TOREVELL
&PARTNERS
WEALTH MANAGEMENT

MIFIDPRU Disclosure

October 2025

Contents

1 Introduction

Torevell & Partners is classified as a non-SNI MIFIDPRU investment firm must publicly disclose the information specified under MIFIDPRU 8 annually.

The Investment Firms Prudential Regime (IFPR) includes a set of disclosure requirements for investment firms relating to their risk management, capital adequacy and remuneration approach that will allow other market participants to assess these key pieces of information. The disclosures are to be made public for the benefit of the market.

This document is designed to satisfy those requirements by setting out the firm's risk management objectives and policies. For the avoidance of doubt, whilst this is a public document, it does not constitute a financial statement, record or opinion of the firm.

The contents of this disclosure document are based on the financial position of the Company as at **30 June 2025**, being its most recent financial year end. Torevell & Partners will reassess this disclosure annually.

2 Risk Management Policies and Objectives

The firm is a limited company owned by its directors. The Company was established in March 1997 and is authorised and regulated by the FCA as Independent Financial Advisers, register number 183210. In April 2018, the company adopted a new trading style of Torevell & Partners and this has been registered as a trademark. The company provides independent financial advice to high net worth individuals, trusts and small corporate bodies. It is authorised to handle client money and provides a safe custody service (without administration) for client assets. The company does not carry out discretionary management; it operates on an active advisory basis. The company has a strong reputation in the market place for providing quality service and has a longstanding client base. Our permitted business is advising and arranging investment business, life insurance and pensions.

The Internal Capital and Risk Assessment 'ICARA process' is the collective term for the internal systems and controls that a firm must have in place to identify and manage potential material harms that may arise from its business operations and ensure its operations can be wound down in an orderly way. It replaced the Internal Capital Adequacy Assessment Process (ICAAP) that applied to Torevell & Partners under the previous prudential regime, as an IFPRU firm.

The sensitivity analysis carried out by the firm is realistic for the size and complexity of the business; it maintains a strong financial position, as demonstrated by the large surpluses built up over several years, providing a cushion against any unforeseen events and costs. This ensures it can remain viable throughout the economic cycle, with the ability to address any potential harm from its ongoing activities; and to allow its business to wind-down in an orderly way. The management body is therefore confident that it can meet the OFAR. The relative simplicity of the business and, the robustness of its systems and controls, means that the directors are confident the firm is sufficiently capitalised to meet its objectives.

The ways in which the governing body manages the risks faces, include producing key risk information and indicators to measure and monitor performance using a heatmap approach, whereby the most material harms are identified and documented in Risk Register. The management body meets regularly and is continuously assessing the strategic direction of the firm. The effectiveness of the business risk register is continuously assessed and plays a key role in the governing body's formal discussions.

2.1 Own funds risk

'The risk that a counterparty will fail to meet its obligations.'
This relates to a firm's proprietary holdings. As the firm does not invest on its own account, credit risk is not deemed to be a consideration.

The financial resources buffer will remain and will permit the firm to operate through an economic cycle as well as be able to wind down the firm in an orderly manner should it ever be required to do so. The firm believes that its basic own funds requirement is sufficient to cover our assessment of risk of harm for ongoing operations and during wind-down. The sensitivity analysis of this report supports this assessment. Therefore, the Board is satisfied that the firm meet the own funds requirement to comply with the OFAR.

2.2 Concentration risk

Concentration risk arises when the firm's earnings are overly reliant on one or more large clients. It can also occur if the firm relies on the ongoing success of a single investment strategy. In addition, concentration risk may arise if the firm's own cash are overly exposed to a particular counterparty
Sources of revenue are monitored and reported as part of the firm's regulatory returns and we stress test to consider the impact of losing varying amounts of revenue.

Office monies are diversified across providers and office investments are in a diverse range of widely held, easily traded, open ended funds.

Sources of revenue are also monitored and reported with the firm's largest client contributing around 10% of total revenue. The firm's stress testing considers the impact of losing varying amounts of revenue.

The firm is not exposed to any trading positions – it does not deal on its own account and so concentration risk from such activities is not deemed to be a consideration.

2.3 Liquidity risk

The key risks relate to an insufficient cashflow for the company, or that the firm's assets could not be liquidated in a timely manner to meet liabilities as they fall due.
In accordance with MIFIDPRU 6.2, the Board considers that there is sufficient liquidity in the business due to the high levels of cash held and the liquid nature of the fixed asset investments, making them readily realisable and marketable. Investments are in widely held, readily traded unit trusts. Debtors represent a negligible part of net assets as product providers pay promptly on the basis of weekly statements.

Historically and currently, the company holds reserves well in excess of regulatory capital requirements. With such large surpluses over and above the regulatory requirements, a sustained sequence of negative performance or external events would be necessary to invoke recovery plans or wind-down plans.

3 Governance Arrangements

3.1 Structure

The directors take risk management seriously and have regular directors' meetings when risk may be discussed. As the company is owned and controlled by a small number of directors, there is no need to have a separate risk committee. The risk aspect of any new business propositions will be considered at an appropriate stage.

Directors must meet the regulatory requirements for a director of a financial services firm and demonstrate the skills, experience, competencies and knowledge required for the role. Along with regulatory and firm specific responsibilities for regulated roles.

The current management body has the level of knowledge and experience required. Any new appointments will be assessed against the required competencies and experience and existing Directors are regularly reassessed.

3.2 Risk reporting and management systems

There are a number of reports and processes that are employed by the firm to enable key risks to be identified, reported to appropriate personnel for consideration and, where required, action and managed. These include:

Compliance Risk Assessment
This is an assessment of all relevant risks that the firm is likely to face in the next twelve months and is performed on an annual basis to be effective at the start of the financial year. This element of the compliance plan is presented to the board for review and approval and is used as the basis for the firm's compliance monitoring for the following period.

Compliance Resource Assessment
This assessment determines the level of internal compliance resource required by the firm for the period covered by the compliance risk assessment and will identify shortfalls in resourcing that could lead to compliance weaknesses and breaches. This assessment is performed bi-annually and is reported within the compliance officer's report to the board.

Money Laundering Risk Assessment
A forward looking assessment of the risks the firm faces from money laundering and wider financial crime takes place as part of the MLRO annual report. The MLRO will use this assessment to drive the necessary anti-financial crime initiatives within the firm.

CASS Board Report
A bi-annual review of all elements of CASS relevant to the firm, including risk assessments of key banking providers and major CASS related policies. The report is presented to the full board for consideration and action as necessary.

Compliance Oversight Officer's Report
A bi-annual consideration of the standard of the firm's compliance over the preceding half year. The report is presented to the board for consideration and action as necessary.

MLRO Report
An annual consideration of the standard of the firm's anti-money laundering and other financial crime practices over the preceding half year. The report is presented to the firm's board for consideration and action as necessary.

4 Own funds

The term "own funds" refers to the regulatory capital resources which an investment firm holds to ensure that it remains financially secure. Each firm should retain a sufficient level of own funds to allow it to absorb losses incurred as a result of business stress and to enable the firm to be wound down in an orderly manner, should this be required. The own funds disclosures presented below are made in line with the template requirement set out in MIFIDPRU 8.4 and MIFIDPRU 8 Annex 1. The firm is not required to disclose its reconciliation of CET1, AT1 and T2 items (with filters and deductions applied) with the capital in the audited balance sheet, if it is not required to publish annual financial statements.

Table 1: Composition of regulatory own funds			
		Amount (£,000)	**Source based on reference numbers/letters of the balance sheet in the audited financial statements**
1	**Own funds**	**1,664**	
2	**Tier 1 capital**	**1,664**	
3	**Common equity tier 1 capital**	**1,664**	
4	Fully paid up capital instruments	102	Share capital
5	Share premium	-	n/a
6	Retained earnings	1,504	
7	Accumulated other comprehensive income	-	
8	Other reserves	38	Capital redemption reserve
9	Adjustments to CET1 due to prudent filters	-	n/a
10	Other funds	-	n/a
11	Total deductions from CET1	-	n/a
19	CET1: Other capital elements, deductions and adjustments	-	n/a
20	**Additional Tier 1 capital**	-	n/a
21	Fully paid up, directly issued capital instruments	-	n/a
22	Share premium	-	n/a
23	Total deductions from Additional Tier 1	-	n/a
24	Additional Tier 1: Other capital elements, deductions and adjustments	-	n/a
25	**Tier 2 Capital**	**-**	**n/a**
26	Fully paid up, directly issued capital instruments	-	n/a
27	Share premium	-	n/a
28	Total deductions from tier 2	-	n/a
29	Tier: Other capital element, deductions and adjustments	-	n/a

Table 2: Own funds: reconciliation of regulatory own funds to balance sheet in the audited financial statements			
		Balance sheet as in published/audited financial statements (£,000)	**Cross-reference to template OF1**
		At period end	
Assets – Breakdown of assets according to the balance sheet in the audited financial statements			
1	Tangible assets	15	
2	Fixed Asset Investments	688	
3	Debtors	609	
4	Cash at bank and in hand	1,157	
	Total Assets	**2,469**	
Liabilities – breakdown by liability according to the balance sheet in the audited financial statements			
1	Creditors falling due within one year	(860)	
	Total Liabilities	**(860)**	
Members' capital			
	Share capital	102	Item 4
	Retained earnings	1,504	Item 6
	Capital redemption reserve	38	Item 8
	Total members' capital	**1,664**	Item 1

5 Own funds requirement

The K-Factor requirement (KFR) and fixed overheads requirement (FOR) for Torevell & Partners is as follows:

	30 June 2025 *(firm's Reference date)* **£'000**
Permanent Minimum Requirement	150
K-factor requirement:	
K-AUM	126
K-CMH	1
	128
The Fixed overhead requirement (FOR) is	560

The firm's own funds requirement is the higher of these figures and is therefore £559,552 at the firm's reference date.

The firm's approach to assessing the adequacy of its own funds in accordance with the overall financial adequacy rule (OFAR) is as follows:

The firm is required to hold sufficient capital (own funds) to remain financially viable throughout the economic cycle and to be able to address any material potential harm that may arise out if its business activities, as well as to be wound down in an orderly manner.

The company has always maintained more than adequate financial resources and operates a very prudent business model. The Fixed Overhead Requirement (FOR) remains the driver for the capital requirement of the firm, this has been the case for many years. The summary table above identifies the two key components when establishing capital adequacy, namely the FOR and Tier 1 capital (the firm's actual own funds). The firm's own funds (CET1 capital) comprise share capital and audited reserves and shows that there is a comfortable surplus of capital.

6 Remuneration policy and practices

No separate remuneration committee exists; this function is undertaken by the governing body of the firm. The firm is not considered to be large enough to warrant the establishment of such a committee. The firm retains the service of a single non-executive director and apart from the external auditors and compliance consultants, does not engage the services of specialist consultants.

6.1 Remuneration policy

This policy applies to executive directors and other senior managers with a material impact on the firm's risk profile (Material Risk Takers).

The overall policy is that the remuneration of executive directors and any other Material Risk Takers (MRTs) should comply with the FCA's Remuneration Code as far as practical, with an appropriate balance being struck between financial performance and risk management.

A proportion of the remuneration of executive directors and other MRT is variable based on the firm's financial performance as a whole. In respect of MRTs, it is also based on individual performance, using predetermined targets to motivate and reward success. In years where business performance does not merit the award of a bonus, no bonus is paid.

Current material risk takers within the business have been identified as the Directors and Senior Managers of the business. There are five MRTs at the end of the reporting period.

Material Risk Takers (MRT) identified as:		
Name	**Position**	**% shareholding**
Martyn Torevell	Managing Director	60.8
Emma Holden	Director	30.2
Chris Davis	Director	0
Alex Dean-Austin	Director	0
Damian Aspin	Compliance Officer	0

Pay and performance
The executive directors receive bonuses which reflect the firm's overall net profitability. A similar approach is adopted for all other staff. The approach ensures that threshold conditions regarding sustainable levels of capital and liquidity are maintained.

There is no minimum amount of variable pay, neither are there any contractual bonus payments. The aggregate amount of variable pay in the 2025 performance period, as a percentage of MTR's aggregate salary was 34%.

Aggregate remuneration data:
The total fixed pay to employees (including MRTs) in the year ended 30 June 2025 was £1,529k, total non-deferred variable pay was £470k (24% of fixed pay).

Details of remuneration paid is as follows:

	Senior Managers (£'000)	Other MRTs (£'000)	Other Staff (£'000)	**Total (£'000)**
Fixed pay	681	-	848	**1,529**
Variable pay	344	-	126	**470**
Total	1,025	-	974	**1,999**