

Company Registration No. 3958476

Interactive Brokers (U.K.) Limited

Report and Financial Statements

31 December 2008

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Interactive Brokers (U.K.) Limited

Report and financial statements 2008

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Interactive Brokers (U.K.) Limited

Officers and professional advisers

Directors

Thomas Peterffy
Yograj Aggarwal
Gerald Perez
Jonathan Chait

Secretary

Paul Brody

Registered office

One Carey Lane
Fifth Floor
London EC2V 8AE

Bankers

Citigroup, N.A.
Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB

Solicitors

Clifford Chance
200 Aldersgate Street
London EC1A 4JJ

Auditors

Deloitte LLP
London

Interactive Brokers (U.K.) Limited

Directors' report

The directors present their annual report, together with the financial statements and auditors' report for the year ended 31 December 2008.

ACTIVITIES AND REVIEW OF DEVELOPMENTS

Interactive Brokers (U.K.) Limited (the "Company") offers execution and clearing broking services in equity and derivative products to European private and institutional clients. Interactive Brokers (U.K.) Limited has been authorised to carry out investment business by the Financial Services Authority since 6 February 2002. The firm is a member of the London Stock Exchange, Irish Stock Exchange, IDEM Borsa Italiana, the Italian derivatives exchange, MexDer, Chi-X, and MEFF, the Spanish derivatives exchange. It is also a general clearing member of London Clearing House for LSE, NYSE LIFFE, EDX and the Virt-x exchange.

RESULTS AND DIVIDENDS

The directors' report a profit after taxation of £1,280,345 for the year ended 31 December 2008 (2007: £1,976,470). No dividends are proposed (2007 - £nil).

FUTURE PROSPECTS

The directors do not anticipate any change to the company's activities for the foreseeable future.

BUSINESS REVIEW

Overall, pre-tax profit decreased by 34% or £1.0 million to £1.8 million for the year ended 31 December 2008 from £2.75 million for the year ended 2007. The decrease in pre-tax profits was primarily due to decreases in customer cash and margin balances and a decrease in trade volume.

For the year ended 31 December 2008, total trade value on the London Stock Exchange ("LSE") decreased approximately 56% or £13.1 million to £10.4 million from 31 December 2007. Futures volume decreased by 10% or 0.1 million contracts to 0.7 million contracts for the year ended 31 December 2008. For the year ended 31 December 2008 options volume increased by 18% or 1.8 million contracts to 12.1 million contracts from 10.3 million contracts for the year ended 31 December 2007. The number of customer accounts grew by approximately 23% or approximately 5,807 to approximately 31,207 in 2008.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Operational risk

Management takes appropriate steps to minimise the impact of operational risks faced by the Company.

Market Risk

Market risk is inherent to the investment in government bonds and, accordingly, the scope of the Company's market risk management procedures includes all market risk-sensitive financial instruments. The Company's exposure to market risk is directly related to its role as a financial intermediary in customer trading transactions.

Credit risk

The Company's credit risk is primarily attributable to its trade receivables. Credit risk is mitigated through the rigorous assessment of all new clients and through an annual review of the creditworthiness of existing clients.

Interactive Brokers (U.K.) Limited

Directors' report (Continued)

Liquidity and cash flow risk

The Company has established liquidity procedures for measuring funding requirements and identifying potential liquidity mismatches. The company maintains a highly liquid balance sheet. The majority of our assets consist of cash and collateralised receivables, primarily consisting of receivables from clearing houses for settlement of securities transactions via inter company balances.

Going Concern

The Company is part of IBG LLC, formerly known as Interactive Brokers Group LLC. The Company may rely on funding from the Group to provide sufficient capital resources and liquidity to meet its obligations as they fall due. After making inquiries about the continued availability of the Group funding, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. As a consequence, the directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook. Note 21 to the financial statements includes the company's objectives, policies and processes for its financial risk management objectives. Accordingly, the Directors continue to adopt the going concern basis in preparing the annual report and financial statements.

DIRECTORS

Thomas Peterffy, Gerald Perez, Yograj Aggarwal and Jonathan Chait have been directors of the Company throughout the year.

AUDITORS

Each of the persons who is a director at the date of approval of this report confirms that:

- (1) so far as the director is aware there is no relevant audit information of which the Company's auditors are unaware; and
- (2) the director has taken all the steps that he/she ought to have taken as a director in order to make himself / herself, aware of any relevant audit information and to establish that the Company's auditors are aware of the information.

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985. Deloitte LLP have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



Gerald Perez
Director

24 March 2009

Gerald Perez
Managing Director
Interactive Brokers (U.K.) Limited

Interactive Brokers (U.K.) Limited

Statement of directors' responsibilities

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

Company law requires the directors to prepare the financial statements for each financial year. Under the law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 those 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 U.K. Accounting Standards have been followed; and
- prepare the financial statements on the 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 the Companies Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF INTERACTIVE BROKERS (U.K.) LIMITED

We have audited the financial statements of Interactive Brokers (U.K.) Limited for the year ended 31 December 2008 which comprise the profit and loss account, the balance sheet and the related notes 1 to 22. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditors' 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.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as set out in the statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether, in our opinion, the information given in the Directors' Report is consistent with the financial statements.

In addition, we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all of the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF INTERACTIVE
BROKERS (U.K.) LIMITED (CONTINUED)**

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

Deloitte LLP

Deloitte LLP

Chartered Accountants and Registered Auditors
London, United Kingdom

25th March 2009

Interactive Brokers (U.K.) Limited

Profit and loss account Year ended 31 December 2008

	Note	2008 £	2007 £
Turnover		7,501,055	8,104,257
Administrative expenses		(5,777,588)	(6,746,345)
Other operating (expense)/income		<u>(1,158,644)</u>	<u>706,750</u>
Operating profit	2,3	564,823	2,064,662
Interest receivable	6	2,774,366	3,793,165
Interest payable	7	<u>(1,521,076)</u>	<u>(3,100,666)</u>
Profit on ordinary activities before taxation		1,818,113	2,757,161
Tax on profit on ordinary activities	8	<u>(537,768)</u>	<u>(780,691)</u>
Profit on ordinary activities after taxation and profit for the financial year		<u><u>1,280,345</u></u>	<u><u>1,976,470</u></u>

The company has no recognised gains or losses other than the results stated above; hence a statement of total recognised gains and losses is not presented.

All activities are derived from continuing operations.

Interactive Brokers (U.K.) Limited

Balance sheet As at 31 December 2008

	Note	2008 £	2007 £
FIXED ASSETS			
Tangible assets	9	102,009	120,982
Investments - available for sale	10	297,619	297,619
		<u>399,628</u>	<u>418,601</u>
CURRENT ASSETS			
Deferred taxation	15	131,959	68,697
Debtors	11	57,463,675	18,733,981
Investments	12	-	80,344,170
Prepayments		54,736	39,055
Cash at bank and in hand		2,275,159	3,243,942
		<u>59,925,530</u>	<u>102,429,845</u>
CREDITORS: amounts falling due within one year	13	<u>(38,400,421)</u>	<u>(82,245,978)</u>
NET CURRENT ASSETS		<u>21,525,108</u>	<u>20,183,867</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>21,924,736</u>	<u>20,602,468</u>
Creditors: amounts falling due after one year	14	<u>(113,941)</u>	<u>(72,018)</u>
NET ASSETS		<u>21,810,795</u>	<u>20,530,450</u>
CAPITAL AND RESERVES			
Called up share capital	16	79,332	79,332
Capital contribution	18	14,220,668	14,220,668
Profit and loss account	18	7,510,795	6,230,450
EQUITY SHAREHOLDERS' FUNDS	17	<u>21,810,795</u>	<u>20,530,450</u>

The financial statements were approved by the Board of Directors and authorised for issue on 24 March 2009. They were signed on behalf of the Board of Directors by:



Gerald Perez
Director

Gerald Perez
Managing Director
Interactive Brokers (U.K.) Limited

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

1. Accounting policies

The financial statements are prepared under the historical cost convention as modified by the valuation of current asset investments at market value and in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

The financial statements have been prepared on a going concern basis as set out on the Director's Report on page 3.

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Tangible fixed assets

Tangible assets are stated at cost net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost of each asset on a straight-line basis over its expected useful life as follows:

Leasehold improvements	over the lease period
Fixtures and fittings	7 years
Computer equipment	3 years

Financial assets

Financial assets are classified into financial assets at fair value through profit or loss, available for sale investments or loans and receivables.

Financial assets at fair value through profit or loss – financial assets that the Company designates on initial recognition as being at fair value through profit or loss are recognised at fair value, with transaction costs being recognised in the profit and loss account and that are subsequently measured at fair value. Gains and losses on financial assets that are designated as at fair value through profit or loss are recognised in the profit and loss account as they arise. The net gain or loss recognised in profit or loss incorporates the interest earned on the financial asset. Fair value is determined in the manner described in Note 21.

Available for sale investments – The investment in London Clearing House is classified as available for sale and is stated at fair value. Fair value is determined in the manner described in Note 21. Gains and losses arising from changes in fair value are recognised directly in the investment revaluation reserve with the exception of impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets which are recognised directly in profit or loss. Where an investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in the investments revaluation reserve is included in profit or loss for the period.

Loans and receivables – non-derivative financial assets with fixed or determinable repayments that are not quoted in an active market are classified as loans and receivables.

Loans and receivables are initially recognised at fair value plus directly related transaction costs. They are subsequently measured at amortised cost using the effective interest method less any impairment losses. Interest is recognised by applying the effective interest rate, except for short-term receivables when recognition of interest would be immaterial.

Impairment of financial assets

The Company assesses at each balance sheet date whether there is any objective evidence that a financial asset or group of financial assets, other than those at fair value through profit or loss, is impaired. A financial asset or portfolio of financial assets is impaired and an impairment loss incurred if there is objective evidence that an event or events since initial recognition of the asset have adversely affected the amount or timing of future cash

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

1. Accounting policies (continued)

Impairment of financial assets (continued)

flows from the asset. For loans and receivables, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss assets or for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment reversed does not exceed what the amortised cost would have been, had the impairment not been recognised.

In respect of available-for-sale equity securities, any subsequent increase in fair value after an impairment loss is recognised directly in equity.

Debt and equity

Debt and equity instruments are classified according to the substance of the contractual arrangements entered into.

Financial liabilities

Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss are initially measured at fair value and subsequently stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability. The Company does not have any financial liabilities at fair value through profit or loss.

Other financial liabilities

Other financial liabilities are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate, a shorter period, to its initial carrying value.

Share-based payments

The Company operates equity-settled share-based payments schemes to certain employees whereby the employee are awarded stock units in the parent company. Under FRS 20: Share Based Payments, the equity-

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

1. Accounting policies (continued)

Share-based payments (continued)

settled share based payments are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of the grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed over seven years, with 10% of the cost being expensed in the first year and 15% of the cost in each of the succeeding six years, based on the Company's estimate of the shares that will eventually vest, adjusted for the effect of non-market based vesting conditions. Fair value is measured based on the market value of parent company shares at grant date.

Turnover

Turnover is recognised on an accrual basis and represents commission earned from agency trades.

Interest receivable and payable

Interest receivable and payable are recognised on an accrual basis based on the contracted interest rate.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Sterling is the Company's functional and presentational currency. Transactions in foreign currencies are translated into sterling at the rates of exchange ruling at the dates of the transactions. Exchange differences are included in the profit and loss account.

Cash flow statement

The company has taken advantage of the exemption from preparing a cash flow statement under paragraph 5 (a) of Financial Reporting Standard No. 1.

Taxation

Current taxation is provided at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is recognised in respect of all timing differences that have originated but not reversed, at the balance sheet date, where transactions or events that resulted in an obligation to pay more tax in the future or a right to pay less in the future tax have occurred at the balance sheet date. Timing differences are differences between the company's taxable profit and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognized in the financial statements.

Client money

Client money is held by the Company's affiliate, Interactive Brokers LLC. Such money and the corresponding liabilities to clients are not reflected in the Company's balance sheet.

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

2. Operating profit

Operating profit is stated after charging/(crediting)

	2008 £	2007 £
Clearing fees payable	647,895	1,548,908
Exchange fees payable	2,258,004	2,650,051
Depreciation	18,973	18,973
Foreign exchange loss	1,193,673	88,116
Net unrealised loss/(gain) on revaluation of German government bonds - fair value through profit or loss	22,671	(514,478)
Fees payable to the Company's auditors for the audit of the Company's annual accounts	<u>17,625</u>	<u>35,250</u>

3. Employee information including directors

	2008 No.	2007 No.
Employees:		
Sales	4	4
Information technology	2	2
Compliance	2	2
Administration	<u>1</u>	<u>1</u>
	<u>9</u>	<u>9</u>
	£	£
Staff costs including directors:		
Wages and salaries	1,025,369	678,257
Social security costs	<u>112,111</u>	<u>99,440</u>
	<u>1,137,480</u>	<u>777,697</u>

The average monthly number of employees in the year was nine (2007: nine).

4. Directors' emoluments

	2008 £	2007 £
Emoluments	<u>471,386</u>	<u>486,071</u>
	£	£
Remuneration of the highest paid director:		
Emoluments	189,118	249,000
Stock incentive compensation	68,140	31,786
Pension contributions	<u>3,900</u>	<u>3,900</u>
	<u>261,158</u>	<u>284,686</u>

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

5. Share-based payments

The Company has a stock compensation plan which is a new scheme introduced in 2007 to increase the emphasis on stock based incentive compensation and align the compensation of its key employees with the long term interest of stakeholders.

The Stock Incentive Plan ("SIP Plan") and 2007 ROI Unit Stock Plan ("2007 ROI Unit Stock Plan") provide for a portion of certain key employee compensation to be granted in the form of stock units. Under the SIP Plan and 2007 ROI Unit Stock Plan, stock units granted to employees have various vesting provisions and generally convert to common stock within seven years. Such units are restricted from sale, transfer or assignment until the end of the restriction period. The number of stock units credited is the function of the amount awarded to each participant and the closing fair market value of the parent company common stock on grant date. During the year ended 31 December 2008, the Company recognised compensation expenses of £122,202 related to these plans. As at 31 December 2008 there are £262,469 of total unrecognised compensation costs related to stock based compensation granted under the SIP Plan which is expected to be recognised over a weighted average period of approximately seven years.

	The Stock Incentive Plan Shares	2007 ROI Unit Stock Incentive Plan Shares
Balance, December 31, 2007	15,226	8,047
Granted	15,640	-
Fofeited by employees	(73)	-
Distributed to employees	(1,978)	(1,341)
Balance, December 31, 2008	<u>28,815</u>	<u>6,706</u>

6. Interest receivable

	2008 £	2007 £
Balances with London Clearing House	1,143,209	1,801,436
Balances at bank	213,172	98,879
German government bonds	292,340	776,099
Inter-company balances	<u>1,125,645</u>	<u>1,116,751</u>
	<u>2,774,366</u>	<u>3,793,165</u>

7. Interest payable

	2008 £	2007 £
Balances with London Clearing House	8,511	37,576
Inter-company balances	<u>1,512,565</u>	<u>3,063,090</u>
	<u>1,521,076</u>	<u>3,100,666</u>

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

8. Tax charge on profit on ordinary activities

	2008 £	2007 £
Analysis of tax charge on ordinary activities		
United Kingdom corporation tax at 28.5% (2007: 30%)	604,249	849,801
Prior year adjustment	<u>(3,219)</u>	<u>(19,602)</u>
	601,030	830,199
Deferred Tax:		
Current year	(72,738)	13,455
Prior year adjustment	<u>9,476</u>	<u>(62,963)</u>
Current tax charge for period	<u>537,768</u>	<u>780,691</u>
Factors affecting tax charge for the current period		
Profit on ordinary activities before tax	<u>1,818,113</u>	<u>2,757,161</u>
Tax at 28.5% (2007: 30%) thereon:	518,162	827,148
Expenses not deductible for tax purposes	518	1,500
Depreciation in excess of capital allowances	413	2,803
Other short term timing differences	73,606	18,350
Adjustment in respect of prior years	<u>8,331</u>	<u>(19,602)</u>
Current tax for period	<u>601,030</u>	<u>830,199</u>

9. Tangible fixed assets

	Leasehold improvements	Fixtures and fittings	Computer equipment	Total
	£	£	£	£
Cost				
At 1 January 2008	104,755	65,122	-	169,877
At 31 December 2008	<u>104,755</u>	<u>65,122</u>	-	<u>169,877</u>
Depreciation				
At 1 January 2008	24,981	23,914	-	48,895
Charge for the year	<u>9,670</u>	<u>9,303</u>	-	<u>18,973</u>
At 31 December 2008	<u>34,651</u>	<u>33,217</u>	-	<u>67,868</u>
Net book value				
At 31 December 2008	<u>70,104</u>	<u>31,905</u>	-	<u>102,009</u>
At 31 December 2007	<u>79,774</u>	<u>41,208</u>	-	<u>120,982</u>

10. Fixed asset investments – available for sale

	2008 £	2007 £
Fixed asset investment - available for sale	<u>297,619</u>	<u>297,619</u>

The fixed asset investments relate to the Company's shareholding in the London Clearing House. The holding is classified as available for sale and is stated at fair value. The cost of the investment approximates the fair value as the shares are not quoted in an active market, are not transferable and are required for the Company to be able to conduct its business. The Company has no intention to dispose of the shares.

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

11. Debtors

	2008 £	2007 £
Trade debtors	57,269,309	16,741,789
Amounts owed from group undertakings	5,631	37,399
UK Corporation Tax Asset	127,373	-
Other debtors	61,363	1,954,793
	<u>57,463,675</u>	<u>18,733,981</u>

12. Current asset investments – fair value through profit or loss

	2008 £	2007 £
German government bonds	-	78,570,348
Accrued interest on government bonds	-	1,773,822
	<u>-</u>	<u>80,344,170</u>

At December 31, 2008, The Company did not have any investments. The prior period balance represents investments in German government bonds that had been classified as a current asset investment, they were valued at market value at the year-end.

13. Creditors: amounts falling due within one year

Other financial liabilities:

	2008 £	2007 £
Bank overdraft	-	2,250,366
Amounts owed to group undertakings	37,698,947	78,932,467
UK Corporation Tax	-	336,597
Accruals and deferred income	701,474	726,548
	<u>38,400,421</u>	<u>82,245,978</u>

14. Creditors: amounts falling due after one year

Other financial liabilities:

	2008 £	2007 £
Employee incentive plan	113,941	72,018
	<u>113,941</u>	<u>72,018</u>

The employee incentive plan is a performance-related plan that allocates payments to certain employees over a five-year term. The costs relating to the plan are accrued on a monthly basis until it becomes payable in 2009.

Interactive Brokers (U.K.) Limited

Notes to the accounts As at 31 December 2008

15. Deferred taxation

	2008	2007
	£	£
At 1 January	68,697	19,189
Charge to the profit and loss account	<u>63,262</u>	<u>49,508</u>
At 31 December	<u><u>131,959</u></u>	<u><u>68,697</u></u>

Analysis of deferred taxation balance:

	2008	2007
	£	£
Depreciation in excess of capital allowance	(5,054)	(5,850)
Short term timing differences	<u>137,013</u>	<u>74,547</u>
Deferred tax assets recognised	<u><u>131,959</u></u>	<u><u>68,697</u></u>

16. Share capital

	2008	2007
Authorised:		
A ordinary shares of £1 each	1,100	1,100
B ordinary shares of €1 each	<u>125,000</u>	<u>125,000</u>
	2008	2007
	£	£
Allotted, called up and fully paid:		
700 A ordinary shares of £1 each (2007: 700 A ordinary share of £1 each)	700	700
125,000 B ordinary shares of €1 each (2007: 125,000 B ordinary shares of €1 each)	<u>78,632</u>	<u>78,632</u>
	<u><u>79,332</u></u>	<u><u>79,332</u></u>

Class A and B shares rank pari passu and have one vote per share, no preferential dividend rights, no redemption rights and an unlimited right to share in any surplus remaining on the winding up of the company.

17. Reconciliation of movements in shareholders' funds

	2008	2007
	£	£
Shareholders' funds as at 1 January	20,530,450	18,553,980
Profit for the financial year	<u>1,280,345</u>	<u>1,976,470</u>
Shareholders' funds as at 31 December	<u><u>21,810,795</u></u>	<u><u>20,530,450</u></u>

18. Statement of movements on reserves

	Capital contribution	Profit and loss account	Total
	£	£	£
Balance at 1 January 2008	14,220,668	6,230,450	20,451,118
Profit for the financial year	-	<u>1,280,345</u>	<u>1,280,345</u>
Balance at 31 December 2008	<u><u>14,220,668</u></u>	<u><u>7,510,795</u></u>	<u><u>21,731,463</u></u>

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Notes to the accounts As at 31 December 2008

19. Client money

At 31 December 2008, client money held at an affiliated company on behalf of the Company's clients amounted to £776,668,054 (2007: £495,807,915).

20. Immediate and ultimate controlling company and related party disclosures

The Company's immediate and ultimate controlling party is IBG LLC, a company incorporated in the USA. This is the largest group in which the results of the company are consolidated. Copies of the IBG LLC financial statements are available from 2 Pickwick Plaza, Greenwich, Connecticut, 06830, United States of America.

The Company has taken advantage of the exemption from reporting related party transactions with group undertakings under paragraph 3(d) of Financial Reporting Standard No. 8.

21. Financial instruments and risk management

Overall

The Company's principal business activities result in exposure to market and credit risks. In addition, the Company is subject to liquidity and cash flow risks. Effective identification, assessment and management of these risks are critical to the success and stability of the Company. As a result, comprehensive risk management procedures have been established to identify, monitor and control each of these major risks.

At the parent company level, various management committees have been established that have responsibilities for monitoring and oversight of its activities and risk exposures of the companies within the Group.

Market risk

Market risk generally represents the risk of loss that may result from the potential change in the value of a financial instrument as a result of fluctuations in bond prices. Market risk can be exacerbated in times of illiquidity where market participants refrain from transacting in normal quantities and/or at normal bid-offer spreads. Market risk is inherent to the investment in government bonds and, accordingly, the scope of the Company's market risk management procedures includes all market risk-sensitive financial instruments.

The Company's exposure to market risk is directly related to its role as a financial intermediary in customer trading transactions.

Brokerage activities expose the Company to credit risks. These risks are managed in accordance with established risk management policies and procedures. To accomplish this, management has established a risk management process that includes:

- A regular review of the risk management process by the executive management as part of their oversight role;
- Defined risk management policies and procedures supported by a rigorous analytic framework; and
- Articulated risk tolerance levels as defined by executive management that are regularly reviewed to ensure that the Company's risk-taking is consistent with its business strategy, capital structure, and current and anticipated market conditions.

The Company is exposed to risk of loss if a counterparty or issuer fails to perform its obligations under contractual terms ("default risk"). The Company has established policies and procedures for reviewing and

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Notes to the accounts As at 31 December 2008

21. Financial instruments and risk management (continued)

Market risk (continued)

establishing limits for credit exposure, maintaining collateral, and continually assessing the creditworthiness of counterparties.

In the normal course of business, the Company executes, settles and finances various customer securities transactions. Execution of these transactions includes the purchase and sale of securities by the Company that exposes the Company to default risk arising from the potential that customers or counterparties may fail to satisfy their obligations. In these situations, the Company may be required to purchase or sell financial instruments at unfavourable market prices to satisfy obligations to other customers or counterparties. The Company seeks to control the risks associated with its customer margin activities by requiring customers to maintain collateral in compliance with regulatory and internal guidelines.

As of 31 December 2008, the Company did not have past due or impaired receivables and the receivables are expected to be recovered during the normal course of business. The carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk without taking into account the value of any collateral obtained.

Concentrations of credit risk

The Company's exposure to credit risk associated with its brokerage and other activities is measured on an individual counterparty basis, as well as by groups of counterparties that share similar attributes.

Concentrations of credit risk can be affected by changes in political, industry, or economic factors. To reduce the potential for risk concentration, credit limits are established and monitored in light of changing counterparty and market conditions. As of 31 December 2008, the Company did not have any material concentrations of credit risk.

Liquidity risk

Liquidity risk is the risk that an entity may encounter difficulty in realising assets or otherwise raising funds to meet commitments associated with financial instruments. The Company has established liquidity procedures for measuring funding requirements and identifying potential liquidity mismatches.

The company maintains a highly liquid balance sheet. The majority of our assets consist of investment in government bonds and inter company balances.

The following table details the Company's expected maturity for its non-derivative financial assets and remaining contractual maturity for its non-derivative financial liabilities. The tables below have been drawn up based on the undiscounted contractual maturities of the financial assets and financial liabilities including interest that will be earned on or accrue to those assets and liabilities except where the Company anticipated that the cash flow will occur in a different period.

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Notes to the accounts As at 31 December 2008

21. Financial instruments and risk management (continued)

Liquidity risk (continued)

2008	Weighted average effective interest rate %	Less than 1 month £	1 – 3 months £	3 months to 1 year £	More than 1 year £	Total £
Financial assets						
Non interest bearing	-	194,367	-	-	297,619	491,986
Variable interest rate instruments	0.61	57,269,309	-	-	-	57,269,309
Fixed interest rate instruments	1.13	2,275,160	-	-	-	2,275,160

Financial liabilities

Non interest bearing	-	-	701,474	-	-	701,474
Variable interest rate instruments	2.00	37,698,947	-	-	-	37,698,947

2007

	Weighted average effective interest rate %	Less than 1 month £	1 – 3 months £	3 months to 1 year £	More than 1 year £	Total £
Financial assets						
Non interest bearing	-	39,145	-	-	297,619	336,764
Variable interest rate instruments	3.48	99,078,150	-	-	-	99,078,150
Fixed interest rate instruments	4.44	3,243,943	-	-	-	3,243,943

Financial liabilities

Non interest bearing	-	-	726,638	336,597	72,018	1,135,253
Variable interest rate instruments	3.98	81,182,833	-	-	-	81,182,833

Fair value of financial instruments

At 31 December 2008 and 2007, the carrying amount of all the Company's financial assets and financial liabilities were carried at fair value or at amounts that approximate fair value. The fair value for German Investment bonds is based on the quoted market price at the balance sheet date while the cost of investment in London Clearing House ("LCH") is deemed to approximate fair value as the shares of LCH is not quoted in an active market and the shares are non-transferable and can only be realised at cost upon cessation of the Company's operation. The carrying amount of other financial assets and financial liabilities approximate fair value due to their maturities of less than 1 year.

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21. Financial instruments and risk management (continued)

Categories of financial instruments

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instruments are disclosed in Note 1 to the accounts.

	2008 £	2007 £
Financial assets		
Cash	2,275,159	3,243,942
Fair value through profit or loss	-	80,344,170
Available for sale	297,619	297,619
Loans and receivables	<u>57,463,675</u>	<u>18,773,981</u>
Financial liabilities		
Amortised cost	<u>38,514,362</u>	<u>82,317,996</u>

22. Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the equity balance. The Company's overall strategy remains unchanged from 2007. During the year and prior year, the Company complied with the Financial Services Authority minimum capital requirements.

The capital structure of the Company consists of shareholders' equity comprising issued capital and retained earnings as disclosed in note 16 and 17.