal Bullion and Metal Adjustment Contracts, therefore from a commercial perspective the aggregate gains and losses in respect of Metal Bullion and Metal Adjustment Contracts will always be offset by a corresponding loss or gain on the Currency-Hedged Metal Securities. Further details regarding the risks of the Company are disclosed in note 11

ETCs are not typically actively managed, are significantly lower in cost when compared to actively managed mutual funds and are easily accessible to investors. No active trading or management of Metal Bullion and Metal Adjustment Contracts is required because the Company only receives or delivers Metal Bullion on the issue and redemption of Currency-Hedged Metal Securities, and only holds Metal Bullion and enters into Metal Adjustment Contracts to support the Currency-Hedged Metal Securities.

The Company is entitled to:

- (1) a Management Fee which is calculated by reducing the Metal Entitlement of each class of Currency-Hedged Metal Security on a daily basis by an agreed amount; and
- (2) creation and redemption fees on the issue and redemption of the Currency-Hedged Metal Securities.

No creation or redemption fees are payable to the Company when investors trade in the Currency-Hedged Metal Securities on a listed market such as the London Stock Exchange.

The Company has entered into a service agreement with ETFS Management Company (Jersey) Limited ("ManJer" or the "Manager"), whereby ManJer is responsible for supplying or procuring the supply of all management and administration services required by the Company (including marketing), as well as the payment of costs relating to the listing and issuance of Currency-Hedged Metal Securities. In return for these services, the Company pays ManJer an amount equal to the Management Fee, the Hedging Fee and the creation and redemption fees earned (the "ManJer Fee"). As a result there are no operating profits or losses recognised through the Company.

#### 2. Accounting Policies

The main accounting policies of the Company are described below.

#### **Basis of Preparation**

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRSs") as issued by the International Accounting Standards Board ("IASB"), and interpretations issued by the International Financial Reporting Interpretations Committee of the IASB. The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities held at fair value through profit or loss.



#### **Critical Accounting Estimates and Judgements**

The presentation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities. Estimates are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The only key accounting judgement required to prepare these financial statements is in respect of the valuation of Metal Bullion, Metal Adjustment Contracts and Currency-Hedged Metal Securities held at fair value through profit or loss as disclosed in notes 6 and 7. Actual results could vary from these estimates.

#### **Going Concern**

The nature of the Company's business dictates that the outstanding Currency-Hedged Metal Securities may be redeemed at any time by the holder and in certain circumstances may be compulsorily redeemed by the Company. Generally only security holders who have entered into an authorised participant agreement with the Company ("Authorised Participants") can submit applications and redemptions directly with the Company. As the redemption of Currency-Hedged Metal Securities will always coincide with the transfer of an equal amount of Metal Bullion, no net liquidity risk is considered to arise. All other expenses of the Company are met by ManJer; therefore the directors consider the Company to be a going concern for the foreseeable future and have prepared the financial statements on this basis.

On 13 November 2017 the Company announced that WisdomTree Investments, Inc (an exchange-traded product sponsor and asset manager) entered into an agreement to acquire ETF Securities Limited's European exchange-traded product business as a going concern, which includes the Company. The Company continues as a going concern following completion of the acquisition on 11 April 2018.

#### **Accounting Standards**

#### (a) Standards, amendments and interpretations adopted in the year:

In preparing the financial statements the Company has adopted all new or revised Standards and Interpretations, including:

- IAS 12 Income Taxes
- IAS 7 Statement of Cash Flows Disclosure Initiative
- Annual Improvements to IFRS (including IFRS 12 Disclosure of Interest in Other Entities)

Of those Standards and Interpretations adopted in the current year, none have resulted in any significant effect on these financial statements.

#### (b) New and revised IFRSs in issue but not yet effective:

The Company has not applied the following new and revised IFRSs that have been issued but are not yet effective:

- IFRS 2 Share-based Payment (effective for annual periods beginning on or after 1 January 2018)
- IFRS 4 Insurance Contracts (overlay approach to be applied when IFRS 9 is first applied, deferral approach effective for annual periods beginning on or after 1 January 2018 and only available for three years after that date)
- IFRS 9 Financial Instruments (as amended in 2014) (effective for annual periods beginning on or after 1 January 2018)
- IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (no effective date set)
- IFRS 15 Revenue from Contracts with Customers (effective for annual periods beginning on or after 1 January 2018)



#### **Accounting Standards (continued)**

#### (b) New and revised IFRSs in issue but not yet effective (continued):

- IFRS 16 Leases (effective for annual periods beginning on or after 1 January 2019)
- IFRS 17 Insurance Contracts (effective for annual periods beginning on or after 1 January 2021)
- IAS 28 Investments in Associates and Joint Ventures (effective for annual periods beginning on or after 1 January 2019)
- IAS 40 Investment Property (effective for annual periods beginning on or after 1 January 2018)
- Annual Improvements to IFRS

The directors intend to adopt IFRS 9 for the annual period beginning on 1 January 2018. The directors have undertaken an assessment of the impact of adoption IFRS 9 and have concluded that there would be minimal impact on the amounts reported in respect of the Company's financial instruments. Disclosures in the financial statements will be amended as necessary to meet the requirements of the standard.

The directors do not expect the adoption of the remaining standards, amendments and interpretations that are in issue but not yet effective will have a material impact on the financial statements of the Company in future periods.

The directors have considered other standards and interpretations in issue but not effective and concluded that they would not have a material impact on the future financial periods when they become available.

#### **Currency-Hedged Metal Securities and Metal Bullion**

#### i) Issue and Redemption

The Company has entered into a Trust Instrument with The Law Debenture Trust Corporation plc ("Law Debenture") to permit the Company to issue Currency-Hedged Metal Securities. The conditions of issue are set out in the Trust Instrument. Each time a Currency-Hedged Metal Security is issued or redeemed by the Company a corresponding amount of Metal Bullion is transferred into or from the relevant secured account held by the custodian.

Financial assets and liabilities are recognised and de-recognised on the transaction date.

#### ii) Pricing

A price is established in respect of each type and currency of bullion as at the end of each Pricing Day by reference to the futures benchmark price (currently COMEX for gold bullion) adjusted by an Exchange for Physical. The Exchange for Physical is determined by reference to the MSPM indices published by Morgan Stanley & Co. LLC (collectively referred to within these financial statements as the 'Contractual Value').

IFRS 13 requires the Company to identify the principal market and to utilise the available market price within that principal market. The directors consider that the stock exchanges where the Currency-Hedged Metal Securities are listed to be the principal market and as a result the fair value of the Currency-Hedged Metal Securities is the on-exchange price as quoted on those stock exchanges demonstrating active trading. The Currency-Hedged Metal Securities are priced using the closing midmarket price on the Statement of Financial Position date.

Consequently a difference arises between the value of Metal Bullion and Metal Adjustment Contracts at the Contractual Value (based on the Prospectus) and Currency-Hedged Metal Securities at market value presented in the Statement of Financial Position. This difference is reversed on a subsequent redemption of the Currency-Hedged Metal Securities and the transfer of the corresponding Metal Bullion together with the cancellation of the Metal Adjustment Contracts.



#### **Currency-Hedged Metal Securities and Metal Bullion (continued)**

#### iii) Designation at fair value through Profit or Loss

Each Currency-Hedged Metal Security comprises a financial instrument whose redemption price is linked to the underlying Metal Bullion and Metal Adjustment Contracts. These instruments are designated at fair value through profit or loss upon initial recognition. This is in order to enable gains or losses on the Currency-Hedged Metal Securities, the Metal Bullion and Metal Adjustment Contracts to be recorded in the Statement of Profit or Loss and Other Comprehensive Income.

Through the mis-matched accounting values, the results of the Company reflect a gain or loss which represents the aggregate of the movement in the cumulative difference between the Contractual Value of the Metal Bullion and Metal Adjustment Contracts and the market price of Currency-Hedged Metal Securities. This gain or loss is transferred to a Revaluation Reserve which is non-distributable. The results of the Company are adjusted through the presentation of a non-statutory movement entitled 'Adjustment from Market Value to Contractual Value (as set out in the Prospectus) of Currency-Hedged Metal Securities'.

#### Metal Bullion and Currency-Hedged Metal Securities Awaiting Settlement

The issue or redemption of Currency-Hedged Metal Securities, and the transfer of Metal Bullion is accounted for on transaction date. Where settlement pricing is applied, the transaction will not settle until two days after the transaction date. Where transactions are awaiting settlement at the period end, the monetary value of the Metal Bullion and the Currency-Hedged Metal Securities due to be settled is separately disclosed within the relevant assets and liabilities on the Statement of Financial Position.

#### **Revenue Recognition**

Revenue is recognised to the extent that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, and other sales taxes or duty.

Fees received for the issue and redemption of Currency-Hedged Metal Securities are recognised at the date on which the transaction becomes legally binding. All other income and expenses are recognised on an accruals basis.

#### **Loans and Receivables**

The loans and receivables are non-derivative financial assets with a fixed payment amount and are not quoted in an active market. After initial measurement the loans and receivables are carried at amortised cost using the effective interest method less any allowance for impairment. The effective interest method is a method of calculating the amortised cost of an instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash flows (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Gains and losses on loans and receivables which are impaired are recognised immediately through profit or loss.

#### **Foreign Currency Translation**

The financial statements of the Company are presented in the currency of the primary economic environment in which it operates (its functional currency). For the purpose of the financial statements, the results and financial position of the Company are expressed in United States Dollar, which is the functional currency of the Company, and the presentational currency of the financial statements.

Monetary assets and liabilities denominated in foreign currencies at the year end date are translated at rates ruling at that date. Creation and redemption fees are translated at the average rate for the month in which they are incurred. The resulting differences are accounted for through profit or loss.



#### **Segmental Reporting**

IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Company that are regularly reviewed by the Chief Operating Decision Maker ("CODM") in order to allocate resources to the segments and to assess their performance. The CODM has been determined as the board of directors. A segment is a distinguishable component of the Company that is engaged either in providing products or services (business segment), or in providing products and services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

The Company has not provided segmental information as the Company has only one business or product group, precious metals, and one geographical segment which is Europe. In addition the Company has no single major customer from which greater than 10% of revenue is generated. All information relevant to the understanding of the Company's activities is included in these financial statements.

#### 3. Operating Result

Operating result for the year comprised:

	Year ended 31 December	
	2017	2016
	USD	USD
Creation and Redemption Fees	6,051	6,784
Management Fees	1,239,067	436,217
Hedging Fees	647,213	198,385
Total Revenue	1,892,331	641,386
ManJer Fees	(1,892,331)	(641,386)
Total Operating Expenses	(1,892,331)	(641,386)
Operating Result		-

Audit Fees for the year of GBP 8,889 will be met by ManJer (2016: GBP 8,630).

#### 4. Taxation

The Company is subject to Jersey Income Tax. The Jersey Income Tax rate applicable to the Company for the foreseeable future is zero percent.

#### 5. Trade and Other Receivables

	As at 31 December	
	2017	2016
	USD	USD
Management Fees and Hedging Fees	208,616	671,648
Creation and Redemption Fees	6,089	2,472
Receivable from Related Party	3	3
	214,708	674,123

The fair value of these receivables is equal to the carrying value.



#### 6. Metal Bullion Exposure

	As at 31 December	
	2017	2016
	USD	USD
Change in Fair Value for the Year of Metal Bullion and		
Metal Adjustment Contracts	64,502,978	(36,087,996)
Metal Bullion at Fair Value	461,793,069	295,921,122
Metal Adjustment Contracts at Fair Value:		
Metal Bullion Receivable	918,622	2,432,220
Metal Bullion Payable	(554,203)	-
	364,419	2,432,220
Metal Bullion Exposure at Fair Value	462,157,488	298,353,342

The Company holds Metal Bullion and Metal Adjustment Contracts to support the Currency-Hedged Metal Securities as determined by the Metal Entitlement (which is calculated in accordance with an agreed formula published in the Prospectus). In accordance with the Metal Adjustment Agreements, the Metal Adjustment Contracts can be converted into Metal Bullion. As a result the Metal Bullion together with the Metal Adjustment Contracts provides the aggregate Metal Bullion Exposure required by the Metal Entitlement of each class of Currency-Hedged Metal Security.

As at 31 December 2017, there was Metal Bullion awaiting settlement in respect of the creation or redemption of Currency-Hedged Metal Securities with transaction dates before the year end and settlement dates in the following year:

 The monetary amount receivable as a result of unsettled redemptions is USD 4,921,863 (2016: USD Nil).

#### 7. Currency-Hedged Metal Securities

Whilst the Currency-Hedged Metal Securities are quoted on the open market, the Company's liability relates to its contractual obligations to issue and redeem Currency-Hedged Metal Securities in exchange for Metal Bullion and Metal Adjustment Contracts as determined by the Metal Entitlement of each class of Currency-Hedged Metal Security on each trading day. The monetary value of each creation and redemption of Currency-Hedged Metal Securities is recorded based on the Contractual Value. Therefore, the issue and redemption of Currency-Hedged Metal Securities is recorded at a value that corresponds to the value of the Metal Bullion transferred in respect of the issue and redemption. As a result the Company has no net exposure to gains or losses on the Currency-Hedged Metal Securities and Metal Bullion and Metal Adjustment Contracts.

The Company measures the Currency-Hedged Metal Securities at their market value in accordance with IFRS 13 rather than their Contractual Value described above. The market value is deemed to be the prices quoted on stock exchanges or other markets where the Currency-Hedged Metal Securities are listed or traded. However Metal Bullion and Metal Adjustment Contracts are valued based on the price established in respect of each type and currency of bullion as at the end of each Pricing Day by reference to the futures benchmark price (currently COMEX for gold bullion) adjusted by an Exchange for Physical. The Exchange for Physical is determined by reference to the MSPM indices published by Morgan Stanley & Co. LLC.



#### 7. Currency-Hedged Metal Securities (continued)

The fair values and changes thereof during the year based on prices available on the open market as recognised in the financial statements are:

	As at 31 D	As at 31 December	
	2017	2016	
	USD	USD	
Change in Fair Value for the Year	(60,749,520)	34,414,388	
Currency-Hedged Metal Securities at Fair Value	460,099,688	300,049,000	

The contractual redemption values and changes thereof during the year based on the contractual settlement values are:

	As at 31 December	
	2017	2016
	USD	USD
Change in Contractual Redemption Value for the Year	(64,502,978)	36,087,996
Currency-Hedged Metal Securities at Contractual Redemption Value	462,157,488	298,353,342

The gain or loss on the difference between the Contractual Value of the Metal Bullion and Metal Adjustment Contracts and the market price of Currency-Hedged Metal Securities would be reversed on a subsequent redemption of the Currency-Hedged Metal Securities and transfer of the corresponding Metal Bullion.

The overall impact is that through the mis-matched accounting values, the results of the Company reflect a gain or loss on the aggregate of the movement in the difference between the Contractual Value of the Metal Bullion and Metal Adjustment Contracts and the market price of Currency-Hedged Metal Securities.

	Year ended 31 December	
	2017	2016
	USD	USD
Net Gain Arising on Contractual and Fair Value of Metal		
Bullion and Metal Adjustment Contracts	64,502,978	(36,087,996)
Net (Loss) Arising on Contractual Redemption Value of		
Currency-Hedged Metal Securities	(60,749,520)	34,414,388
	3,753,458	(1,673,608)

As at 31 December 2017, there was Currency-Hedged Metal Securities awaiting settlement in respect of creations or redemptions with transaction dates before the year end and settlement dates in the following year:

• The monetary amount payable as a result of unsettled redemptions of Currency-Hedged Metal Securities is USD 4,921,863 (2016: USD Nil).

#### Notes to the Financial Statements (Continued)



#### 8. Trade and Other Payables

	As at 31 December	
	2017	2016
	USD	USD
ManJer Fees Payable	214,705	674,120

The fair value of these payables is equal to the carrying value.

#### 9. Stated Capital

	As at 31 December	
	2017	2016
	USD	USD
2 Shares of Nil Par Value, Issued at GBP 1 Each	3	3

The Company can issue an unlimited capital of nil par value shares in accordance with its Memorandum of Association.

All Shares issued by the Company carry one vote per Share without restriction and carry the right to dividends. All Shares are held by ETFS Holdings (Jersey) Limited ("HoldCo").

#### 10. Related Party Disclosures

Entities and individuals which have a significant influence over the Company, either through the ownership or by virtue of being a director of the Company are related parties.

Fees charged by ManJer during the year:

	Year ended 31 December	
	2017	2016
	USD	USD
ManJer Fees	1,892,332	641,386
The following balances were due to ManJer at year end:		
	Year ended 31 December	
	2017	2016
<u>.</u>	USD	USD
ManJer Fees Payable	214,705	674,120

At 31 December 2017, USD 3 is receivable from ManJer (2016: receivable from HoldCo USD 3).

As disclosed in the Directors' Report, ManJer paid Directors' Fees in respect of the Company of GBP 8,000 (2016: GBP 8,000).

Steven Ross is a director of R&H Fund Services (Jersey) Limited ("R&H" or the "Administrator"). Christopher Foulds is the Compliance Officer of ManJer, and was an employee of ETF Securities Limited until 11 April 2018. On 11 April 2018 Christopher Foulds joined R&H. During the year, R&H charged ManJer administration fees in respect of the Company of GBP 17,750 (2016: GBP 16,500), of which GBP 4,500 (2016: GBP 4,125) was outstanding at the year end.

Gregory Barton and Peter Ziemba are executive officers of WisdomTree Investments, Inc.



#### 10. Related Party Disclosures (continued)

Graham Tuckwell is a director of ETF Securities Limited and was a director of ManJer and HoldCo until 11 April 2018. Joseph Roxburgh was a director of ManJer and HoldCo and the Company Secretary of the Company until 11 April 2018.

#### 11. Financial Risk Management

The Currency-Hedged Metal Securities are subject to normal market fluctuations and other risks inherent in investing in securities and other financial instruments. There can be no assurance that any appreciation in the value of securities will occur, and the capital value of an investor's original investment is not guaranteed. The value of investments may go down as well as up, and an investor may not get back the original amount invested.

The Company is exposed to a number of risks arising from its activities. The information provided below is not intended to be a comprehensive summary of all the risks associated with the Currency-Hedged Metal Securities and investors should refer to the most recent Prospectus for a detailed summary of the risks inherent in investing in the Currency-Hedged Metal Securities. Any data provided should not be used or interpreted as a basis for future forecast or investment performance.

The risk management policies employed by the Company to manage these are discussed below.

#### (a) Credit Risk

Credit risk primarily refers to the risk that Authorised Participants, the Custodian or the FX Counterparty will default on its contractual obligations resulting in financial loss.

Credit risk in respect of Authorised Participants is managed by the Company by only dealing with Authorised Participants who are believed to be creditworthy. In the event the Authorised Participants fail to complete their obligation, no Currency-Hedged Metal Securities will be created therefore the Company does not have the risk of loss of the amount expected to be received.

There is also a credit risk arising from the FX Counterparty to repay the FX component of the redemption price and may be affected by the credit rating attached to the FX Counterparties (currently the only FX Counterparty is Morgan Stanley & Co. International plc ("Morgan Stanley")). The Company manages its credit risk by only entering into Metal Adjustment Agreement Energy Contracts with FX Counterparties who are believed to be creditworthy.

Credit risk also includes custodial risk. The Company holds a corresponding amount of the Metal Bullion stored with the custodian. The custodian is not required to take out insurance and neither is the Trustee. Accordingly, there is a risk that the secured Metal Bullion could be lost, stolen or damaged and the Company would not be able to satisfy its obligations in respect of the Currency-Hedged Metal Securities.

#### (b) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities as they fall due.

When Currency-Hedged Metal Securities are redeemed, the Company transfers the corresponding amount of Metal Bullion determined by the Metal Entitlement. The value of the Metal Bullion returned will always be the same as that of the Currency-Hedged Metal Securities being redeemed, therefore any redemption of Currency-Hedged Metal Securities would not impact the liquidity of the Company. Furthermore, while the agreements with the FX Counterparties include limits (both daily and in the aggregate), the Company is not obliged to issue and redeem Currency-Hedged Metal Securities in excess of those limits under the terms of the Metal Adjustment Agreement.

Notes to the Financial Statements (Continued)



#### 11. Financial Risk Management (continued)

#### (c) Market Risk

Market risk is the risk that changes in market prices (such as foreign exchange rates, interest rates and equity prices) will affect the Company's income or the value of its financial instruments held or issued.

#### i) Price Risk

The value of the Company's liability in respect of the Currency-Hedged Metal Securities fluctuates according to value of the Metal Bullion and Metal Adjustment Contracts. The risk of such change in price is managed by the Company holding Metal Bullion and Metal Adjustment Contracts in the same quantity as its liability. Therefore, the Company bears no financial risk from a change in the price of Metal Bullion and Metal Adjustment Contracts.

However, there is an inherent risk from the point of view of investors as the price of Metal Bullion and Metal Adjustment Contracts and the value of the Currency-Hedged Metal Securities may vary widely due to, amongst other things, changes in exchange rates, changing supply or demand for Metal Bullion, government and monetary policy or intervention and global or regional political, economic or financial events.

The market price of Currency-Hedged Metal Securities is a function of supply and demand amongst investors wishing to buy and sell Currency-Hedged Metal Securities and the bid or offer spread that the market makers are willing to quote. This is highlighted in note 7, and below under the Fair Value Hierarchy.

#### i) Interest Rate Risk

The Company does not have significant exposure to interest rate risk as the Metal Bullion, the Metal Adjustment Contracts and the Currency-Hedged Metal Securities do not bear any interest.

#### ii) Currency Risk

The Company has exposure to currency risk as the Currency-Hedged Metal Securities are priced in US Dollars and hedged against exchange rate movements between the US Dollar and the Euro or Pound Sterling. However, the directors do not consider the Company to have a significant exposure to currency risk arising from the current economic uncertainties facing a number of countries around the world as the gains or losses on the liability represented by the Currency-Hedged Metal Securities are matched economically by corresponding losses or gains attributable to the Metal Bullion and Metal Adjustment Contracts.

#### (c) Settlement Risk

Settlement risk primarily refers to the risk that an Authorised Participant, the Custodian or the FX Counterparty will default on its contractual obligations resulting in financial loss.

The directors believe that settlement risk would only be caused by the risk of the Company's trading counterparty not delivering Metal Bullion, entering into Metal Adjustment Contracts or delivering Currency-Hedged Metal Securities on the settlement date. The Currency-Hedged Metal Securities settle through the CREST system. The directors feel that this risk is mitigated as Currency-Hedged Metal Securities are not issued until the required amount of Metal Bullion has been received in the Custodian account, and Metal Bullion is not transferred until the relevant Currency-Hedged Metal Securities have been delivered in CREST. As a result each transaction does not settle until all parties have fulfilled their contractual obligations.

Amounts outstanding in respect of positions yet to settle are disclosed in notes 6 and 7.

#### (d) Sensitivity Analysis

IFRS 7 requires disclosure of a sensitivity analysis for each type of market risk to which the Company is exposed to at the reporting date, showing how comprehensive income and equity would have been affected by a reasonably possible change to the relevant risk variable.

#### Notes to the Financial Statements (Continued)



#### 11. Financial Risk Management (continued)

#### (d) Sensitivity Analysis (continued)

The Company's rights and liabilities in respect of Metal Bullion, Metal Adjustment Contracts and Currency-Hedged Metal Securities, relate to its contractual obligations to issue and redeem Currency-Hedged Metal Securities in exchange for Metal Bullion as determined by the Metal Entitlement of each class of Metal Security on each trading day.

The monetary value of each creation and redemption of each type and currency of bullion is calculated by reference to the futures benchmark price (currently COMEX for gold bullion) adjusted by an Exchange for Physical. The Exchange for Physical is determined by reference to the MSPM indices published by Morgan Stanley & Co. LLC. As a result the Company's contractual and economic monetary liability in connection with the issue of Currency-Hedged Metal Securities is matched by movements in the monetary value of the corresponding Metal Bullion and Metal Adjustment Contracts. Consequently, the Company does not have any net exposure to market price risk. Therefore, in the directors' opinion, no sensitivity analysis is required to be disclosed.

#### (e) Capital Management

The Company's principal activity is the issue and listing Currency-Hedged Metal Securities. These Currency-Hedged Metal Securities are issued and redeemed as demand requires. The Company holds a corresponding amount of Metal Bullion and Metal Adjustment Contracts which in aggregate match the total liability of the Currency-Hedged Metal Securities issued. ManJer supplies or arranges for the supply of all management and administration services to the Company and pays all management and administration costs of the Company. In return for which the Company pays ManJer a fee, which under the terms of the service agreement is equal to the aggregate of the Management Fee, Hedging Fee and creation and redemption fees earned. The Company is not subject to any capital requirements imposed by a regulator and there were no changes in the Company's approach to capital management during the year.

As all Currency-Hedged Metal Securities in issue are supported by an equivalent amount of Metal Bullion and Metal Adjustment Contracts held, and the running costs of the Company are paid by ManJer, the directors of the Company consider the capital management and its current capital resources are adequate to maintain the on-going listing and issue of Currency-Hedged Metal Securities.

#### (f) Fair Value Hierarchy

The levels in the hierarchy are defined as follows:

- Level 1 fair value based on quoted prices in active markets for identical assets.
- Level 2 fair values based on valuation techniques using observable inputs other than quoted prices within level 1.
- Level 3 fair values based on valuation techniques using inputs that are not based on observable market data.

Categorisation within the hierarchy is determined on the basis of the lowest level input that is significant to the fair value measurement of each relevant asset/liability.

The Company is required to utilise the available market price as the Currency-Hedged Metal Securities are quoted and actively traded on the open market. Therefore Currency-Hedged Metal Securities are classified as Level 1 financial liabilities.

The Company holds Metal Bullion and Metal Adjustment Contracts to support the Currency-Hedged Metal Securities as determined by the Metal Entitlement (which is calculated in accordance with an agreed formula published in the Prospectus). The Company has contractual obligations to issue and redeem Currency-Hedged Metal Securities in exchange for Metal Bullion as determined by the Metal Entitlement of each class of Metal Security on each trading day.



#### 11. Financial Risk Management (continued)

#### (g) Fair Value Hierarchy (continued)

The monetary value of each creation and redemption of each type and currency of bullion is calculated by reference to the futures benchmark price (currently COMEX for gold bullion) adjusted by an Exchange for Physical. The Exchange for Physical is determined by reference to the MSPM indices published by Morgan Stanley & Co. LLC. Therefore, Metal Bullion and Metal Adjustment Contracts are classified as level 2 assets (or liabilities), as the value is calculated using third party pricing sources supported by observable, verifiable inputs.

The categorisation of the Company's assets and (liabilities) are as shown below:

	Fair Value as at 31 December	
	2017	2016
	USD	USD
Level 1		
Currency-Hedged Metal Securities	(460,099,688)	(300,049,000)
Level 2		
Metal Bullion	461,793,069	295,921,122
Metal Adjustment Contracts	364,419	2,432,220
	462,157,488	298,353,342

The Currency-Hedged Metal Securities and Metal Bullion together with the Metal Adjustment Contracts are recognised at fair value through profit or loss upon initial recognition in line with the Company's accounting policy. There are no assets or liabilities classified in level 3. There were no reclassifications during the year.

Metal Bullion is not considered to be a financial asset; however, it has been presented here for purposes of consistency with prior periods and to show a matching between assets and liabilities.

#### 12. Ultimate Controlling Party

The immediate parent company is HoldCo, a Jersey registered company. Following completion of the acquisition which included HoldCo on 11 April 2018 the ultimate controlling party is WisdomTree Investments, Inc. Prior to 11 April 2018 Graham Tuckwell was the ultimate controlling party of HoldCo through his majority shareholding in ETF Securities Limited.

The value of the Metal Bullion and the Metal Adjustment Contracts backing the Currency-Hedged Metal Securities is wholly attributable to the holders of the Currency-Hedged Metal Securities.

#### 13. Events Occurring After the Reporting Period

Change of Ownership

On 13 November 2017, the Company announced that WisdomTree Investments, Inc (an exchange-traded product sponsor and asset manager) entered into an agreement to acquire ETF Securities Limited's European exchange-traded product business, which includes the Company. The Change of Ownership occurred on 11 April 2018.

No other significant events have occurred since the end of the reporting period up to the date of signing the Financial Statements which would impact on the financial position of the Company disclosed in the Statement of Financial Position as at 31 December 2017 or on the results and cash flows of the Company for the year ended on that date.

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