

Aurum Atlas Sterling Fund Ltd.

Annual Report and Audited Financial Statements

For the year ended 31 December 2011

Aurum Atlas Sterling Fund Ltd.
Annual Report and Audited Financial Statements
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Aurum Atlas Sterling Fund Ltd.

Directors and service providers

Company	Aurum Atlas Sterling Fund Ltd. Aurum House 35 Richmond Road PO Box HM 1806 Hamilton HM 08 Bermuda Tel: (1) (441) 292 6952 Fax: (1) (441) 295 4164
Directors	Dudley R Cottingham W Roger Davidson* Tina Gibbons Adam Sweidan Adam Hopkin Christopher C Morris S Arthur Morris Meliosa O’Caoimh*
Custodian	Northern Trust Fiduciary Services (Ireland) Limited George's Court 54 - 62 Townsend Street Dublin 2 Ireland Tel: (353) (1) 542 2000 Fax: (353) (1) 542 2920
Promoter and Investment Advisor	Aurum Fund Management Ltd. Aurum House 35 Richmond Road PO Box HM 1806 Hamilton HM 08 Bermuda Tel: (1) (441) 292 6952 Fax: (1) (441) 295 4164
Administrator	Northern Trust International Fund Administration Services (Ireland) Limited George's Court 54 - 62 Townsend Street Dublin 2 Ireland Tel: (353) (1) 542 2000 Fax: (353) (1) 542 2920

*Non-Executive Directors

Aurum Atlas Sterling Fund Ltd.

Directors and service providers (continued)

**Bermuda
Administrator,
Registrar and
Secretary**

Global Fund Services Ltd.
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P.O. Box HM 1806
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**Independent
Auditor**

KPMG
Chartered Accountants
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**Sponsoring
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Aurum Atlas Sterling Fund Ltd.

Directors' Report

The Directors have the pleasure to present the audited annual accounts of Aurum Atlas Sterling Fund Ltd. (the "Company") for the year ended 31 December 2011 and report as set out herein in respect of matters required by the Irish Stock Exchange and Bermuda Stock Exchange listing regulations.

At 31 December 2011, the Net Asset Value per Participating Share was £90.46 (2010: £101.20).

No dividends have been declared in the year ended 31 December 2011 (2010: £Nil) and the Directors do not recommend the payment of any dividends for the year ended 31 December 2011 (2010: £Nil).

The Company is a Feeder Fund which invests solely, apart from currency hedging, in the Participating Shares of Aurum Atlas Fund Ltd. (the "Master Fund"). The Company's investment objective is to achieve long term capital growth by investing its assets in Participating Shares of the Master Fund.

The annual report and audited financial statements of the Master Fund for the year ended 31 December 2011 are sent to all Shareholders with the accounts of the Company.



Dudley R Cottingham
Director

25 April 2012

Aurum Atlas Sterling Fund Ltd.

Independent Auditor's Report to the Members of Aurum Atlas Sterling Fund Ltd.

We have audited the accompanying financial statements of Aurum Atlas Sterling Fund Ltd. (the "Company"), which comprise the Statement of Financial Position, the Portfolio Statement as at 31 December 2011, the Statement of Comprehensive Income, the Statement of Changes in Net Assets Attributable to Holders of Participating Shares, the Statement of Cash Flows for the year then ended, and the Notes to the Financial Statements.

This report is made solely to the shareholders of the Company, as a body, in accordance with the terms of our engagement. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the shareholders, as a body, for the audit work, for the report or for the opinion we have formed.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

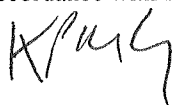
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with relevant ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2011 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.



KPMG
Chartered Accountants

25 April 2012

1 Harbourmaster Place
International Financial Services Centre
Dublin 1
Ireland

Aurum Atlas Sterling Fund Ltd.

Portfolio Statement as at 31 December 2011

Fund	2011			2010		
	Nominal Holding	Fair Value £	% of NAV	Nominal Holding	Fair Value £	% of NAV
Aurum Atlas Fund Ltd.	15,481	911,794	101.19	18,651	1,219,729	99.63
Current Assets		0	0.00		4,492	0.37
Total Assets		911,794	101.19		1,224,221	100.00
Liabilities		(10,699)	(1.19)		0	0.00
Net Assets		901,095	100.00		1,224,221	100.00

The accompanying notes form part of these financial statements.

Aurum Atlas Sterling Fund Ltd.

Statement of Comprehensive Income for the year ended 31 December 2011

16 November 2009 to 31 December 2010		Notes	2011
£			£
	Income from financial assets at fair value through profit or loss	2	
59,189	Net unrealised capital gain/(loss) on investments and currencies		(106,757)
(47,304)	Net realised capital loss on investments and currencies		(7,021)
	Total income from financial assets at fair value through profit or		
11,885	loss		(113,778)
	Expenses	2	
22	Net interest expense		1
22	Operating expenses		1
	Change in net assets attributable to holders of Participating		
11,863	Shares resulting from operations		(113,779)

The accompanying notes form part of these financial statements.

Aurum Atlas Sterling Fund Ltd.

Statement of Financial Position as at 31 December 2011

2010 £	Notes	2011 £
Assets		
Financial assets at fair value through profit or loss		
1,219,729 Investments at fair value	2	911,794
Loans and receivables		
4,492 Cash and cash equivalents	2	0
1,224,221 Total Assets		911,794
Liabilities		
Financial liabilities measured at amortised cost		
0 Bank overdraft	2,5	10,699
Total Liabilities (excluding amounts attributable to holders of 0 Participating Shares)		10,699
Net Assets attributable to holders of Participating and Sponsor		
1,224,221 Shares	4	901,095
1,224,220 Net Assets attributable to holders of Participating Shares	6	901,094
1 Net Assets attributable to holders of Sponsor Shares	4	1
12,096.93 Participating Shares outstanding (number of shares)	4	9,960.86
101.20 Net Asset Value per Participating Share	6	90.46

These financial statements were approved by the Directors on 25 April 2012 and signed on their behalf by:


D.R. Cottingham

Director


C.C. Morris

Director

The accompanying notes form part of these financial statements.

Aurum Atlas Sterling Fund Ltd.

Statement of Changes in Net Assets Attributable to Holders of Participating Shares for the year ended 31 December 2011

	Total £
Balance at 1 January 2011	1,224,220
Change in net assets attributable to holders of participating shares resulting from operations	(113,779)
Redemptions during the year	(209,347)
Balance at 31 December 2011	901,094
Balance at 16 November 2009	0
Change in net assets attributable to holders of participating shares resulting from operations	11,863
Subscriptions during the period	1,458,931
Redemptions during the period	(246,574)
Balance at 31 December 2010	1,224,220

The accompanying notes form part of these financial statements.

Aurum Atlas Sterling Fund Ltd.

Statement of Cash Flows for the year ended 31 December 2011

16 November 2009 to 31 December 2010	2011
£	£
Cash flows from operating activities	
Change in net assets attributable to holders of participating	
11,863 shares resulting from operations	(113,779)
(1,543,484) Purchase of investments	(120,140)
335,641 Proceeds from sales of investments and currencies	314,297
Adjustment for non cash items	
(11,885) Net (gain)/loss on investments and currencies	113,778
(1,207,865) Net cash (used in)/received from operating activities	194,156
Cash flows from financing activities	
1,458,931 Issue of shares	0
(246,574) Redemption of shares	(209,347)
1,212,357 Net cash inflow/(outflow) from financing activities	(209,347)
4,492 Net increase/(decrease) in cash and cash equivalents	(15,191)
0 Cash and cash equivalents at the beginning of the period/year	4,492
4,492 Cash and cash equivalents at the end of the period/year	(10,699)
Supplementary Information	
(22) Net interest paid	(1)

The accompanying notes form part of these financial statements.

Aurum Atlas Sterling Fund Ltd.

Notes to the Financial Statements for the year ended 31 December 2011

1 General

Aurum Atlas Sterling Fund Ltd. (the “Sterling Fund” or the “Company”) was incorporated in Bermuda on 16 November 2009 under the Companies Act 1981 as amended and acts as an investment company. Shares of the Sterling Fund are denominated in sterling. The Sterling Fund is one of three Feeder Funds comprising the Sterling Fund, Aurum Atlas Euro Fund Ltd. (the “Euro Fund”) and Aurum Atlas Dollar Fund Ltd. (the “Dollar Fund”) that invest in Aurum Atlas Fund Ltd. (the “Master Fund”). The other Feeder Funds have Euro and US Dollar denominated shares respectively.

The Feeder Funds must solely invest into Participating Shares of the Master Fund, except in the case of the Sterling and Euro Funds in respect of currency hedging. The Participating Shares of the Master Fund are valued in US dollars. The Sterling and Euro Funds whilst investing into US dollar denominated Participating Shares of the Master Fund will, by appropriate currency hedging, seek to protect the value of their shares in sterling and euro terms respectively irrespective of movements in currency values between the US dollar and their respective currencies. The Master Fund pays the fees of the Administrators, Custodian, the Investment Advisor, audit, formation and minor out of pocket expenses and Directors’ fees of all funds. Each Fund will otherwise bear its own costs and liabilities.

The Company’s investment objective is to achieve long term capital growth by investing in the Participating Shares of the Master Fund. The annual report and audited financial statements of the Master Fund for the year ended 31 December 2011 are attached and should be read in conjunction with these financial statements.

The audited financial statements were approved by the Board of Directors on 25 April 2012.

2 Principal Accounting Policies

The principal accounting policies which have been applied are set out below.

Statement of Compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and interpretations of IFRS adopted by the International Accounting Standards Board (IASB).

Basis of Preparation

The financial statements are presented in the currency of the primary economic environment in which the Company operates, which is sterling, reflecting the fact that the redeemable Participating Shares are issued in sterling and the Company’s operations are primarily conducted in sterling. They are prepared on a fair value basis for financial assets and financial liabilities at fair value through profit or loss. All other assets and liabilities are stated at amortised cost.

The accounting policies have been applied consistently by the Company and are consistent with those used in the previous period.

Changes in accounting policy and disclosures

A number of new standards, amendments to standards and interpretations of IFRS are effective for annual periods beginning after 1 January 2011. None of these are expected to have a significant effect on the measurement of the amounts recognised in the financial statements of the company. IFRS 10, IFRS 11, IFRS 12 and IFRS 13 were issued in May 2011 but are not yet effective.

IFRS 9 (Financial Instruments) issued in November 2009 (IFRS 9 (2009)) will change the classification of financial assets and liabilities. The standard is not expected to have an impact on the measurement basis and classification of the financial assets since the majority of the Company’s financial assets are measured at fair value through profit or loss. The standard is effective for annual periods beginning on or after 1 January 2015 subject to EU endorsement. Earlier application is permitted. The Company does not plan to adopt this standard early.

Aurum Atlas Sterling Fund Ltd.

Notes to the Financial Statements for the year ended 31 December 2011 (continued)

2 Principal Accounting Policies (continued)

Changes in accounting policy and disclosures (continued)

There are a number of other IFRS and interpretations which were in issue but have not been applied in the financial statements as they are not yet effective. The Directors anticipate that the adoption of these standards will have no material impact on the financial statements of the Fund.

Investments

The Company, on initial recognition, designated investments as at fair value through profit or loss as, in doing so, it results in more relevant information because the investments and related liabilities are managed as a group of financial assets and liabilities and performance is evaluated on a fair value basis and reported to key management personnel on that basis.

Investments in collective investment schemes are recorded at the net asset value per share as reported by the administrators of such funds. Investment transactions are recorded on the trade date at which the company becomes a party to the specific investment. Purchases and sales of financial assets and financial liabilities are recognised using trade date accounting. Realised capital gains and losses on investment transactions are determined on the weighted average cost basis and are included in the Statement of Comprehensive Income. Unrealised capital gains and losses from a change in the fair value of investments are recognised in the Statement of Comprehensive Income.

Where administrators are unable to provide net asset value per share, the Directors make their own assessment of value based on available information.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Fund has a legal right to set off the recognised amounts and it intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Under IFRS, Participating Shares are treated as a financial liability and the format of the Statement of Financial Position reflects this position.

Forward Foreign Exchange Contracts

The Company seeks to protect the value of the Participating Shares in sterling terms by entering into Forward Foreign Exchange Contracts. These contracts are recorded at fair value through profit or loss utilising the prevailing forward price at the Statement of Financial Position date. Any unrealised gain or loss is recognised in the Statement of Comprehensive Income.

Translation of Foreign Currencies

The results and financial position of the entity are expressed in sterling which is the functional currency of the Company. Transactions in currencies other than sterling are recorded at the transaction date rate. At each reporting date, monetary items and non-monetary assets and liabilities that are fair valued and are denominated in foreign currencies are retranslated at the rate prevailing on the reporting date. Gains and losses arising on retranslation are included in the net profit or loss for the period where investments are classified at fair value through profit or loss.

Interest Income

Interest income is recognised in the Statement of Comprehensive Income for all interest bearing instruments on an effective interest basis.

Cash and Cash Equivalents

Cash and cash equivalents comprise cash balances held at banks together with bank overdrafts. The bank overdrafts are repayable on demand and form an integral part of the Company's cash management system.

Aurum Atlas Sterling Fund Ltd.

Notes to the Financial Statements for the year ended 31 December 2011 (continued)

2 Principal Accounting Policies (continued)

Taxation

The Company has received an undertaking from the Ministry of Finance of Bermuda, under the Exempted Undertakings Tax Protection Act, 1966 exempting the Company from Bermuda income, profit, capital transfer or capital taxes, should taxes be enacted, until 31 March 2035.

Expenses

All expenses are recognised in the Statement of Comprehensive Income on an accruals basis.

Use of Estimates

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the year. Actual results could differ from those estimates. Revisions to accounting estimates are recognised in the period in which the estimate is revised. The areas of estimates which have the most significant effect on the amounts recognised in the financial statements are disclosed in notes 8 and 10.

Derecognition of Financial Assets and Liabilities

A financial asset is derecognised when the Company loses control over the contractual rights that comprise that asset. This occurs when the rights are realised, expired or are surrendered. The Company uses the weighted average cost basis to determine the realised gain or loss on derecognition. A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

3 Fees

The Company pays no direct fees. Please refer to the accompanying Master Fund financial statements for notes regarding fees paid by the Master Fund.

4 Share Capital

	December 2011 £	December 2010 £
Authorized share capital of £0.001 par value per share		
1,000 Sponsor Shares	1	1
4,999,000 Participating Shares	4,999	4,999
	5,000	5,000

All of the Sponsor Shares have been issued to and are beneficially owned by the Investment Advisor. The Sponsor Shares do not carry the right to participate in the assets of the Company in a winding up, except to the extent of repayment of par value paid in cash, nor in any dividends or other distribution of the Company so long as any Participating Shares are in issue.

The Participating Shares are entitled to receive, to the exclusion of the Sponsor Shares, any dividends which may be declared by the Board of the Company and, upon the winding up of the Company, their par value and any surplus remaining after paying to the holders of the Sponsor Shares the par value of the Sponsor Shares (to the extent actually paid up in cash). The Sponsor Shares have the general voting powers of the Company and the holders of Participating Shares are entitled to receive notice of and attend all general meetings of the members.

Aurum Atlas Sterling Fund Ltd.

Notes to the Financial Statements for the year ended 31 December 2011 (continued)

4 Share Capital (continued)

	Number of Participating Shares		Number of Participating Shares
Opening at 1 January 2011	12,096.93	Opening at 16 November 2009	0.00
Issued during the year	0.00	Issued during the period	14,670.51
Redeemed during the year	(2,136.07)	Redeemed during the period	(2,573.58)
Closing at 31 December	9,960.86	Closing at 31 December 2010	12,096.93

Statement of Changes in Sponsor and Participating Shares

	Sponsor Shares £	Participating Shares £	Share Premium £	Return allocated to Participating Shareholders £	Total £
Balance at 1 January 2011	1	12	1,212,345	11,863	1,224,221
Change in net assets attributable to holders of participating shares			(113,779)		(113,779)
Redemptions during the year		(2)	(209,345)		(209,347)
Balance at 31 December 2011	1	10	889,221	11,863	901,095
Balance at 16 November 2009	0	0	0	0	0
Change in net assets attributable to holders of participating shares				11,863	11,863
Subscriptions during the period	1	15	1,458,916		1,458,932
Redemptions during the period		(3)	(246,571)		(246,574)
Balance at 31 December 2010	1	12	1,212,345	11,863	1,224,221

Participating Shares in the Company may be redeemed at the Net Asset Value per Participating Share on the dealing day immediately following the valuation day, being the last business day of each month, on at least 90 days notice to the Administrator. The Company endeavours to pay the redemption proceeds within 30 days of the redemption date.

5 Bank Overdraft

The Company has a facility with Northern Trust (Guernsey) Limited and any outstanding bank overdraft is secured over the portfolio of the Company.

6 Net Asset Value per Participating Share

The Net Asset Value per Participating Share is calculated by dividing the net assets less the par value of the Sponsor Shares included in the Statement of Financial Position by the number of Participating Shares in issue at the year end.

	December 2011	December 2010
Total Net Assets (£) Less Par Value of Sponsor Shares	901,094	1,224,220
Issued Participating Shares	9,960.86	12,096.93
Net Asset Value per Participating Share (£)	90.46	101.20

Aurum Atlas Sterling Fund Ltd.

Notes to the Financial Statements for the year ended 31 December 2011 (continued)

7 Related Parties

The Company's Administrators, Investment Advisor, Custodian and Directors are related parties by virtue of the material contracts in existence that are outlined in notes 3 to 5 of the financial statements of the Master Fund.

Mrs T Gibbons is a director of the Investment Advisor. Mr S A Morris, Mr D R Cottingham and Mr C C Morris are directors of Global Fund Services Ltd, the Bermuda Administrator and along with Mr A Hopkin are directors of both the Investment Advisor and Continental Sponsors Ltd, the sponsoring broker on the Bermuda Stock Exchange. Mr A Sweidan is a shareholder and is Vice President of Investments with the Investment Advisor. Mr S A Morris and Mr D R Cottingham directly and indirectly hold shares in the Investment Advisor.

Ms M O'Caoimh is an employee of the Irish Administrator.

Aurum Fund Management Ltd. is also the sponsor and advisor to a number of other investment companies and the directors of the Company, the Master Fund and Aurum Fund Management Ltd. may serve as directors of such companies.

Persons connected to the Directors, as defined under the Irish Stock Exchange listing requirements, directly and indirectly own all the Sponsor Shares of the Company. At 31 December 2011, Directors and Persons so connected held the following Participating Shares in the Company.

	Number of shares	
	2011	2010
Mr K Gundle	0.00	156.33
Connected Persons of Directors	1,903.98	1,903.98
	1,903.98	2,060.31

All dealings between all parties were at arm's length prices.

8 Financial Instruments and Risk Exposure

The Company invests all of its assets, other than currency hedging, into the Master Fund, which is exposed to market risk, currency risk, credit risk and liquidity risk arising from the financial instruments it holds. These risks are explained in the financial statements of the Master Fund which are attached.

The Company is exposed to currency risk in pursuit of its investment objective, set out on page 10. The currency risk is managed on a monthly basis using Forward Foreign Exchange Contracts. At the Statement of Financial Position date, there was a net exposure to currency risk:

31 December 2011	Monetary Assets £	Monetary Liabilities £	Forward Foreign Exchange Contracts £	Net Exposure £
US dollar	911,794	(10,699)	(904,480)	(3,385)
31 December 2010	Monetary Assets £	Monetary Liabilities £	Forward Foreign Exchange Contracts £	Net Exposure £
US dollar	1,224,221	-	(1,213,478)	10,743

Aurum Atlas Sterling Fund Ltd.

Notes to the Financial Statements for the year ended 31 December 2011 (continued)

9 Net Forward Foreign Exchange Contracts

As at 31 December 2011, the Company had entered into and not closed a Forward Foreign Exchange Contract to hedge the value of the Company's portfolio. The contract was with the Custodian.

Open Forward Foreign Currency Transactions at 31 December 2011

Currency Sold	Currency Bought	Currency Rate	Maturity Date	Unrealised Gain/(Loss) £
US\$1,394,437	£	1.5417	31 January 2012	0
				<u>0</u>

Open Forward Foreign Currency Transactions at 31 December 2010

Currency Sold	Currency Bought	Currency Rate	Maturity Date	Unrealised Gain/(Loss) £
US\$1,884,956	£	1.5533	31 January 2011	0
				<u>0</u>

10 Fair Value Measurement

The International Accounting Standards Board published *Improving Disclosures about Financial Instruments (Amendments to IFRS 7)* that are explained in Note 11 of the Master Fund financial statements.

The following table presents the financial instruments carried on the Statement of Financial Position by level within the valuation hierarchy as at 31 December 2011.

Financial assets at fair value through profit or loss

At 31 December 2011

	Total £	Level 1 £	Level 2 £	Level 3 £
Aurum Atlas Fund Ltd.	911,794	-	911,794	-
Total	<u>911,794</u>	<u>-</u>	<u>911,794</u>	<u>-</u>

Financial assets at fair value through profit or loss

At 31 December 2010

	Total £	Level 1 £	Level 2 £	Level 3 £
Aurum Atlas Fund Ltd.	1,219,729	-	1,219,729	-
Total	<u>1,219,729</u>	<u>-</u>	<u>1,219,729</u>	<u>-</u>

There have been no transfers during the year between levels 1 and 2.

11 Subsequent Events

No events have occurred in respect of the Company subsequent to the year end that may be deemed relevant to the accuracy of these financial statements.