

CAPITA



CF Miton Investment Funds 3

(formerly Acuim Investment Funds)
Annual Report and Financial Statements
31 May 2013

CF Miton UK Multi Cap Income Fund
(formerly Acuim UK Multi Cap Income Fund)
CF Miton UK Smaller Companies Fund
CF Miton UK Value Opportunities Fund
CF Miton US Opportunities Fund

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INDEPENDENT AUDITOR

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ACD'S REPORT FOR THE YEAR ENDED 31 MAY 2013

AUTHORISED STATUS

CF Miton Investment Funds 3 ('the Company') is an investment company with variable capital incorporated in England and Wales under registered number IC000912 and authorised by the Financial Services Authority (note that the Financial Services Authority was replaced by the Financial Conduct Authority on 1 April 2013) with effect from 14 September 2011. The Company has an unlimited duration.

The Company is a 'UCITS Scheme' and the base currency of the Company is pounds sterling.

Shareholders are not liable for the debts of the Company. A Shareholder is not liable to make any further payment to the Company after they have paid the price on purchase of the shares.

As a sub-fund is not a legal entity, if the assets of one sub-fund are insufficient to meet the liabilities attributable to it, the ACD may re-allocate such liabilities between the sub-funds then in existence in a manner which is fair to shareholders generally. This re-allocation will normally be performed on the basis of the respective net asset values of the sub-funds.

IMPORTANT INFORMATION

As a result of a scheme of arrangement, effective on 14 July 2012 the CF Miton UK Multi Cap Income Fund has received the property of the CF Miton Cautious Income Portfolio, a sub-fund of the CF Miton Investment Funds.

Effective from 1 June 2012 CF Miton UK Multi Cap Income Fund launched the retail 'N' share class.

Effective from 14 December 2012 the following changes have been made:

- The name of the Investment Manager changed from Midas Capital Partners Limited to Miton Capital Partners Limited;
- The name of the Company changed from Acuim Investment Funds to CF Miton Investment Funds 3;
- The name of the sub-fund changed from Acuim UK Multi Cap Income Fund to CF Miton UK Multi Cap Income Fund; and
- CF Miton UK Smaller Companies Fund, CF Miton UK Value Opportunities Fund and CF Miton US Opportunities Fund were launched on 14 December 2012, 25 March 2013 and 18 March 2013 respectively.

Full details of the changes can be found in the revised Prospectus dated 25 March 2013.

CAPITA FINANCIAL MANAGERS LIMITED
ACD of CF Miton Investment Funds 3
30 August 2013

DIRECTOR'S STATEMENT

This report has been prepared in accordance with the requirements of the Collective Investment Schemes Sourcebook as issued and amended by the Financial Conduct Authority.

N. BOYLING

CAPITA FINANCIAL MANAGERS LIMITED
ACD of CF Miton Investment Funds 3
30 August 2013

STATEMENT OF ACD'S RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The ACD is responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

The Financial Conduct Authority's Collective Investment Schemes Sourcebook (the 'COLL Sourcebook') requires the ACD to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the net revenue/expense and of the net capital gains/losses on the scheme property of the Company for that year. In preparing those financial statements, the ACD is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements in accordance with the requirements of the IMA SORP; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The ACD is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable it to ensure that the financial statements comply with the COLL Sourcebook. The ACD is 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.

In so far as the ACD is aware:

- there is no relevant audit information of which the Company's Auditor is unaware; and
- the ACD has taken all steps that it ought to have taken to make itself aware of any relevant audit information and to establish that the Auditor is aware of that information.

STATEMENT OF DEPOSITARY'S RESPONSIBILITIES

The Depositary is responsible for the safekeeping of all of the property of the Company (other than tangible moveable property) which is entrusted to it and for the collection of revenue that arises from that property.

It is the duty of the Depositary to take reasonable care to ensure that the Company is managed in accordance with the Financial Conduct Authority's Collective Investment Schemes Sourcebook (COLL), as amended, the Open-Ended Investment Companies Regulations 2001 (SI 2001/1228), as amended (the 'OEIC Regulations'), the Company's Instrument of Incorporation and Prospectus, in relation to the pricing of, and dealings in, shares in the Company; the application of revenue of the Company; and the investment and borrowing powers applicable to the Company.

REPORT OF THE DEPOSITARY FOR THE YEAR ENDED 31 MAY 2013

Having carried out such procedures as we considered necessary to discharge our responsibilities as Depositary of the Company, it is our opinion, based on the information available to us and the explanations provided, that in all material respects the Company, acting through the Authorised Corporate Director:

- (i) has carried out the issue, sale, redemption and cancellation, and calculation of the price of the Company's shares and the application of the Company's revenue in accordance with COLL and, where applicable, the OEIC Regulations, the Instrument of Incorporation and the Prospectus of the Company; and
- (ii) has observed the investment and borrowing powers and restrictions applicable to the Company.

BNY MELLON TRUST & DEPOSITARY (UK) LIMITED
Depositary of CF Miton Investment Funds 3
30 August 2013

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CF MITON INVESTMENT FUNDS 3

We have audited the financial statements of CF Miton Investment Funds 3 ('the Company') for the year ended 31 May 2013 which comprise the Aggregated Statement of Total Return, Aggregated Statement of Change in Net Assets Attributable to Shareholders, Aggregated Balance Sheet and the related notes 1 to 13, together with the Statement of Total Return, Statement of Change in Net Assets Attributable to Shareholders, Balance Sheet, the related notes and the Distribution Table for each sub-fund. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, pursuant to Paragraph 4.5.12 of the rules of the Collective Investment Schemes Sourcebook of the Financial Conduct Authority (formerly Financial Services Authority). 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.

RESPECTIVE RESPONSIBILITIES OF THE AUTHORISED CORPORATE DIRECTOR (ACD) AND AUDITOR

As explained more fully in the ACD's responsibilities statement set out on page 7, the ACD is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the ACD; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the financial position of the Company and of its sub-funds as at 31 May 2013 and of the net revenue/(net expense) and the net capital gains on the scheme property of the Company and its sub-funds for the year/period then ended; and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice.

OPINION ON OTHER MATTERS PRESCRIBED BY THE RULES OF THE COLLECTIVE INVESTMENT SCHEMES SOURCEBOOK OF THE FINANCIAL CONDUCT AUTHORITY (FORMERLY FINANCIAL SERVICES AUTHORITY)

In our opinion:

- the financial statements have been properly prepared in accordance with the Statement of Recommended Practice relating to Authorised Funds, the rules of the Collective Investment Schemes Sourcebook of the Financial Conduct Authority (formerly Financial Services Authority) and the Instrument of Incorporation;
- the information given in the ACD's report for the financial year for which the financial statements are prepared is consistent with the financial statements;
- there is nothing to indicate that proper accounting records have not been kept or that the financial statements are not in agreement with those records; and
- we have received all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

ERNST & YOUNG LLP
Statutory Auditor
London
30 August 2013

AGGREGATED FINANCIAL STATEMENTS

AGGREGATED STATEMENT OF TOTAL RETURN
FOR THE YEAR ENDED 31 MAY 2013

	Notes	£	31.05.13* £	£	31.05.12** £
Income:					
Net capital gains/(losses)	2		14,744,341		(233,435)
Revenue	3	2,594,053		586,584	
Expenses	4	(661,846)		(109,202)	
Finance costs: Interest	6	(856)		–	
Net revenue before taxation		1,931,351		477,382	
Taxation	5	(25,764)		(419)	
Net revenue after taxation			1,905,587		476,963
Total return before distributions			16,649,928		243,528
Finance costs: Distributions	6		(2,437,318)		(585,129)
Change in net assets attributable to shareholders from investment activities			14,212,610		(341,601)

* Current figures presented in the Statement of Total Return and Statement of Change in Net Assets Attributable to Shareholders relate to CF Miton UK Multi Cap Income Fund for the period 1 June 2012 to 31 May 2013, CF Miton UK Smaller Companies Fund for the period 14 December 2012 to 31 May 2013, CF Miton UK Value Opportunities Fund for the period 25 March 2013 to 31 May 2013, and CF Miton US Opportunities Fund for the period 18 March 2013 to 31 May 2013.

** Comparative figures relate only to CF Miton UK Multi Cap Income Fund for the period from 14 October 2011 to 31 May 2012.

Aggregated Financial Statements (continued)

AGGREGATED STATEMENT OF CHANGE IN NET ASSETS ATTRIBUTABLE TO SHAREHOLDERS
FOR THE YEAR ENDED 31 MAY 2013

Notes	31.05.13*		31.05.12**	
	£	£	£	£
Opening net assets attributable to shareholders		17,315,464		–
Transfer from CF Miton Cautious Income Portfolio		6,823,643		–
Amounts receivable on issue of shares	100,065,806		17,874,355	
Amounts payable on cancellation of shares	(5,534,782)		(226,265)	
		94,531,024		17,648,090
Stamp duty reserve tax	1(g)	(32,213)		(1,391)
Change in net assets attributable to shareholders from investment activities		14,212,610		(341,601)
Retained distribution on Accumulation shares		391,554		10,366
Unclaimed distributions	1(h)	521		–
Closing net assets attributable to shareholders		<u>133,242,603</u>		<u>17,315,464</u>

* Current figures presented in the Statement of Total Return and Statement of Change in Net Assets Attributable to Shareholders relate to CF Miton UK Multi Cap Income Fund for the period 1 June 2012 to 31 May 2013, CF Miton UK Smaller Companies Fund for the period 14 December 2012 to 31 May 2013, CF Miton UK Value Opportunities Fund for the period 25 March 2013 to 31 May 2013, and CF Miton US Opportunities Fund for the period 18 March 2013 to 31 May 2013.

** Comparative figures relate only to CF Miton UK Multi Cap Income Fund for the period from 14 October 2011 to 31 May 2012.

AGGREGATED BALANCE SHEET
AS AT 31 MAY 2013

Notes	31.05.13		31.05.12	
	£	£	£	£
ASSETS				
Investment assets		120,711,830		15,813,229
Other assets				
Debtors	7	6,872,357		607,613
Cash and bank balances		<u>10,257,441</u>		<u>2,144,245</u>
Total other assets		17,129,798		2,751,858
Total assets		<u>137,841,628</u>		<u>18,565,087</u>
LIABILITIES				
Other liabilities				
Creditors	8	(3,193,269)		(776,766)
Bank overdrafts		(14,551)		–
Distribution payable on Income shares		<u>(1,391,205)</u>		<u>(472,857)</u>
Total other liabilities		(4,599,025)		(1,249,623)
Total liabilities		<u>(4,599,025)</u>		<u>(1,249,623)</u>
Net assets attributable to shareholders		<u>133,242,603</u>		<u>17,315,464</u>

1. ACCOUNTING POLICIES

The principal accounting policies, which have been applied in both the current and prior year, are set out below:

(a) *Basis of accounting*

The financial statements have been prepared under the historical cost basis, as modified by the revaluation of investments and in accordance with the Statement of Recommended Practice for Financial Statements of Authorised Funds issued by the Investment Management Association in October 2010.

(b) *Basis of aggregation*

The aggregated financial statements represent the sum of the relevant items from the financial statements of the individual sub-funds within the umbrella company.

(c) *Recognition of revenue*

Dividends on quoted equities are recognised when the securities are quoted ex-dividend.

Revenue on debt securities is accounted for on an effective yield basis.

Underwriting commission is wholly recognised as revenue when the issue takes place, except where the Company is required to take up all or some of the shares underwritten, in which case an appropriate proportion of the commission received is deducted from the cost of those shares.

Interest on bank and other cash deposits is recognised on an accruals basis.

Revenue is recognised gross of any withholding taxes but excludes attributable UK tax credits.

(d) *Treatment of stock and special dividends*

The ordinary element of stock received in lieu of cash dividends is credited to capital in the first instance followed by a transfer to revenue of the cash equivalent being offered and this forms part of the distributable revenue.

Special dividends are reviewed on a case by case basis in determining whether the dividend is to be treated as revenue or capital. Amounts recognised as revenue will form part of the distributable revenue. Amounts recognised as capital are deducted from the cost of the investment. The tax accounting treatment follows the treatment of the principal amount.

(e) *Treatment of expenses*

All expenses, except for those relating to the purchase and sale of investments and stamp duty reserve tax, are charged initially against revenue.

(f) *Allocation of revenue and expenses to multiple share classes and sub-funds*

Any revenue or expense not directly attributable to a particular share class or sub-fund will normally be allocated pro-rata to the net assets of the relevant share classes and sub-funds, unless a different allocation method is more appropriate.

All share classes are ranked pari passu and have no particular rights or terms attached including rights on winding up.

(g) *Taxation*

Corporation tax is provided at 20% on taxable revenue, after deduction of allowable expenses.

1. ACCOUNTING POLICIES (continued)

(g) *Taxation (continued)*

Where overseas tax has been deducted from overseas revenue that tax can, in some instances, be set off against the corporation tax payable, by way of double tax relief and where this is the case the offset is reflected in the tax charge.

Deferred tax is provided using the liability method on all timing differences arising on the treatment of certain items for taxation and accounting purposes, calculated at the rate at which it is anticipated the timing differences will reverse. Deferred tax assets are recognised only when, on the basis of available evidence, it is more likely than not that there will be taxable profits in the future against which the deferred tax asset can be offset.

Stamp duty reserve tax suffered on surrender of shares is deducted from capital.

(h) *Distribution policy*

Surplus revenue after taxation, as disclosed in the financial statements, after adjustment for items of a capital nature, is distributable to shareholders. Any deficit of revenue is deducted from capital.

In the CF Miton UK Multi Cap Income Fund all expenses are allocated to capital for distribution purposes in line with the sub-fund's investment objective. This will increase the amount of revenue available for distribution; however, will erode capital and may constrain capital growth.

Interim distributions may be made at the ACD's discretion. Final distributions are made in accordance with the COLL Sourcebook.

Distributions which have remained unclaimed by shareholders for more than six years are credited to the capital property of the sub-fund.

(i) *Basis of valuation of investments*

Quoted investments are valued at closing bid prices excluding any accrued interest in the case of fixed interest securities, on the last business day of the accounting period. Accrued interest on fixed interest securities is included in revenue.

Unlisted or suspended investments are valued by the Investment Manager taking into account, where appropriate, latest dealing prices, valuations from reliable sources, financial performance and other relevant factors.

(j) *Exchange rates*

Transactions in foreign currencies are recorded in sterling at the rate ruling at the date of the transactions. Assets and liabilities expressed in foreign currencies at the end of the accounting period are translated into sterling at the closing exchange rates ruling on that date.

1. ACCOUNTING POLICIES (continued)

(k) Dilution levy

The ACD may require a dilution levy on the purchase and redemption of shares if, in its opinion, the existing shareholders (for purchases) or remaining shareholders (for redemptions) might otherwise be adversely affected. For example, the dilution levy may be charged in the following circumstances: where the scheme property of a sub-fund is in continual decline; where a sub-fund is experiencing large levels of net purchases relative to its size; on 'large deals' (typically being a purchase or redemption of shares to a size exceeding 5% of the Net Asset Value of the relevant sub-fund); in any case where the ACD is of the opinion that the interests of existing or remaining shareholders require the imposition of a dilution levy.

(l) Set up costs

Initial set up costs are written off as they are incurred.

2. NET CAPITAL GAINS/(LOSSES)

The net capital gains/(losses) during the year comprise:

	31.05.13* £	For the period from 14.10.11 to 31.05.12 £
Non-derivative securities	14,770,102	(229,878)
Transaction charges	(8,956)	(2,880)
Currency losses	(16,805)	(677)
Net capital gains/(losses)	<u>14,744,341</u>	<u>(233,435)</u>

3. REVENUE

	31.05.13* £	For the period from 14.10.11 to 31.05.12 £
Non-taxable dividends	2,534,017	581,407
UK property income distributions	34,937	4,704
Unfranked interest	19,140	–
Bank interest	4,956	473
Other interest	3	–
Underwriting commission	1,000	–
Total revenue	<u>2,594,053</u>	<u>586,584</u>

* Current figures presented in the notes to the aggregated financial statements relate to CF Miton UK Multi Cap Income Fund for the period 1 June 2012 to 31 May 2013, CF Miton UK Smaller Companies Fund for the period 14 December 2012 to 31 May 2013, CF Miton UK Value Opportunities Fund for the period 25 March 2013 to 31 May 2013, and CF Miton US Opportunities Fund for the period 18 March 2013 to 31 May 2013.

4. EXPENSES

Payable to the ACD, associates of the ACD and agents of either of them:

	31.05.13* £	For the period from 14.10.11 to 31.05.12 £
ACD's periodic charge	476,227	64,910
Legal and professional fees	50,147	12,187
Printing costs	16,660	4,196
Registration fees	30,595	4,490
	<u>573,629</u>	<u>85,783</u>

Payable to the Depositary, associates of the Depositary and agents of either of them:

Depositary's fees	27,806	4,413
Safe custody and other bank charges	10,858	1,828
	<u>38,664</u>	<u>6,241</u>

Other expenses:

FCA fee	91	10
Fees paid to auditor – audit	28,800	8,400
– tax services	7,800	3,600
Publication costs	10,604	1,699
Postage and distribution costs	2,258	335
Set-up costs	–	3,134
	<u>49,553</u>	<u>17,178</u>

Total expenses	<u>661,846</u>	<u>109,202</u>
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5. TAXATION

a) Analysis of charge for the period

Corporation tax at 20%	–	–
Overseas tax	25,764	419
Current tax charge (note 5b)	25,764	419
Deferred tax – origination and reversal of timing differences (note 5c)	–	–
Total taxation	<u>25,764</u>	<u>419</u>

* Current figures presented in the notes to the aggregated financial statements relate to CF Miton UK Multi Cap Income Fund for the period 1 June 2012 to 31 May 2013, CF Miton UK Smaller Companies Fund for the period 14 December 2012 to 31 May 2013, CF Miton UK Value Opportunities Fund for the period 25 March 2013 to 31 May 2013, and CF Miton US Opportunities Fund for the period 18 March 2013 to 31 May 2013.

5. TAXATION (continued)

b) Factors affecting current tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK for an authorised fund (20%) (31.05.12 : 20%) for the reasons explained below.

	31.05.13* £	For the period from 14.10.11 to 31.05.12 £
Net revenue before taxation	1,931,351	477,382
Corporation tax at 20%	386,271	95,476
Effects of:		
Non-taxable dividends	(506,804)	(116,281)
Expenses not deductible for tax purposes	–	627
Unutilised excess management expenses	120,533	20,178
Corporation tax charge	–	–
Overseas tax	25,764	419
Current tax charge (note 5a)	25,764	419

c) Deferred tax

Disclosure is made in note 5c of the Notes to the Financial Statements of the sub-funds.

6. FINANCE COSTS

Distributions

The distributions take account of revenue received on the issue of shares and revenue deducted on cancellations of shares, and comprise:

	31.05.13* £	For the period from 14.10.11 to 31.05.12 £
First Interim	224,879	–
Second Interim	639,208	–
Third Interim	312,651	222,046
Final	1,693,952	482,742
	2,870,690	704,788

* Current figures presented in the notes to the aggregated financial statements relate to CF Miton UK Multi Cap Income Fund for the period 1 June 2012 to 31 May 2013, CF Miton UK Smaller Companies Fund for the period 14 December 2012 to 31 May 2013, CF Miton UK Value Opportunities Fund for the period 25 March 2013 to 31 May 2013, and CF Miton US Opportunities Fund for the period 18 March 2013 to 31 May 2013.

For the period
from 14.10.11
to 31.05.12
£

6. FINANCE COSTS (continued)

Add: Revenue deducted on cancellation of shares	46,356	2,396
Deduct: Revenue received on issue of shares	(479,728)	(122,055)
Net distributions for the year	2,437,318	585,129
Interest	856	–
Total finance costs	2,438,174	585,129
Distributions represented by:		
Net revenue after taxation	1,905,587	476,963
Allocations to Capital:		
Expenses, net of tax relief	509,922	108,166
Revenue deficit	21,847	–
	531,769	108,166
Equalisation on conversions#	18	–
Balance brought forward	–	–
Balance carried forward	(56)	–
Net distributions for the year	2,437,318	585,129

Where an investor converts to a class with a higher income yield, the investor will receive an equalisation as if they had held the new class throughout the period from the last distribution to the conversion date. The yield differential at the point of conversion is an equalisation which will be offset by capital erosion for the converted investor.

* Current figures presented in the notes to the aggregated financial statements relate to CF Miton UK Multi Cap Income Fund for the period 1 June 2012 to 31 May 2013, CF Miton UK Smaller Companies Fund for the period 14 December 2012 to 31 May 2013, CF Miton UK Value Opportunities Fund for the period 25 March 2013 to 31 May 2013, and CF Miton US Opportunities Fund for the period 18 March 2013 to 31 May 2013.

31.05.13
£

31.05.12
£

7. DEBTORS

Amounts receivable for issue of shares	2,162,628	147,802
Sales awaiting settlement	4,056,474	322,794

	31.05.13 £	31.05.12 £
7. DEBTORS (continued)		
Accrued revenue:		
Non-taxable dividends	599,933	127,977
Unfranked interest	3,196	–
Bank interest	537	316
	603,666	128,293
Prepaid expenses	727	1,614
Taxation recoverable:		
Income tax	–	941
Overseas withholding tax	17,473	6,169
	17,473	7,110
Amount due from CF Miton Cautious Income Fund	31,389	–
Total debtors	6,872,357	607,613
8. CREDITORS		
Amounts payable for cancellation of shares	10,918	–
Purchases awaiting settlement	3,002,919	740,223
Accrued expenses:		
Amounts payable to the ACD, associates of the ACD and agents of either of them:		
ACD's periodic charge	88,105	12,041
Legal and professional fees	8,253	1,592
Printing costs	14,202	4,196
Registration fees	10,519	808
	121,079	18,637
Amounts payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fees	5,203	720
Transaction charges	4,469	2,880
Safe custody and other bank charges	5,350	1,828
	15,022	5,428
Other expenses	38,807	12,345
Taxation payable:		
Stamp duty reserve tax	4,524	133
Total creditors	3,193,269	776,766

9. RELATED PARTY TRANSACTIONS

Management fees and legal and professional fees payable to Capita Financial Managers Limited ('the ACD'), registration fees payable to Capita Financial Administrators Limited and printing costs payable to Capita Sinclair Henderson Limited (both companies are associates of the ACD) are disclosed in note 4. The amount outstanding at the year end in respect of those fees are shown in note 8.

The aggregate monies received by the ACD through the issue of shares and paid on cancellation of shares are disclosed in the Statement of Change in Net Assets Attributable to Shareholders on page 12. The amount outstanding at the year end in respect of these monies shown in notes 7 and 8.

Capita Financial Managers Limited and its associates (including other authorised investment funds managed by Capita Financial Managers) had the following shareholdings in the Company:

	Held at 31.05.13	Change in year	Held at 31.05.12
CF Miton UK Multi Cap Income Fund	747,501	681,220	66,281
CF Miton UK Smaller Companies Fund	358	358	–
CF Miton US Opportunities Fund	403	403	–

A shareholder may be able to exercise significant influence over the financial and operating policies of the Company and as such is deemed to be a related party. At the balance sheet date the following shareholder held in excess of 20% of the shares in issue of the Company:

Harewood Nominees Limited 32.44% (31.05.12 : 0%)

The assets of CF Miton Cautious Income Portfolio were transferred into CF UK Multi Cap Income Fund via a scheme of arrangement effective on 14 July 2012; the value of the net assets transferred was £6,823,643 as disclosed in the Statement of Change in Net Assets Attributable to Shareholders on page 12. The amount outstanding at the year end in relation to this was £31,389 and is shown in note 7.

10. SHAREHOLDER FUNDS

The share class and annual management charge applicable to each sub-fund is as follows:

Sub-fund	Class	Charge %
CF Miton UK Multi Cap Income Fund	Retail 'A' Income	1.50
	Retail 'A' Accumulation	1.50
	Institutional 'B' Income	0.75
	Institutional 'B' Accumulation	0.75
	Retail 'N' Income	1.00
CF Miton UK Smaller Companies Fund	Retail 'A' Income	1.50
	Retail 'A' Accumulation	1.50
	Institutional 'B' Income	0.75
	Institutional 'B' Accumulation	0.75
	Retail 'N' Income	1.00
CF Miton UK Value Opportunities Fund	Retail 'A' Income	1.50
	Retail 'A' Accumulation	1.50
	Institutional 'B' Income	0.75
	Institutional 'B' Accumulation	0.75
	Retail 'N' Income	1.00
CF Miton US Opportunities Fund	Retail 'A' Income	1.50
	Retail 'A' Accumulation	1.50
	Institutional 'B' Income	0.75
	Institutional 'B' Accumulation	0.75
	Retail 'N' Income	1.00

The net asset value, the net asset value per share and the number of shares in issue are given in the Fund Information of each sub-fund.

11. CONTINGENT LIABILITIES AND COMMITMENTS

There are no contingent liabilities or unrecorded outstanding commitments (31.05.12 : none).

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS

In pursuing the investment objectives a number of financial instruments are held which may comprise securities and other investments, cash balances and debtors and creditors that arise directly from operations. Derivatives, such as futures or forward currency contracts, may be utilised for hedging purposes.

The main risks from the Company's holding of financial instruments, together with the ACD's policy for managing these risks, are set out below:

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

The ACD has in place a Risk Management Policy and Procedures Document ('RMPPD') that sets out the risks that may impact a fund and how the ACD seeks, where appropriate, to manage, monitor and mitigate those risks, and in particular those risks associated with the use of derivatives. The RMPPD sets out both the framework and the risk mitigations operated by the ACD in managing the identified risks of the funds. The ACD requires that the appointed investment manager to the fund has in place its own governance structure, policies and procedures that are commensurate with its regulatory obligations and the risks posed by the funds managed.

i. Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. This includes counterparty and issuer risk. Cash is held with reputable credit institutions and credit risk is assessed on a regular basis.

Certain transactions in securities that the Company enters into expose it to the risk that the counterparty will not deliver the investment for a purchase, or cash for a sale after the Company has fulfilled its obligations. The Company only buys and sells investments through brokers which have been approved by the ACD as an acceptable counterparty and these are reviewed on an ongoing basis.

The bond investments held are exposed to credit risk which reflects the ability of the issuer to meet its obligations. All bonds in which the sub-funds invests are investment grade listed bonds or government securities which are lower risk.

ii. Interest rate risk

Interest rate risk is the risk that the value of the Company's investments will fluctuate as a result of interest rate changes. The value of fixed interest securities may be affected by changes in interest rates, either globally or locally. Changes in the rate of return in one asset class may influence the valuation basis of other classes. The amount of revenue receivable from floating rate securities and bank balances or payable on bank overdrafts will be affected by fluctuations in interest rates.

Numerical disclosure of the interest rate risk profile is made in note 12i of the Notes to the Financial Statements of the sub-funds.

iii. Foreign currency risk

Foreign currency risk is the risk that the sterling value of investments will fluctuate as a result of exchange rate movements. Assets denominated in currencies other than sterling will provide direct exposure to currency risk as a consequence of the movement in foreign exchange rates when calculating the sterling equivalent value. Numerical disclosure of the foreign currency risk profile is made in note 12ii of the Notes to the Financial Statements of the sub-funds.

iv. Liquidity risk

The main liability of the Company is the cancellation of any shares that investors want to sell. Investments may have to be sold to fund such cancellations should insufficient cash be held at the bank to meet this obligation.

To reduce liquidity risk the Investment Manager will ensure that a substantial portion of the Company's assets consist of readily realisable securities.

All financial liabilities are payable within one year or less, or on demand.

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

v. *Market price risk*

Market price risk is the risk that the value of the Company's financial instruments will fluctuate as a result of changes in market prices caused by factors other than interest rate or foreign currency movement. Market price risk arises primarily from uncertainty about the future prices of financial instruments that the Company holds.

Market price risk represents the potential loss the Company may suffer through holding market positions in the face of price movements. The Company's investment portfolio's are exposed to price fluctuations, which are monitored by the ACD in pursuance of the investment objectives and policies. The risk is generally regarded as consisting of two elements – stock specific risk and market risk. Adherence to investment guidelines and avoidance of excessive exposure to one particular issuer can limit stock specific risk. Subject to compliance with the investment objective, spreading exposure across a broad range of global stocks can mitigate market risk.

vi. *Fair value of financial assets and financial liabilities*

There is no material difference between the carrying amount of the financial assets and liabilities, as shown in the balance sheet, and their fair value.

vii. *Derivatives*

Disclosure is made in note 12iii of the Notes to the Financial Statements of the sub-funds.

13. PORTFOLIO TRANSACTION COSTS

Disclosure is made in note 13 of the Notes to the Financial Statements of the sub-funds.

CF MITON UK MULTI CAP INCOME FUND ACD'S REPORT FOR THE YEAR ENDED 31 MAY 2013

IMPORTANT INFORMATION

Refer to the 'Important Information' section of the Company on page 6.

INVESTMENT OBJECTIVE AND POLICY

The investment objective of CF Miton UK Multi Cap Income Fund ('the Fund') is to provide shareholders with an attractive level of dividends coupled with some capital growth over the long term.

The Fund will invest primarily in quoted UK companies with a long-term bias toward small and mid cap equities. The Fund may also invest in large cap companies, including FTSE 100 constituents, where it is believed that this may increase shareholder value. There will be no particular emphasis on any industrial or economic sector.

The Fund may also invest in collective investment schemes, cash, money market instruments, other transferable securities and derivatives and forward transactions for the purposes of Efficient Portfolio Management.

CAPITA FINANCIAL MANAGERS LIMITED
ACD of CF Miton UK Multi Cap Income Fund
30 August 2013

CF MITON UK MULTI CAP INCOME FUND

ACD's Report (continued)

INVESTMENT MANAGER'S REPORT

MARKETS

Stock market returns in the twelve months to 31 May 2013 have been pretty good. At the previous year end investors were greatly concerned that Greece was likely to leave the euro currency in a chaotic manner. However, a promise by Draghi to "do whatever it takes" and the announcement of the willingness of the European Central Bank to buy Government Bonds of the weaker states changed sentiment. Meanwhile, the policy of Quantitative Easing continued to be applied by several central banks and this encouraged banks around the world to purchase bonds generally. So the bond yields of some of the more vulnerable Eurozone states improved very significantly in the period.

Against this positive backdrop, equity markets have also performed strongly. The FTSE All-Share Index rose 25.5%*. Mid-sized equities once again delivered premium returns, with a rise of 39.9%*. However, in contrast to the credit boom trend, many smaller companies have also delivered strong returns. The FTSE SmallCap Index (excluding Investment Companies) rose 36.0%* in the year ending 31 May 2013. Not all smaller stock indices performed as well. The FTSE AIM All-Share rose only 5.6%* in the period as portfolio managers aggressively sold down small exploration stocks because of their speculative nature and that they are unlikely to ever pay sustained dividends.

These index moves underline a fundamental change of attitude coming through in the financial markets. As anticipated, investors are beginning to move away from embracing extra volatility in the hope of holding stocks that will outperform rising indices, and instead are seeking investments in businesses with decent dividend yields that are well-placed to sustain a growth of that dividend into the future.

This change in attitude is also being seen in the growing interest in smaller companies that are able to pay good and growing dividends. Whereas, previously, companies that were outside the largest 350 quoted stocks were largely ignored by professional investors, now there is a greater willingness to consider them. We believe that the attitude change by investors is still at its early stages and, as of yet, many investors have not been willing to consider those paying good and growing dividends with market capitalisations below £100 million market capitalisation. At present we are still able to invest in these stocks at more attractive valuation metrics, and therefore we believe they still offer some of the most attractive risk/reward ratios.

PERFORMANCE

The Fund holds a widely diversified list of 112 holdings. It will be noted that most holdings are around 1% of the capital. On occasions, when the risk/reward ratio appear particularly attractive, some holdings are purchased to take them up to around 1.5% of the portfolio. With differential share price moves some of these holdings can move up to slightly larger percentages of the Fund. However, the overall volatility of the portfolio has been well below the other funds in the income sector. In part, this is related to the wide diversification within the portfolio, and in part to the naturally lower volatility of higher income stocks, especially those with strong balance sheets.

During the year, the Fund has benefited from strong returns from investments across a broad range of sectors and market capitalisations. Particularly strong gains have been made from CML Microsystems, Fairpoint Group, Secure Trust Bank, Greencore Group and Playtech. There have been some disappointments for stock specific reasons or factors largely outside the control of the businesses. William Sinclair Holdings is one example where trading suffered as a result of the poor weather. The Managers continue to take a long term view where justified but positions are sold where the managers judge the prospects for dividend and dividend growth have changed.

Over the 12 months under review the Fund has delivered a return of 38.3% on a total return basis including income. In the last 12 months the Fund has grown in size from £17.3m to £87.5m, reflecting performance and growing client interest in this strategy.

The Fund was first established in October 2011. Since that time the FTSE All-Share Index has delivered a rise of 23.1%*. The FTSE Smaller Companies Index rose by 40.0%* and the FTSE AIM All-Share has risen by 2.0%*. The total return on the Fund in the period has been 44.3%.

PORTFOLIO

The portfolio is invested in a wide range of individual stocks that together offer the prospect of good and growing dividend income. Although there are some FTSE 100 Index stocks which we find attractive, given that holdings rarely exceed 1.5% and they are fairly limited in number, the portfolio has only 8% of the capital invested in these stocks. There are a greater number in FTSE 250 or MidCap Index and therefore the Fund holds around 25% in this area of the market. Overall, around one third of the portfolio is invested in the stocks in the largest 350 stocks, which implies that around two-thirds is invested in the remaining quoted stocks.

* Source: *Bloomberg*. The benchmarks used by the Investment Manager are for comparison, no benchmarks are required to be disclosed as per the Prospectus.

MITON CAPITAL PARTNERS LIMITED

Investment Manager

10 July 2013

CF MITON UK MULTI CAP INCOME FUND

ACD's Report (continued)

FUND INFORMATION

PERFORMANCE RECORD

Retail 'A' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2011#	102.05	96.22	–
2012	116.35	99.24	5.0020
2013*	135.18	117.85	4.8015

Retail 'A' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2011#	102.08	96.28	–
2012	124.17	99.50	5.0747
2013*	145.00	125.77	5.1081

Institutional 'B' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2011#	102.08	96.31	–
2012	117.43	99.58	5.0115
2013*	136.82	118.95	4.8519

Institutional 'B' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2011#	102.05	96.24	–
2012	124.94	99.49	5.1101
2013*	146.31	126.56	5.1580

Retail 'N' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012##	117.67	100.00	0.7500
2013*	136.99	119.19	4.8065

Retail 'N' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012##	120.22	100.00	0.7500
2013*	140.66	121.77	4.8907

From 14 October 2011.

From 1 June 2012.

* To 31 May 2013.

NET ASSET VALUE

Date	Share Class	Net Asset Value £	Shares in Issue	Net Asset Value pence per share
31.05.12	Retail 'A' Income	1,060,841	1,076,616	98.53
	Retail 'A' Accumulation	354,094	344,328	102.84
	Institutional 'B' Income	15,890,496	16,050,274	99.00
	Institutional 'B' Accumulation	10,033	9,740	103.01
31.05.13	Retail 'A' Income	10,552,751	8,055,594	131.00
	Retail 'A' Accumulation	2,231,770	1,559,158	143.14
	Institutional 'B' Income	63,505,631	47,887,007	132.62
	Institutional 'B' Accumulation	10,737,392	7,432,679	144.46
	Retail 'N' Income	191,030	143,878	132.77
Retail 'N' Accumulation	333,666	240,269	138.87	

CF MITON UK MULTI CAP INCOME FUND

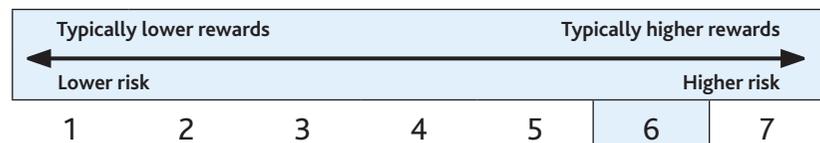
ACD's Report (continued)
Fund Information (continued)

ONGOING CHARGES FIGURE

Expense Type	31.05.13			31.05.12	
	'A'	'B'	'N'	'A'	'B'
ACD's periodic charge	1.50	0.75	1.00	1.50	0.75
Other expenses	0.23	0.23	0.23	0.49	0.49
Ongoing charges figure	1.73	0.98	1.23	1.99	1.24

The Ongoing Charges Figure represents the total operating expenses of the Fund expressed as a percentage of the average net assets during the accounting period.

SYNTHETIC RISK AND REWARD INDICATOR



This indicator shows how much a fund has risen and fallen in the past, and therefore how much a fund's returns have varied. It is a measure of a fund's volatility. The higher a fund's past volatility the higher the number on the scale and the greater the risk that investors in that fund may have made losses as well as gains. The lowest number on the scale does not mean that a fund is risk free.

The Fund has been classed as 6 because its volatility has been measured as above average to high.

This indicator is based on historical data and may not be a reliable indication of the future risk profile of this Fund.

The risk and reward profile shown is not guaranteed to remain the same and may shift over time.

FUND PERFORMANCE TO 31 MAY 2013 (%)

	1 year	Since launch*
CF Miton UK Multi Cap Income Fund	38.34	44.29

* Launch date 14 October 2011.

The performance of the Fund is based on the published price per 'A' Accumulation share which includes reinvested income.

Details of the distributions per share for the year are shown in the Distribution Tables on pages 49 to 52.

PORTFOLIO STATEMENT AS AT 31 MAY 2013

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
£143,500	CORPORATE BONDS Private & Commercial Finance Group 6% 2016	136,325	0.15	
£400,000	St.Modwen Properties 6.25% 2019	427,600	0.49	
	TOTAL CORPORATE BONDS	563,925	0.64	-
	UNITED KINGDOM			
	OIL & GAS			
722,466	<i>OIL & GAS PRODUCERS</i> Trinity Exploration & Production^	841,673	0.96	-
93,838	<i>OIL, EQUIPMENT, SERVICES & DISTRIBUTION</i> Cape	249,843	0.29	2.18
	TOTAL OIL & GAS	1,091,516	1.25	2.18
	BASIC MATERIALS			
105,175	<i>CHEMICALS</i> Synthomer	214,977	0.25	
20,000	Treatt	113,000	0.13	
525,000	Zotefoams	1,034,250	1.18	
		1,362,227	1.56	1.88
146,688	<i>FORESTRY & PAPER</i> James Cropper^	354,985	0.41	
3,587,112	Powerflute^	860,907	0.98	
		1,215,892	1.39	1.84
691,100	<i>MINING</i> Central Asia Metals	808,587	0.92	0.55
	TOTAL BASIC MATERIALS	3,386,706	3.87	4.27

CF MITON UK MULTI CAP INCOME FUND

ACD's Report (continued)

Portfolio Statement (continued)

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
	INDUSTRIALS			
	CONSTRUCTION & MATERIALS			
3,546,893	Norcros	594,104	0.68	0.41
	GENERAL INDUSTRIALS			
125,088	British Polythene Industries	694,238	0.79	
1,161,369	Coral Products^	101,620	0.12	
298,657	DS Smith	723,049	0.82	
781,335	Macfarlane Group	218,774	0.25	
112,223	Robinson^	166,090	0.19	
		1,903,771	2.17	2.57
	ELECTRONIC & ELECTRICAL EQUIPMENT			
337,221	Datong^	160,180	0.19	2.07
	INDUSTRIAL ENGINEERING			
913,539	AB Dynamics^	986,622	1.13	
133,161	Chamberlin^	126,503	0.14	
517,373	Trifast	294,903	0.34	
		1,408,028	1.61	1.36
	INDUSTRIAL TRANSPORTATION			
909,050	Stobart Group	806,782	0.92	
235,286	UK Mail Group	1,181,136	1.35	
		1,987,918	2.27	1.79
	SUPPORT SERVICES			
930,000	Augean^	297,600	0.34	
125,681	Berendsen	958,318	1.09	
777,789	Communis	418,062	0.48	
319,590	Harvey Nash Group	230,105	0.26	
12,247,648	Inspired Energy^	643,002	0.73	
241,833	Interserve	1,181,112	1.35	
925,000	Johnson Service Group^	430,125	0.49	
1,140,409	Nationwide Accident Repair Services^	821,094	0.94	
322,000	Networkers International^	119,140	0.14	
347,547	office2office	295,415	0.34	

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
	SUPPORT SERVICES (continued)			
4,975,442	Silverdell^	733,877	0.84	
949,417	St Ives	1,523,814	1.74	
241,923	Staffline Group^	1,008,819	1.15	
		8,660,483	9.89	10.75
	TOTAL INDUSTRIALS	14,714,484	16.81	18.95
	CONSUMER GOODS			
	AUTOMOBILES & PARTS	-	-	1.07
	FOOD PRODUCERS			
86,926	Cranswick	977,918	1.12	
259,953	Dairy Crest Group	1,259,472	1.44	
961,770	Finsbury Food Group^	504,929	0.58	
1,754,891	Fyffes^	982,739	1.12	
1,270,000	Greencore Group	1,651,000	1.88	
222,051	Hilton Food Group	777,178	0.89	
		6,153,236	7.03	6.43
	HOUSEHOLD GOODS & HOME CONSTRUCTION			
71,493	Churchill China^	243,076	0.28	
806,155	International Greetings^	282,154	0.32	
812,646	Mcbride	837,026	0.96	
450,780	William Sinclair Holdings^	563,475	0.64	
		1,925,731	2.20	2.81
	LEISURE GOODS	-	-	1.43
	TOTAL CONSUMER GOODS	8,078,967	9.23	11.74
	HEALTH CARE			
	HEALTH CARE, EQUIPMENT & SERVICES			
89,878	Consort Medical	707,790	0.81	1.25

CF MITON UK MULTI CAP INCOME FUND

ACD's Report (continued)

Portfolio Statement (continued)

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
	<i>PHARMACEUTICALS & BIOTECHNOLOGY</i>			
324,603	Bioventix#	990,039	1.13	
328,257	Eco Animal Health Group^	761,556	0.87	
		<u>1,751,595</u>	<u>2.00</u>	<u>1.32</u>
	TOTAL HEALTH CARE	<u>2,459,385</u>	<u>2.81</u>	<u>2.57</u>
	<i>CONSUMER SERVICES</i>			
	<i>FOOD & DRUG RETAILERS</i>			
47,953	Greggs	195,217	0.22	
231,480	Sainsbury (J)	866,429	0.99	
		<u>1,061,646</u>	<u>1.21</u>	<u>3.20</u>
	<i>GENERAL RETAILERS</i>			
247,465	Brown (N) Group	1,131,163	1.29	1.36
	<i>MEDIA</i>			
190,675	4imprint Group	962,909	1.10	
801,637	Bloomsbury Publishing	1,024,091	1.17	
1,337,200	Cello Group^	708,716	0.81	
128,947	Haynes Publishing Group	225,657	0.26	
1,702,829	Huntsworth	1,021,698	1.17	
753,721	ITV	987,375	1.13	
236,364	Moneysupermarket.com Group	491,637	0.56	
2,058,000	NetPlay TV^	360,150	0.41	
623,621	TLA Worldwide^	159,023	0.18	
2,833,000	UBC Media Group^	56,660	0.06	
697,797	Wilmington Group	1,123,453	1.28	
		<u>7,121,369</u>	<u>8.13</u>	<u>7.22</u>
	<i>TRAVEL & LEISURE</i>			
1,076,000	32Red^	535,310	0.61	
649,706	888 Holdings	1,009,643	1.16	
309,327	Cineworld Group	999,126	1.14	

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
	<i>TRAVEL & LEISURE (continued)</i>			
102,220	Playtech	683,852	0.78	
946,917	Rangers International Football Club^	530,274	0.61	
117,982	TUI Travel	422,847	0.48	
		<u>4,181,052</u>	<u>4.78</u>	<u>3.49</u>
	TOTAL CONSUMER SERVICES	<u>13,495,230</u>	<u>15.41</u>	<u>15.27</u>
	<i>TELECOMMUNICATIONS</i>			
	<i>FIXED LINE TELECOMMUNICATIONS</i>			
407,072	BT Group	1,229,765	1.41	
2,442,263	Cable & Wireless Communications	1,061,896	1.21	
1,148,000	KCOM Group	962,598	1.10	
436,955	TalkTalk Telecom Group	998,442	1.14	
		<u>4,252,701</u>	<u>4.86</u>	<u>4.70</u>
	<i>MOBILE TELECOMMUNICATIONS</i>			
518,481	Vodafone Group	995,224	1.13	1.38
	TOTAL TELECOMMUNICATIONS	<u>5,247,925</u>	<u>5.99</u>	<u>6.08</u>
	<i>UTILITIES</i>			
	<i>ELECTRICITY</i>			
139,781	Drax Group	798,848	0.91	1.14
	<i>FINANCIALS</i>			
	<i>BANKS</i>			
51,420	Secure Trust Bank^	964,125	1.10	0.84
	<i>NON-LIFE INSURANCE</i>			
1,236,073	Abbey Protection^	1,446,205	1.65	
269,440	Amlin	1,122,487	1.28	
557,974	Beazley	1,317,935	1.51	
1,393,349	Brightside Group^	334,404	0.38	
215,710	Catlin Group	1,083,943	1.24	
187,693	Direct Line Insurance Group	396,783	0.45	
358,613	eSure Group	1,117,080	1.28	
115,700	Lancashire Holdings	919,815	1.05	

CF MITON UK MULTI CAP INCOME FUND

ACD's Report (continued)

Portfolio Statement (continued)

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
	<i>NON-LIFE INSURANCE (continued)</i>			
229,398	Novae Group	1,128,065	1.29	
216,458	Personal Group Holdings^	833,363	0.95	
1,060,590	Randall & Quilter Investment Holdings^	1,357,555	1.55	
806,313	RSA Insurance Group	928,066	1.06	
		<u>11,985,701</u>	<u>13.69</u>	<u>9.40</u>
	<i>LIFE INSURANCE</i>			
157,032	Aviva	524,016	0.60	
153,936	Chesnara	389,458	0.45	
760,087	Hansard Global	972,911	1.11	
218,373	Resolution	631,753	0.72	
		<u>2,518,138</u>	<u>2.88</u>	<u>1.75</u>
	<i>REAL ESTATE INVESTMENT & SERVICES</i>			
579,892	Belvoir Lettings^	811,849	0.93	
441,189	Lok'nStore Group^	577,957	0.66	
215,774	Safestore Holdings	292,374	0.33	
		<u>1,682,180</u>	<u>1.92</u>	<u>1.57</u>
	<i>REAL ESTATE INVESTMENT TRUSTS</i>			
411,897	Segro	1,150,429	1.31	1.00
	<i>FINANCIAL SERVICES</i>			
777,189	Charles Taylor	1,453,343	1.66	
196,716	City of London Investment Group	505,560	0.58	
1,495,996	Fairpoint Group^	1,645,596	1.88	
101,080	Intermed Capital Group	472,751	0.54	
100,000	Jarvis Securities^	294,000	0.33	
575,000	London Capital Group Holdings^	212,750	0.24	
81,428,571	Merchant House Group*	-	-	
1,565,083	Park Group^	845,145	0.97	
54,578	Provident Financial	837,772	0.96	
936,655	Ultimate Finance Group^	220,114	0.25	
		<u>6,487,031</u>	<u>7.41</u>	<u>6.14</u>
	TOTAL FINANCIALS	<u>24,787,604</u>	<u>28.31</u>	<u>20.70</u>

Holding	Portfolio of Investments	Value £	Total Net Assets	
			31.05.13 %	31.05.12 %
	TECHNOLOGY			
	<i>SOFTWARE & COMPUTER SERVICES</i>			
213,622	InternetQ^	736,996	0.84	
5,632,040	Quindell Portfolio^	502,941	0.57	
379,907	Sanderson Group^	182,356	0.21	
359,143	SQS Software Quality Systems^	1,195,946	1.37	
		<u>2,618,239</u>	<u>2.99</u>	<u>6.03</u>
	<i>TECHNOLOGY HARDWARE & EQUIPMENT</i>			
1,132,184	Amino Technologies^	917,069	1.05	
300,462	CML Microsystems	1,301,000	1.49	
951,544	Concurrent Technologies^	485,288	0.55	
		<u>2,703,357</u>	<u>3.09</u>	<u>2.39</u>
	TOTAL TECHNOLOGY	<u>5,321,596</u>	<u>6.08</u>	<u>8.42</u>
	Portfolio of investments	79,946,186	91.31	91.32
	Net other assets	7,606,054	8.69	8.68
	Net assets	<u>87,552,240</u>	<u>100.00</u>	<u>100.00</u>

The investments have been valued in accordance with note 1(i) of the Notes to the Aggregated Financial Statements and are ordinary shares listed on a regulated market unless stated otherwise.

^ Quoted on Alternative Investment Market.

Quoted on ISDX Growth Market.

* Delisted.

CF MITON UK MULTI CAP INCOME FUND

ACD's Report (continued)

SUMMARY OF MATERIAL PORTFOLIO CHANGES
FOR THE YEAR ENDED 31 MAY 2013

Total purchases for the year (note 13) £62,395,152

Major purchases	Cost £
Fairpoint Group	1,110,138
Charles Taylor	1,082,170
eSure Group	1,065,399
Lancashire Holdings	968,177
Fyffes	950,576
Resolution	943,985
Randall & Quilter Investment Holdings	917,386
Aviva	914,990
Abbey Protection	883,915
Amino Technologies	868,838
Segro	865,375
ITV	865,336
Provident Financial	861,783
Catlin Group	861,640
Amlin	859,370
Park Group	851,692
Bloomsbury Publishing	847,391
Central Asia Metals	841,744
Stobart Group	836,507
Mcbride	834,677

Total sales for the year (note 13) £11,414,864

Major sales	Proceeds £
Synthomer	629,380
Intermediate Capital Group	606,309
Playtech	572,919
Debenhams	537,824
Fusionex International	527,928
Numis Corporation	525,599
Resolution	471,564
KBC Advanced Technologies	445,470
Utilitywise	433,577
TUI Travel	426,638
RPC Group	385,943
Greggs	341,740
Aviva	334,616
Admiral Group	309,061
Direct Line Insurance Group	303,760
PayPoint	281,312
Morgan Advanced Materials	274,699
Chemring Group	249,867
Tangent Communications	243,222
Premier Farnell	229,090

The summary of material portfolio changes represents the 20 largest purchases and sales during the year.

CF MITON UK MULTI CAP INCOME FUND
 FINANCIAL STATEMENTS
 STATEMENT OF TOTAL RETURN
 FOR THE YEAR ENDED 31 MAY 2013

	Notes	31.05.13		31.05.12*	
		£	£	£	£
Income:					
Net capital gains/(losses)	2		13,147,221		(233,435)
Revenue	3	2,412,273		586,584	
Expenses	4	(521,929)		(109,202)	
Finance costs: Interest	6	—		—	
Net revenue before taxation		1,890,344		477,382	
Taxation	5	(20,568)		(419)	
Net revenue after taxation		1,869,776		476,963	
Total return before distributions		15,016,997		243,528	
Finance costs: Distributions	6	(2,379,678)		(585,129)	
Change in net assets attributable to shareholders from investment activities		12,637,319		(341,601)	

STATEMENT OF CHANGE IN NET ASSETS ATTRIBUTABLE TO SHAREHOLDERS
 FOR THE YEAR ENDED 31 MAY 2013

	Notes	31.05.13		31.05.12*	
		£	£	£	£
Opening net assets attributable to shareholders			17,315,464		—
Transfer from CF Miton Cautious Income Portfolio			6,823,643		—
Amounts receivable on issue of shares		55,751,571		17,874,355	
Amounts payable on cancellation of shares		(5,277,426)		(226,265)	
		50,474,145		17,648,090	
Stamp duty reserve tax	1(g)	(31,863)		(1,391)	
Change in net assets attributable to shareholders from investment activities		12,637,319		(341,601)	
Retained distribution on Accumulation shares		333,011		10,366	
Unclaimed distributions	1(h)	521		—	
Closing net assets attributable to shareholders		87,552,240		17,315,464	

* The comparative figures in the Statement of Total Return, Statement of Change in Net Assets Attributable to Shareholders and related notes are for the period from 14 October 2011 to 31 May 2012.

BALANCE SHEET
 AS AT 31 MAY 2013

	Notes	31.05.13		31.05.12	
		£	£	£	£
ASSETS					
Investment assets			79,946,186		15,813,229
Other assets					
Debtors	7	4,338,127		607,613	
Cash and bank balances		5,325,582		2,144,245	
Total other assets			9,663,709		2,751,858
Total assets			89,609,895		18,565,087
LIABILITIES					
Other liabilities					
Creditors	8	(669,121)		(776,766)	
Distribution payable on Income shares		(1,388,534)		(472,857)	
Total other liabilities			(2,057,655)		(1,249,623)
Total liabilities			(2,057,655)		(1,249,623)
Net assets attributable to shareholders			87,552,240		17,315,464

CF MITON UK MULTI CAP INCOME FUND

Financial Statements (continued)

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 MAY 2013

1. ACCOUNTING POLICIES

The Fund's Financial Statements have been prepared on the same basis as the Aggregated Financial Statements.

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
2. NET CAPITAL GAINS/(LOSSES)		
The net capital gains/(losses) during the year/period comprise:		
Non-derivative securities	13,152,668	(229,878)
Transaction charges	(5,447)	(2,880)
Currency losses	–	(677)
Net capital gains/(losses)	13,147,221	(233,435)
3. REVENUE		
Non-taxable dividends	2,352,239	581,407
UK property income distributions	34,937	4,704
Unfranked interest	19,140	–
Bank interest	4,954	473
Other interest	3	–
Underwriting commission	1,000	–
Total revenue	2,412,273	586,584
4. EXPENSES		
Payable to the ACD, associates of the ACD and agents of either of them:		
ACD's periodic charge	420,296	64,910
Legal and professional fees	17,000	12,187
Printing costs	6,030	4,196
Registration fees	27,612	4,490
	470,938	85,783
Payable to the Depositary, associates of the Depositary and agents of either of them:		
Depositary's fees	22,251	4,413
Safe custody and other bank charges	9,293	1,828
	31,544	6,241

4. EXPENSES (continued)

Other expenses:

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
FCA fee	61	10
Fees paid to auditor – audit	8,400	8,400
– tax services	2,400	3,600
Publication costs	6,328	1,699
Postage and distribution costs	2,258	335
Set up costs	–	3,134
	19,447	17,178
Total expenses	521,929	109,202

5. TAXATION

a) Analysis of charge for the year

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
Corporation tax at 20%	–	–
Overseas tax	20,568	419
Current tax charge (note 5b)	20,568	419
Deferred tax – origination and reversal of timing differences (note 5c)		
	–	–
Total taxation	20,568	419

b) Factors affecting current tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK for an authorised fund (20%) (31.05.12 : 20%). The difference is explained below.

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
Net revenue before taxation	1,890,344	477,382
Corporation tax at 20%	378,069	95,476

CF MITON UK MULTI CAP INCOME FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
5. TAXATION (continued)		
Effects of:		
Non-taxable dividends	(470,448)	(116,281)
Expenses not deductible for tax purposes	–	627
Unutilised excess management expenses	92,379	20,178
Corporation tax charge	–	–
Overseas tax	20,568	419
Current tax charge (note 5a)	<u>20,568</u>	<u>419</u>

c) Deferred tax

At the year end there is a potential deferred tax asset of £112,557 (31.05.12 : £20,178) in relation to surplus management expenses. It is unlikely that the Fund will generate sufficient taxable profits in the future to utilise this amount and, therefore, no deferred tax asset has been recognised in the current or prior period.

6. FINANCE COSTS

The distributions take account of revenue received on the issue of shares and revenue deducted on cancellations of shares, and comprise:

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
First Interim	224,879	–
Second Interim	639,208	–
Third Interim	312,651	222,046
Final	1,632,738	482,742
	<u>2,809,426</u>	<u>704,788</u>
Add: Revenue deducted on cancellation of shares	46,337	2,396
Deduct: Revenue received on issue of shares	(476,135)	(122,055)
Net distributions for the year	<u>2,379,678</u>	<u>585,129</u>
Interest	–	–
Total finance costs	<u>2,379,678</u>	<u>585,129</u>

Details of the distributions per share are set out in the tables on pages 49 to 52.

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
6. FINANCE COSTS (continued)		
Distributions represented by:		
Net revenue after taxation	1,869,776	476,963
Allocations to Capital:		
Expenses, net of tax relief	509,922	108,166
Equalisation on conversions#	18	–
Balance brought forward	–	–
Balance carried forward	(38)	–
Net distributions for the year	<u>2,379,678</u>	<u>585,129</u>

Where an investor converts to a class with a higher income yield, the investor will receive an equalisation as if they had held the new class throughout the period from the last distribution to the conversion date. The yield differential at the point of conversion is an equalisation which will be offset by capital erosion for the converted investor.

	31.05.13 £	31.05.12 £
7. DEBTORS		
Amounts receivable for issue of shares	508,446	147,802
Sales awaiting settlement	3,273,143	322,794
Accrued revenue:		
Non-taxable dividends	504,669	127,977
Unfranked interest	3,196	–
Bank interest	537	316
	<u>508,402</u>	<u>128,293</u>
Prepaid expenses	334	1,614
Taxation recoverable:		
Income tax	–	941
Overseas withholding tax	16,413	6,169
	<u>16,413</u>	<u>7,110</u>
Amount due from CF Miton Cautious Income Portfolio	31,389	–
Total debtors	<u>4,338,127</u>	<u>607,613</u>

CF MITON UK MULTI CAP INCOME FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	31.05.13	31.05.12
	£	£
8. CREDITORS		
Amounts payable for cancellation of shares	10,488	–
Purchases awaiting settlement	557,397	740,223
Accrued expenses:		
Amounts payable to the ACD, associates of the ACD and agents of either of them:		
ACD's periodic charge	60,833	12,041
Legal and professional fees	2,346	1,592
Printing costs	3,571	4,196
Registration fees	9,238	808
	75,988	18,637
Amounts payable to the Depository, associates of the Depository and agents of either of them:		
Depository's fees	3,242	720
Transaction charges	1,145	2,880
Safe custody and other bank charges	3,963	1,828
	8,350	5,428
Other expenses	12,478	12,345
Taxation payable:		
Stamp duty reserve tax	4,420	133
Total creditors	<u>669,121</u>	<u>776,766</u>

9. RELATED PARTY TRANSACTIONS

Disclosure is made in note 9 of the Notes to the Aggregated Financial Statements.

10. SHAREHOLDER FUNDS

Disclosure is made in note 10 of the Notes to the Aggregated Financial Statements.

11. CONTINGENT LIABILITIES AND COMMITMENTS

Disclosure is made in note 11 of the Notes to the Aggregated Financial Statements.

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS

The main risks from the Fund's holding of financial instruments, together with the ACD's policy for managing these risks, are disclosed in note 12 of the Notes to the Aggregated Financial Statements. Disclosure specific to this sub-fund are made below in relation to numeric disclosure of interest rate risk, numeric disclosure of foreign currency risk, and derivatives.

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

i. Interest rate risk

The table below shows the direct interest rate risk profile:

	31.05.13	31.05.12
	£	£
Floating rate assets:		
Euros	15,821	8,771
Pounds sterling	5,309,761	2,135,474
	5,325,582	2,144,245
Fixed rate assets:		
Pounds sterling	563,925	–
Assets on which interest is not paid:		
Euros	5,802	9,931
US dollars	27,855	–
Pounds sterling	83,686,731	16,410,911
	83,720,388	16,420,842
Liabilities on which interest is not paid:		
Pounds sterling	(2,057,655)	(1,249,623)
Net assets	<u>87,552,240</u>	<u>17,315,464</u>

The floating rate financial assets comprise bank balances which earn interest at rates linked to the Bank of England base rate or its international equivalents.

Fixed rate financial assets have a weighted average yield of 6.19% (31.05.12 : nil) and a weighted average period for which income is fixed of 6 years (31.05.12 : nil).

There are no material amounts of non-interest bearing financial assets and liabilities other than equities, which do not have maturity dates.

ii. Foreign currency risk

The table below shows the direct foreign currency risk profile:

	31.05.13	31.05.12
	£	£
Currency:		
Euros	21,623	18,702
US dollars	27,855	–
	49,478	18,702
Pounds sterling	87,502,762	17,296,762
Net assets	<u>87,552,240</u>	<u>17,315,464</u>

CF MITON UK MULTI CAP INCOME FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

iii. Derivatives

The Fund held no derivatives during the current or prior year.

	31.05.13 £	For the period from 14.10.11 to 31.05.12 £
13. PORTFOLIO TRANSACTION COSTS		
Analysis of total purchase costs		
Purchases in year before transaction costs	62,018,385	21,966,181
Transaction costs:		
Commissions	113,299	44,333
Stamp duty and other charges	263,468	103,101
	376,767	147,434
Gross purchases total	<u>62,395,152</u>	<u>22,113,615</u>
Analysis of total sale costs		
Gross sales before transaction costs	11,436,988	6,083,626
Transaction costs:		
Commissions	(22,013)	(13,027)
Other charges	(111)	(93)
	(22,124)	(13,120)
Total sales net of transaction costs	<u>11,414,864</u>	<u>6,070,506</u>

DISTRIBUTION TABLE

FOR THE YEAR ENDED 31 MAY 2013 – IN PENCE PER SHARE

First Interim

Group 1 – Shares purchased prior to 1 June 2012

Group 2 – Shares purchased on or after 1 June 2012 and on or before 31 August 2012

Retail 'A' Income Shares	Net Revenue	Equalisation	Paid 31.10.12
Group 1	0.7500	–	0.7500
Group 2	0.0494	0.7006	0.7500

Retail 'A' Accumulation Shares	Net Revenue	Equalisation	Allocated 31.10.12
Group 1	0.7829	–	0.7829
Group 2	0.1171	0.6658	0.7829

Institutional 'B' Income Shares	Net Revenue	Equalisation	Paid 31.10.12
Group 1	0.7500	–	0.7500
Group 2	0.1196	0.6304	0.7500

Institutional 'B' Accumulation Shares	Net Revenue	Equalisation	Allocated 31.10.12
Group 1	0.8168	–	0.8168
Group 2	0.4865	0.3303	0.8168

Retail 'N' Income Shares	Net Revenue	Equalisation	Paid 31.10.12
Group 1	0.7500	–	0.7500
Group 2	0.0020	0.7480	0.7500

Retail 'N' Accumulation Shares	Net Revenue	Equalisation	Allocated 31.10.12
Group 1	0.7500	–	0.7500
Group 2	0.7500	0.0000	0.7500

CF MITON UK MULTI CAP INCOME FUND

Financial Statements (continued)

Distribution Table (continued)

Second Interim

Group 1 – Shares purchased prior to 1 September 2012

Group 2 – Shares purchased on or after 1 September 2012 and on or before 30 November 2012

Retail 'A' Income Shares	Net Revenue	Equalisation	Paid 31.01.13
Group 1	1.7262	–	1.7262
Group 2	0.6180	1.1082	1.7262

Retail 'A' Accumulation Share	Net Revenue	Equalisation	Allocated 31.01.13
Group 1	1.8128	–	1.8128
Group 2	0.5012	1.3116	1.8128

Institutional 'B' Income Shares	Net Revenue	Equalisation	Paid 31.01.13
Group 1	1.7429	–	1.7429
Group 2	0.3449	1.3980	1.7429

Institutional 'B' Accumulation Shares	Net Revenue	Equalisation	Allocated 31.01.13
Group 1	1.8368	–	1.8368
Group 2	0.5773	1.2595	1.8368

Retail 'N' Income Shares	Net Revenue	Equalisation	Paid 31.01.13
Group 1	1.6931	–	1.6931
Group 2	0.3857	1.3074	1.6931

Retail 'N' Accumulation Shares	Net Revenue	Equalisation	Allocated 31.01.13
Group 1	1.7040	–	1.7040
Group 2	1.7040	0.0000	1.7040

Third Interim

Group 1 – Shares purchased prior to 1 December 2012

Group 2 – Shares purchased on or after 1 December 2012 and on or before 28 February 2013

Retail 'A' Income Shares	Net Revenue	Equalisation	Paid 30.04.13	Paid 30.04.12
Group 1	0.6235	–	0.6235	1.5000
Group 2	0.2972	0.3263	0.6235	1.5000

Retail 'A' Accumulation Shares	Net Revenue	Equalisation	Allocated 30.04.13	Allocated 30.04.12
Group 1	0.6660	–	0.6660	1.5000
Group 2	0.3408	0.3252	0.6660	1.5000

Institutional 'B' Income Shares	Net Revenue	Equalisation	Paid 30.04.13	Paid 30.04.12
Group 1	0.6293	–	0.6293	1.5000
Group 2	0.2892	0.3401	0.6293	1.5000

Retail 'B' Accumulation Shares	Net Revenue	Equalisation	Allocated 30.04.13	Allocated 30.04.12
Group 1	0.6696	–	0.6696	1.5000
Group 2	0.2765	0.3931	0.6696	1.5000

Retail 'N' Income Shares	Net Revenue	Equalisation	Paid 30.04.13
Group 1	0.6302	–	0.6302
Group 2	0.1974	0.4328	0.6302

Retail 'N' Accumulation Shares	Net Revenue	Equalisation	Allocated 30.04.13
Group 1	0.6374	–	0.6374
Group 2	0.2412	0.3962	0.6374

CF MITON UK MULTI CAP INCOME FUND

Financial Statements (continued)

Distribution Table (continued)

Final

Group 1 – Shares purchased prior to 1 March 2013

Group 2 – Shares purchased on or after 1 March 2013 and on or before 31 May 2013

Retail 'A' Income Shares	Net Revenue	Equalisation	Payable 31.07.13	Paid 31.07.12
Group 1	2.4518	–	2.4518	2.7520
Group 2	1.1656	1.2862	2.4518	2.7520

Retail 'A' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13	Allocated 31.07.12
Group 1	2.6293	–	2.6293	2.7918
Group 2	1.4238	1.2055	2.6293	2.7918

Institutional 'B' Income Shares	Net Revenue	Equalisation	Payable 31.07.13	Paid 31.07.12
Group 1	2.4797	–	2.4797	2.7615
Group 2	1.3909	1.0888	2.4797	2.7615

Institutional 'B' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13	Allocated 31.07.12
Group 1	2.6516	–	2.6516	2.7933
Group 2	0.7335	1.9181	2.6516	2.7933

Retail 'N' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	2.4832	–	2.4832
Group 2	1.0108	1.4724	2.4832

Retail 'N' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	2.5493	–	2.5493
Group 2	1.2921	1.2572	2.5493

EQUALISATION

Equalisation applies only to shares purchased during the distribution period (Group 2 shares). It represents the accrued revenue included in the purchase price of the shares. After averaging it is returned with the distribution as a capital repayment. It is not liable to Income Tax but must be deducted from the cost of the shares for Capital Gains Tax purposes.

CF MITON UK SMALLER COMPANIES FUND

ACD'S REPORT

FOR THE PERIOD FROM 14 DECEMBER 2012 TO 31 MAY 2013

INVESTMENT OBJECTIVE AND POLICY

The CF Miton UK Smaller Companies Fund ('the Fund') aims to achieve long-term total returns by investing primarily in UK quoted smaller companies.

The Fund considers UK quoted smaller companies to be those companies that: are incorporated in the UK and/or have most of their operations in the UK; are listed on a stock exchange; and have a relatively low market capitalisation.

The Fund may also invest in collective investment schemes, cash, money market instruments, other transferable securities and use derivatives and forward transactions for the purposes of Efficient Portfolio Management.

CAPITA FINANCIAL MANAGERS LIMITED

ACD of CF Miton UK Smaller Companies Fund

30 August 2013

INVESTMENT MANAGER'S REPORT

MARKETS

Stock market returns since the Fund launched on 14 December 2012 have been pretty good. The promise by Draghi to "do whatever it takes" and the announcement of the willingness of the European Central Bank to buy Government Bonds of the weaker states changed sentiment. Meanwhile, the policy of Quantitative Easing continued to be applied by several central banks and this encouraged banks around the world to purchase bonds generally. So the bond yields of some of the more vulnerable Euroland states improved very significantly in the period.

Against a backdrop this positive, equity markets have also performed strongly. The FTSE All-Share Index rose 12.1%* since the Fund launched. Mid-sized equities once again delivered premium returns, with a rise of 18.7%*. However, in contrast to the credit boom trend, many smaller companies have also delivered strong returns. The FTSE SmallCap Index (excluding Investment Companies) rose 17.6%* during the period from launch to 31 May 2013. Not all smaller stock indices performed as well. The FTSE AIM All-Share rose only 6%* in the period as portfolio managers aggressively sold down small exploration stocks because of their speculative nature and that they are unlikely to ever pay sustained dividends.

These index moves underline a fundamental change of attitude coming through in the financial markets. As anticipated, investors are beginning to move away from embracing extra volatility in the hope of holding stocks that will outperform rising indices, and instead are seeking investments in businesses with decent dividend yields or the potential to pay future dividends.

This change in attitude is also being seen in the growing interest in smaller companies with these characteristics. Whereas, previously, companies that were outside the largest 350 quoted stocks were largely ignored by professional investors, now there is a greater willingness to consider them. We believe that the attitude change by investors is still at its early stages and, as of yet, many investors have not been willing to consider those with market capitalisations below £100 million market capitalisation. At present we are still able to invest in these stocks at more attractive valuation metrics, and therefore we believe they still offer some of the most attractive risk/reward ratios.

PERFORMANCE

The Fund launched with starting capital of £6 million and currently operates on a concentrated basis with around 30 holdings ranging in sizes from 0.6% to 6.1% as a proportion of the Fund.

The Fund seeks to capitalise on the opportunity that the Managers believe exists to invest in companies that are overlooked either by virtue of the company size or because they are not a constituent of a benchmark. As a result, the Managers believe there is greater opportunity for capital gains in this area on a long term basis. Investments are only selected on a bottom-up basis and are typically companies below £100 million market capitalisation. These companies can be listed in the Smaller Companies Index or the AIM, Fledgling or ISDX markets.

As at 31 May 2013, 7.53% of the Fund was invested in companies in the Smallcap Index and 75.23% in the Alternative Investment Market and a further 2.40% was invested in the Fledgling market and 5.21% in the ISDX Growth Market.

* *Source: Bloomberg.* The benchmarks used by the Investment Manager are for comparison, no benchmarks are required to be disclosed as per the Prospectus.

Given the differences that exist in the strategy compared to other UK Smaller Company funds, the Managers expect the returns to be more volatile and will not necessarily reflect market movements of the wider Smaller Companies Index or the movement in other Smaller Company funds.

Since launch in December the Fund has gained 10.93%** to 31 May 2013. The Fund has benefited from strong returns from investments such as Amino Technologies, Dart Group, InternetQ, Bioventix and 888 Holdings. There have been some disappointments for stock specific reasons or factors largely outside the control of the businesses. An example of this is William Sinclair Holdings which disappointed as a result of the poor weather. The Managers take a long term view where justified but positions are sold where the managers judge that there has been a fundamental change in the prospects for the business.

** *Source: FE Analytics.*

MITON CAPITAL PARTNERS LIMITED

Investment Manager

10 July 2013

CF MITON UK SMALLER COMPANIES FUND

ACD's Report (continued)

FUND INFORMATION

PERFORMANCE RECORD

Retail 'A' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012#	104.32	100.16	–
2013*	112.03	104.40	0.1520

Retail 'A' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012#	104.32	100.14	–
2013*	112.00	104.40	0.1579

Institutional 'B' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012#	104.34	100.16	–
2013*	112.33	104.43	0.0297

Institutional 'B' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012#	104.34	100.16	–
2013*	112.33	104.43	0.0298

Retail 'N' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012#	104.32	100.16	–
2013*	112.04	104.40	0.2760

Retail 'N' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2012#	104.32	100.16	–
2013*	112.20	104.40	0.2822

From 14 December 2012.

* To 31 May 2013.

NET ASSET VALUE

Date	Share Class	Net Asset Value £	Shares in Issue	Net Asset Value pence per share
31.05.13	Retail 'A' Income	273	250	109.39
	Retail 'A' Accumulation	185,682	169,538	109.52
	Institutional 'B' Income	2,206,507	2,008,519	109.86
	Institutional 'B' Accumulation	3,862,293	3,514,760	109.89
	Retail 'N' Income	273	250	109.28
	Retail 'N' Accumulation	70,704	64,429	109.74

ONGOING CHARGES FIGURE

Expense Type	31.05.13 %		
	'A'	'B'	'N'
ACD's periodic charge	1.50	0.75	1.00
Other expenses	0.37	0.37	0.37
Ongoing charges figure	1.87	1.12	1.37

The Ongoing Charges Figure represents the total operating expenses of the Fund, expressed as a percentage of the average net assets during the accounting period.

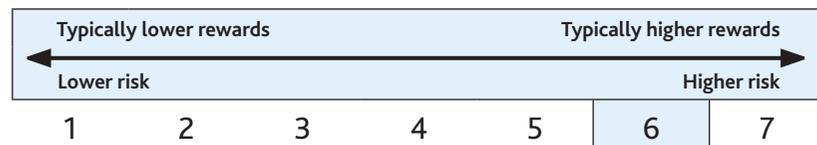
The Ongoing Charges Figure shown here is an estimate of the charges. An estimate is being used rather than the *ex post* figure due to the Fund only being launched on 14 December 2012.

CF MITON UK SMALLER COMPANIES FUND

ACD's Report (continued)

Fund Information (continued)

SYNTHETIC RISK AND REWARD INDICATOR



This indicator shows how much a fund has risen and fallen in the past, and therefore how much a fund's returns have varied. It is a measure of a fund's volatility. The higher a fund's past volatility the higher the number on the scale and the greater the risk that investors in that fund may have made losses as well as gains. The lowest number on the scale does not mean that a fund is risk free.

The Fund has been classed as 6 because its volatility has been measured as above average to high.

This indicator is based on historical data and may not be a reliable indication of the future risk profile of this Fund.

The risk and reward profile shown is not guaranteed to remain the same and may shift over time.

FUND PERFORMANCE

As the Fund was launched less than one year ago, no performance figures are reported.

Details of the distributions per share for the period are shown in the Distribution Tables on pages 72 and 73.

PORTFOLIO STATEMENT AS AT 31 MAY 2013

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	UNITED KINGDOM		
	OIL & GAS		
	<i>OIL & GAS PRODUCERS</i>		
50,000	Ithaca Energy [^]	61,625	0.97
114,366	Trinity Exploration & Production [^]	133,236	2.11
		<u>194,861</u>	<u>3.08</u>
	<i>OIL EQUIPMENT, SERVICES & DISTRIBUTION</i>		
125,000	Thalassa Holdings [^]	172,500	2.73
	<i>ALTERNATIVE ENERGY</i>		
710,000	Alkane Energy [^]	211,225	3.34
38,714	Graphene Nanochem [^]	40,650	0.64
		<u>251,875</u>	<u>3.98</u>
	TOTAL OIL & GAS	<u>619,236</u>	<u>9.79</u>
	INDUSTRIALS		
	<i>ELECTRONIC & ELECTRICAL EQUIPMENT</i>		
40,000	Sprue Aegis#	40,000	0.63
	<i>SUPPORT SERVICES</i>		
284,620	Redhall Group [^]	142,310	2.25
1,777,776	Silverdell [^]	262,222	4.15
30,000	Synectics [^]	124,500	1.97
		<u>529,032</u>	<u>8.37</u>
	TOTAL INDUSTRIALS	<u>569,032</u>	<u>9.00</u>
	CONSUMER GOODS		
	<i>HOUSEHOLD GOODS & HOME CONSTRUCTION</i>		
110,000	Walker Greenbank [^]	124,850	1.97
154,875	William Sinclair Holdings [^]	193,594	3.06
		<u>318,444</u>	<u>5.03</u>

CF MITON UK SMALLER COMPANIES FUND

ACD's Report (continued)

Portfolio Statement (continued)

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	HEALTH CARE		
	<i>PHARMACEUTICALS & BIOTECHNOLOGY</i>		
95,000	Bioventix#	289,750	4.58
	CONSUMER SERVICES		
	<i>GENERAL RETAILERS</i>		
327,000	Vertu Motors^	130,800	2.07
	<i>MEDIA</i>		
100,000	Next Fifteen Communications Group^	83,000	1.31
115,000	STV Group	151,800	2.40
		234,800	3.71
	<i>TRAVEL & LEISURE</i>		
93,441	888 Holdings	145,207	2.30
166,300	Dart Group^	329,274	5.21
481,679	Rangers International Football Club^	269,740	4.26
		744,221	11.77
	TOTAL CONSUMER SERVICES	1,109,821	17.55
	FINANCIALS		
	<i>REAL ESTATE INVESTMENT & SERVICES</i>		
465,000	Capital & Regional	162,750	2.57
	<i>FINANCIAL SERVICES</i>		
310,000	Fairpoint Group^	341,000	5.39
800,000	Private & Commercial Finance Group^	48,000	0.76
25,752	S&U	313,402	4.96
		702,402	11.11
	<i>EQUITY INVESTMENT INSTRUMENTS</i>		
229,000	Burford Capital^	245,030	3.87
	TOTAL FINANCIALS	1,110,182	17.55

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	TECHNOLOGY		
	<i>SOFTWARE & COMPUTER SERVICES</i>		
360,000	eServGlobal^	88,200	1.39
600,000	Globo^	282,000	4.46
110,198	InternetQ^	380,183	6.01
1,500,000	Quindell Portfolio^	133,950	2.12
57,000	SQS Software Quality Systems^	189,810	3.00
1,250,000	Starcom^	231,250	3.66
		1,305,393	20.64
	<i>TECHNOLOGY HARDWARE & EQUIPMENT</i>		
476,429	Amino Technologies^	385,908	6.10
220,000	Telit Communications^	154,000	2.43
		539,908	8.53
	TOTAL TECHNOLOGY	1,845,301	29.17
	Portfolio of investments	5,861,766	92.67
	Net other assets	463,966	7.33
	Net assets	6,325,732	100.00

The investments have been valued in accordance with note 1(i) of the Notes to the Aggregated Financial Statements and are ordinary shares listed on a regulated market unless stated otherwise.

^ Quoted on Alternative Investment Market.

Quoted on ISDX Growth Market.

CF MITON UK SMALLER COMPANIES FUND

ACD's Report (continued)

SUMMARY OF MATERIAL PORTFOLIO CHANGES

FOR THE PERIOD FROM 14 DECEMBER 2012 TO 31 MAY 2013

Total purchases for the period (note 13) £6,882,741

Major purchases	Cost £
Rangers International Football Club	350,439
Amino Technologies	335,836
Fairpoint Group	327,780
InternetQ	293,172
Starcom	250,000
S&U	244,371
Silverdell	241,681
Globo	241,442
Burford Capital	230,361
Dart Group	228,864
Bioventix	220,034
Crest Nicholson Holdings	220,000
Alkane Energy	213,238
Quindell Portfolio	206,123
Redhall Group	192,894
William Sinclair Holdings	180,915
Hogg Robinson Group	172,931
Telit Communications	172,315
Entertainment One	162,466
SQS Software Quality Systems	162,017

Total sales for the period (note 13) £1,420,649

Sales	Proceeds £
Crest Nicholson Holdings	249,750
Hogg Robinson Group	167,039
Entertainment One	163,298
Brammer	152,184
GW Pharmaceuticals	123,001
Acal	103,741
Speedy Hire	100,113
Optos	99,339
Graphene Nanochem	62,334
888 Holdings	53,778
Synectics	42,763
Punch Taverns	42,264
Dignity	32,818
Flybe Group	28,227

The summary of material portfolio changes represents the 20 largest purchases and all of the sales during the period.

CF MITON UK SMALLER COMPANIES FUND
 FINANCIAL STATEMENTS
 STATEMENT OF TOTAL RETURN
 FOR THE PERIOD FROM 14 DECEMBER 2012 TO 31 MAY 2013

	Notes	£	31.05.13* £
Income:			
Net capital gains	2		399,164
Revenue	3	59,384	
Expenses	4	(56,469)	
Finance costs: Interest	6	—	
Net revenue before taxation		2,915	
Taxation	5	(900)	
Net revenue after taxation			2,015
Total return before distributions			401,179
Finance costs: Distributions	6		(2,013)
Change in net assets attributable to shareholders from investment activities			399,166

STATEMENT OF CHANGE IN NET ASSETS ATTRIBUTABLE TO SHAREHOLDERS
 FOR THE PERIOD FROM 14 DECEMBER 2012 TO 31 MAY 2013

	Note	£	31.05.13* £
Opening net assets attributable to shareholders			—
Amounts receivable on issue of shares		6,173,628	
Amounts payable on cancellation of shares		(248,232)	
			5,925,396
Stamp duty reserve tax	1(g)		(327)
Change in net assets attributable to shareholders from investment activities			399,166
Retained distribution on Accumulation shares			1,497
Closing net assets attributable to shareholders			6,325,732

* No comparative figures are presented in the Statement of Total Return, Statement of Change in Net Assets Attributable to Shareholders, Balance Sheet, and the related notes as this is the Fund's first reporting period.

BALANCE SHEET
 AS AT 31 MAY 2013

	Notes	£	31.05.13* £
ASSETS			
Investment assets			5,861,766
Other assets			
Debtors	7	263,580	
Cash and bank balances		349,943	
Total other assets			613,523
Total assets			6,475,289
LIABILITIES			
Other liabilities			
Creditors	8	(146,906)	
Bank overdrafts		(2,053)	
Distribution payable on Income shares		(598)	
Total other liabilities			(149,557)
Total liabilities			(149,557)
Net assets attributable to shareholders			6,325,732

CF MITON UK SMALLER COMPANIES FUND

Financial Statements (continued)

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 MAY 2013

1. ACCOUNTING POLICIES

The Fund's Financial Statements have been prepared on the same basis as the Aggregated Financial Statements.

2. NET CAPITAL GAINS

The net capital gains during the period comprise:

Non-derivative securities	399,674
Transaction charges	(510)
Net capital gains	<u>399,164</u>

3. REVENUE

Non-taxable dividends	59,384
Total revenue	<u>59,384</u>

4. EXPENSES

Payable to the ACD, associates of the ACD and agents of either of them:

ACD's periodic charge	18,851
Legal and professional fees	15,531
Printing costs	3,488
Registration fees	2,236
	<u>40,106</u>

Payable to the Depositary, associates of the Depositary and agents of either of them:

Depositary's fees	2,761
Safe custody and other bank charges	722
	<u>3,483</u>

Other expenses:

FCA fee	10
Fees paid to auditor – audit	8,400
– tax services	1,800
Publication costs	2,670
	<u>12,880</u>

Total expenses	<u>56,469</u>
----------------	---------------

For the period
from 14.12.12
to 31.05.13
£

5. TAXATION

a) Analysis of charge for the period

Corporation tax at 20%	–
Overseas tax	900
Current tax charge (note 5b)	<u>900</u>
Deferred tax – origination and reversal of timing differences (note 5c)	–
Total taxation	<u>900</u>

b) Factors affecting current tax charge for the period

The tax assessed for the period differs from the standard rate of corporation tax in the UK for an authorised fund (20%). The difference is explained below.

Net revenue before taxation	<u>2,915</u>
Corporation tax at 20%	583
Effects of:	
Non-taxable dividends	(11,877)
Unutilised excess management expenses	11,294
Corporation tax charge	<u>–</u>
Overseas tax	900
Current tax charge (note 5a)	<u>900</u>

For the period
from 14.12.12
to 31.05.13
£

At the period end there is a potential deferred tax asset of £11,294 in relation to surplus management expenses. It is unlikely that the Fund will generate sufficient taxable profits in the future to utilise this amount and, therefore, no deferred tax asset has been recognised in the period.

CF MITON UK SMALLER COMPANIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

6. FINANCE COSTS

Distributions

The distributions take account of revenue received on the issue of shares and revenue deducted on cancellations of shares, and comprise:

	For the period from 14.12.12 to 31.05.13 £
Third Interim	–
Final	2,094
	<u>2,094</u>
Add: Revenue deducted on cancellation of shares	19
Deduct: Revenue received on issue of shares	(100)
Net distributions for the period	<u>2,013</u>
Interest	–
Total finance costs	<u>2,013</u>

Details of the distributions per share are set out in the tables on pages 72 and 73.

31.05.13
£

7. DEBTORS

Amounts receivable for issue of shares	13,008
Sales awaiting settlement	227,126
Accrued revenue:	
Non-taxable dividends	23,053
Prepaid expenses	393
Total debtors	<u>263,580</u>

8. CREDITORS

Amounts payable for cancellation of shares	430
Purchases awaiting settlement	124,261

31.05.13
£

8. CREDITORS (continued)

Accrued expenses:

Amounts payable to the ACD, associates of the ACD and agents of either of them:

ACD's periodic charge	4,066
Legal and professional fees	2,346
Printing costs	3,488
Registration fees	645
	<u>10,545</u>

Amounts payable to the Depositary, associates of the Depositary and agents of either of them:

Depositary's fees	510
Transaction charges	325
Safe custody and other bank charges	544
	<u>1,379</u>

Other expenses 10,210

Taxation payable:

 Stamp duty reserve tax 81

Total creditors 146,906

9. RELATED PARTY TRANSACTIONS

Disclosure is made in note 9 of the Notes to the Aggregated Financial Statements.

10. SHAREHOLDER FUNDS

Disclosure is made in note 10 of the Notes to the Aggregated Financial Statements.

11. CONTINGENT LIABILITIES AND COMMITMENTS

Disclosure is made in note 11 of the Notes to the Aggregated Financial Statements.

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS

The main risks from the Fund's holding of financial instruments, together with the ACD's policy for managing these risks, are disclosed in note 12 of the Notes to the Aggregated Financial Statements. Disclosure specific to this sub-fund are made below in relation to numeric disclosure of interest rate risk, numeric disclosure of foreign currency risk, and derivatives.

CF MITON UK SMALLER COMPANIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

i. Interest rate risk

The table below shows the direct interest rate risk profile:

	31.05.13
	£
Floating rate assets:	
Euros	2,511
Pounds sterling	347,432
	<u>349,943</u>
Floating rate liabilities:	
Pounds sterling	(2,053)
Assets on which interest is not paid:	
US dollars	12,047
Pounds sterling	6,113,299
	<u>6,125,346</u>
Liabilities on which interest is not paid:	
Pounds sterling	(147,504)
Net assets	<u>6,325,732</u>

The floating rate financial assets and liabilities comprise bank balances and bank overdraft positions which earn or pay interest at rates linked to the Bank of England base rate or its international equivalents.

There are no material amounts of non-interest bearing financial assets and liabilities other than equities, which do not have maturity dates.

ii. Foreign currency risk

The table below shows the direct foreign currency risk profile:

	31.05.13
	£
Currency:	
Euros	2,511
US dollars	12,047
	<u>14,558</u>
Pounds sterling	6,311,174
Net assets	<u>6,325,732</u>

iii. Derivatives

The Fund held no derivatives during the period.

**For the period
from 14.12.12
to 31.05.13
£**

13. PORTFOLIO TRANSACTION COSTS

Analysis of total purchase costs	
Purchases in period before transaction costs	6,847,163
Transaction costs:	
Commissions	11,159
Stamp duty and other charges	24,419
	<u>35,578</u>
Gross purchases total	<u>6,882,741</u>
Analysis of total sale costs	
Gross sales before transaction costs	1,423,510
Transaction costs:	
Commissions	(2,847)
Other charges	(14)
	<u>(2,861)</u>
Total sales net of transaction costs	<u>1,420,649</u>

CF MITON UK SMALLER COMPANIES FUND

Financial Statements (continued)

DISTRIBUTION TABLE

FOR THE PERIOD FROM 14 DECEMBER 2012 TO 31 MAY 2013 – IN PENCE PER SHARE

Third Interim

There were no distributions made for this period.

Final

Group 1 – Shares purchased prior to 1 March 2013

Group 2 – Shares purchased on or after 1 March 2013 and on or before 31 May 2013

Retail 'A' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	0.1520	–	0.1520
Group 2	0.1520	0.0000	0.1520

Retail 'A' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	0.1579	–	0.1579
Group 2	0.1537	0.0042	0.1579

Institutional 'B' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	0.0297	–	0.0297
Group 2	0.0062	0.0235	0.0297

Institutional 'B' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	0.0298	–	0.0298
Group 2	0.0292	0.0006	0.0298

Retail 'N' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	0.2760	–	0.2760
Group 2	0.2760	0.0000	0.2760

Retail 'N' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	0.2822	–	0.2822
Group 2	0.1726	0.1096	0.2822

EQUALISATION

Equalisation applies only to shares purchased during the distribution period (Group 2 shares). It represents the accrued revenue included in the purchase price of the shares. After averaging it is returned with the distribution as a capital repayment. It is not liable to Income Tax but must be deducted from the cost of the shares for Capital Gains Tax purposes.

CF MITON UK VALUE OPPORTUNITIES FUND
ACD'S REPORT
FOR THE PERIOD FROM 25 MARCH 2013 TO 31 MAY 2013

INVESTMENT OBJECTIVE AND POLICY

The investment objective of CF Miton UK Value Opportunities Fund ('the Fund') is to achieve long-term capital growth. The Fund will invest mainly in UK companies which the Investment Manager considers to be undervalued by the market.

The Fund considers UK companies to be those companies that are incorporated in the UK and/or have most of their operations in the UK and are listed on a stock exchange.

The Fund may also invest in collective investment schemes, cash, near cash, money market instruments, other transferable securities and derivatives and forward transactions for the purposes of Efficient Portfolio Management.

CAPITA FINANCIAL MANAGERS LIMITED
ACD of CF Miton UK Value Opportunities Fund
30 August 2013

INVESTMENT MANAGER'S REPORT

INVESTMENT REVIEW

The Fund launched on 25 March 2013. Assets have risen to £21.1 million as at 31 May 2013.

OUR INVESTMENT APPROACH

We follow a bottom up, stock picking investment approach aiming to hold around 50 UK listed equities.

Our analysis is based on us performing our own bespoke, detailed research process. We do not rely on external research views or screening tools. This independent analysis often leads us to under researched and unloved areas of the market.

Through a detailed breakdown and assessment of a company's report and accounts, meetings with company management and competitor firms, our focus is on the tangible assets of a business and its cash flow generation. Hard assets can have a value even in the toughest of economic times thereby giving investments a greater margin of safety and helping us to avoid value traps.

In the current investment market, avoiding the land mines is as important as finding the bargains. Through a stringent focus on the true cash flow of a business rather than just accepting the accounting profit numbers, we aim to be exposed to companies with a sustainable funding structure. Importantly, cash generation gives sufficient duration for shares to recover to their intrinsic value over the medium term.

All investment decisions are made on the basis of the company in question being absolutely cheap rather than relatively cheap compared to its peers or history. We won't hold a share just because it is in the Index. Many funds in the last 15 years have converged towards benchmarks rather than focusing on stock selection. The FTSE All-Share Index is weighted according to market capitalisation and the size of a company. This focus, purely on size, often drives investors toward the same narrow band of very large company shares. Many funds have a very similar top 10 holdings to that of the Index, we aim to be different by focusing purely on our highest conviction investments and those that are the best value.

Small and medium size companies often have limited or no research and as a result are, therefore, below the radar screen of many investors. The opportunity for finding real stock market bargains can be far greater as a result. We are not afraid of investing in large companies but only where appropriate and they fit our strict valuation criteria. This Fund aims to focus on the best investment opportunities regardless of size of company.

The Fund has no formal benchmark.

CF MITON UK VALUE OPPORTUNITIES FUND

ACD's Report (continued)

Investment Manager's Report (continued)

HOLDINGS BREAKDOWN

Index	Fund	FTSE All-Share
FTSE 100	20.54%	85.45%
FTSE 250	41.22%	13.18%
FTSE Small Cap	6.96%	1.37%
Alternative Investment Market	17.02%	0%
Other	2.66%	0%
Cash	11.60%	0%

Source: Miton and Bloomberg, as at 31 May 2013.

OUTLOOK

The world experienced a significant credit boom and increased use of leverage and debt over the last 25 years. During this period stock markets rose, as did many other asset classes. As this extended credit boom has come to an end, so some of the investment trends that were prevalent during the credit boom have also begun to change. One effect of the credit boom period has been a large increase in the use of index trackers and other passive investment tools. Passive investments are often weighted to the largest companies, those that have historically done well. By definition this is a momentum based strategy. As we move beyond the credit boom, the managers believe they can capitalise on a renewed focus on company fundamentals and value based strategies. Stock correlations, the amount shares move in tandem with each other and the market overall, are already beginning to fall. This provides one of the best opportunities to generate returns through active stock selection than any in the last twenty five years.

The Fund's constituents are substantially different to the Index as a whole. The managers believe that value-based stock selection focussed on companies with solid funding positions should be well placed to benefit as new trends emerge in the wake of the credit boom. Given the extended nature of the boom, the debts run up in all areas of the world will take time to unwind and the managers believe these new trends will persist for many years.

DIVIDEND

The Fund is a capital growth focused fund but does carry an income line for distribution where needed. The ex dividend dates of the Fund are 31 May 2013 and 30 November 2013. The payment dates are 31 July 2013 and 31 January 2014.

MITON CAPITAL PARTNERS LIMITED

Investment Manager

25 June 2013

FUND INFORMATION

PERFORMANCE RECORD

Retail 'A' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	102.72	96.90	–

Retail 'A' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	102.71	96.89	–

Institutional 'B' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	102.83	96.94	0.2903

Institutional 'B' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	102.83	96.94	0.2903

Retail 'N' Income shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	102.79	96.92	0.2751

CF MITON UK VALUE OPPORTUNITIES FUND

ACD's Report (continued)

Fund Information (continued)

PERFORMANCE RECORD (continued)

Retail 'N' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	102.76	96.92	0.2753

* From 25 March 2013 to 31 May 2013.

NET ASSET VALUE

Date	Share Class	Net Asset Value £	Shares in Issue	Net Asset Value pence per share
31.05.13	Retail 'A' Income	54,046	53,515	100.99
	Retail 'A' Accumulation	473,602	468,975	100.99
	Institutional 'B' Income	700,647	694,887	100.83
	Institutional 'B' Accumulation	19,866,272	19,645,898	101.12
	Retail 'N' Income	20,549	20,387	100.80
	Retail 'N' Accumulation	5,229	5,175	101.05

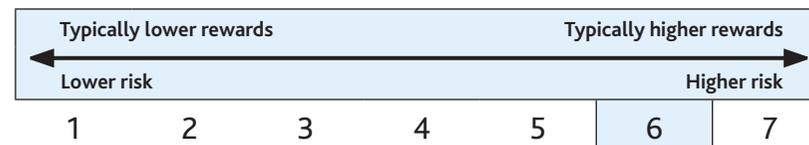
ONGOING CHARGES FIGURE

Expense Type	31.05.13 %		
	'A'	'B'	'N'
ACD's periodic charge	1.50	0.75	1.00
Other expenses	0.36	0.36	0.36
Ongoing charges figure	1.86	1.11	1.36

The Ongoing Charges Figure represents the total operating expenses of the Fund, expressed as a percentage of the average net assets during the accounting period.

The Ongoing Charges Figure shown here is an estimate of the charges. An estimate is being used rather than the *ex post* figure due to the Fund only being launched on 25 March 2013.

SYNTHETIC RISK AND REWARD INDICATOR



This indicator shows how much a fund has risen and fallen in the past, and therefore how much a fund's returns have varied. It is a measure of a fund's volatility. The higher a fund's past volatility the higher the number on the scale and the greater the risk that investors in that fund may have made losses as well as gains. The lowest number on the scale does not mean that a fund is risk free.

The Fund has been classed as 6 because its volatility has been measured as above average to high.

This indicator is based on historical data and may not be a reliable indication of the future risk profile of this Fund.

The risk and reward profile shown is not guaranteed to remain the same and may shift over time.

FUND PERFORMANCE

As the Fund was launched less than one year ago, no performance figures are reported.

Details of the distributions per share for the period are shown in the Distribution Tables on page 95.

CF MITON UK VALUE OPPORTUNITIES FUND

ACD's Report (continued)

PORTFOLIO STATEMENT

AS AT 31 MAY 2013

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	UNITED KINGDOM		
	OIL & GAS		
	<i>OIL & GAS PRODUCERS</i>		
10,700	Royal Dutch Shell 'B'	243,960	1.16
	<i>OIL EQUIPMENT, SERVICES & DISTRIBUTION</i>		
94,161	Kentz Corporation	374,855	1.77
	TOTAL OIL & GAS	618,815	2.93
	BASIC MATERIALS		
	<i>FORESTRY & PAPER</i>		
30,341	Mondi	264,422	1.25
	<i>MINING</i>		
8,141,123	Weatherly International^	223,881	1.06
	TOTAL BASIC MATERIALS	488,303	2.31
	INDUSTRIALS		
	<i>CONSTRUCTION & MATERIALS</i>		
322,000	Renew Holdings^	334,880	1.59
	<i>AEROSPACE & DEFENCE</i>		
83,918	Senior	229,684	1.09
	<i>ELECTRONIC & ELECTRICAL EQUIPMENT</i>		
50,500	Gooch & Housego^	249,975	1.18
	<i>SUPPORT SERVICES</i>		
71,700	Berendsen	546,712	2.59
87,400	Hyder Consulting	365,332	1.73
120,683	Interserve	589,416	2.79

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	<i>SUPPORT SERVICES (continued)</i>		
169,800	Regeneris^	363,372	1.72
311,754	Sagentia Group^	405,280	1.92
118,500	Synectics^	491,775	2.33
	TOTAL INDUSTRIALS	2,761,887	13.08
	TOTAL INDUSTRIALS	3,576,426	16.94
	CONSUMER GOODS		
	<i>FOOD PRODUCERS</i>		
17,200	Associated British Foods	311,664	1.48
46,353	Cranswick	521,471	2.47
67,813	Dairy Crest Group	328,554	1.56
	TOTAL FOOD PRODUCERS	1,161,689	5.51
	<i>HOUSEHOLD GOODS & HOME CONSTRUCTION</i>		
98,300	Barratt Developments	314,167	1.49
22,681	Berkeley Group Holdings (The)	479,930	2.27
214,286	Redrow	480,215	2.27
	TOTAL HOUSEHOLD GOODS & HOME CONSTRUCTION	1,274,312	6.03
	TOTAL CONSUMER GOODS	2,436,001	11.54
	HEALTH CARE		
	<i>PHARMACEUTICALS & BIOTECHNOLOGY</i>		
16,200	Shire	351,540	1.66
	CONSUMER SERVICES		
	<i>FOOD & DRUG RETAILERS</i>		
114,200	Sainsbury (J)	427,451	2.02
	<i>GENERAL RETAILERS</i>		
64,000	Brown (N) Group	292,544	1.39
37,063	Dignity	498,127	2.36
80,020	Inchcape	438,510	2.08

CF MITON UK VALUE OPPORTUNITIES FUND

ACD's Report (continued)

Portfolio Statement (continued)

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	<i>GENERAL RETAILERS (continued)</i>		
496,674	Lookers	514,058	2.43
12,050	Next	556,348	2.63
373,000	Vertu Motors^	149,200	0.71
45,661	WH Smith	344,740	1.63
		<u>2,793,527</u>	<u>13.23</u>
	<i>MEDIA</i>		
75,000	Avesco Group^	153,750	0.73
52,800	British Sky Broadcasting Group	411,840	1.95
334,600	ITV	438,326	2.08
		<u>1,003,916</u>	<u>4.76</u>
	<i>TRAVEL & LEISURE</i>		
23,100	easyJet	292,215	1.38
23,475	Go-Ahead Group	359,402	1.70
102,479	Millennium & Copthorne Hotels	573,883	2.72
28,800	Playtech	192,672	0.91
46,800	Rank Group	69,638	0.33
76,000	William Hill	336,072	1.59
		<u>1,823,882</u>	<u>8.63</u>
	TOTAL CONSUMER SERVICES	<u>6,048,776</u>	<u>28.64</u>
	<i>TELECOMMUNICATIONS</i>		
	<i>FIXED LINE TELECOMMUNICATIONS</i>		
110,300	BT Group	333,216	1.58
650,000	Cable & Wireless Communications	282,620	1.34
		<u>615,836</u>	<u>2.92</u>
	<i>MOBILE TELECOMMUNICATIONS</i>		
331,700	Vodafone Group	636,698	3.01
	TOTAL TELECOMMUNICATIONS	<u>1,252,534</u>	<u>5.93</u>

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	<i>FINANCIALS</i>		
	<i>BANKS</i>		
17,000	Bank of Georgia Holdings	314,500	1.49
	<i>NON-LIFE INSURANCE</i>		
236,005	Randall & Quilter Investment Holdings^	302,086	1.43
	<i>REAL ESTATE INVESTMENT & SERVICES</i>		
1,689,019	Capital & Regional	591,157	2.80
6,414	Daejan Holdings	254,507	1.21
		<u>845,664</u>	<u>4.01</u>
	<i>FINANCIAL SERVICES</i>		
311,000	Fairpoint Group^	342,100	1.62
56,520	IG Group Holdings	326,968	1.55
22,290	Provident Financial	342,152	1.62
18,300	Rathbone Brothers	283,101	1.34
		<u>1,294,321</u>	<u>6.13</u>
	TOTAL FINANCIALS	<u>2,756,571</u>	<u>13.06</u>
	<i>TECHNOLOGY</i>		
	<i>SOFTWARE & COMPUTER SERVICES</i>		
110,000	SQS Software Quality Systems^	366,300	1.73
	<i>TECHNOLOGY HARDWARE & EQUIPMENT</i>		
415,000	Concurrent Technologies^	211,650	1.00
	TOTAL TECHNOLOGY	<u>577,950</u>	<u>2.73</u>
	TOTAL UNITED KINGDOM	<u>18,106,916</u>	<u>85.74</u>
	<i>CONTINENTAL EUROPE</i>		
408,665	Aer Lingus Group	562,431	2.66

CF MITON UK VALUE OPPORTUNITIES FUND

ACD's Report (continued)

Portfolio Statement (continued)

	Total Net Assets	
	Value £	31.05.13 %
Portfolio of investments	18,669,347	88.40
Net other assets	2,450,998	11.60
Net assets	<u>21,120,345</u>	<u>100.00</u>

The investments have been valued in accordance with note 1(i) of the Notes to the Aggregated Financial Statements and are ordinary shares listed on a regulated market unless stated otherwise.

^ Quoted on Alternative Investment Market.

SUMMARY OF MATERIAL PORTFOLIO CHANGES FOR THE PERIOD FROM 25 MARCH 2013 TO 31 MAY 2013

Total purchases for the period (note 13)	£19,430,422
Major purchases	Cost £
Vodafone Group	633,947
Interserve	582,913
Capital & Regional	581,708
Millennium & Copthorne Hotels	573,433
Berendsen	551,427
Next	528,911
Dignity	509,513
Aer Lingus Group	489,946
Cranswick	489,528
Lookers	488,435
Synectics	488,135
Berkeley Group Holdings (The)	467,546
British Sky Broadcasting Group	457,595
Redrow	443,408
Sainsbury (J)	435,187
ITV	415,844
Hyder Consulting	411,912
Inchcape	398,901
Kentz Corporation	386,427
Sagentia Group	364,609

CF MITON UK VALUE OPPORTUNITIES FUND

ACD's Report (continued)

Summary of Material Portfolio Changes (continued)

Total sales for the period (note 13) **£1,273,315**

Sales	Proceeds £
Tate & Lyle	322,840
British American Tobacco	233,365
Dragon Oil	216,335
Synthomer	213,598
Rexam	189,780
Ladbrokes	85,756
Man Group	11,641

The summary of material portfolio changes represents the 20 largest purchases and all of the sales during the period.

FINANCIAL STATEMENTS

STATEMENT OF TOTAL RETURN

FOR THE PERIOD FROM 25 MARCH 2013 TO 31 MAY 2013

	Notes	£	31.05.13* £
Income:			
Net capital gains	2		509,716
Revenue	3	104,195	
Expenses	4	(46,846)	
Finance costs: Interest	6	—	
Net revenue before taxation		57,349	
Taxation	5	(1,788)	
Net revenue after taxation			55,561
Total return before distributions			565,277
Finance costs: Distributions	6		(55,627)
Change in net assets attributable to shareholders from investment activities			509,650

STATEMENT OF CHANGE IN NET ASSETS ATTRIBUTABLE TO SHAREHOLDERS
FOR THE PERIOD FROM 25 MARCH 2013 TO 31 MAY 2013

	Note	£	31.05.13* £
Opening net assets attributable to shareholders			—
Amounts receivable on issue of shares		20,558,652	
Amounts payable on cancellation of shares		(4,980)	
			20,553,672
Stamp duty reserve tax	1(g)		(23)
Change in net assets attributable to shareholders from investment activities			509,650
Retained distribution on Accumulation shares			57,046
Closing net assets attributable to shareholders			21,120,345

* No comparatives figures are presented in the Statement of Total Return, Statement of Change in Net Assets Attributable to Shareholders, Balance Sheet, and the related notes as this is the Fund's first reporting period.

CF MITON UK VALUE OPPORTUNITIES FUND

Financial Statements (continued)

BALANCE SHEET

AS AT 31 MAY 2013

	Notes	£	31.05.13* £
ASSETS			
Investment assets			18,669,347
Other assets			
Debtors	7	825,353	
Cash and bank balances		<u>2,484,936</u>	
Total other assets			3,310,289
Total assets			<u>21,979,636</u>
LIABILITIES			
Other liabilities			
Creditors	8	(857,218)	
Distribution payable on Income shares		<u>(2,073)</u>	
Total other liabilities			(859,291)
Total liabilities			<u>(859,291)</u>
Net assets attributable to shareholders			<u>21,120,345</u>

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 MAY 2013

1. ACCOUNTING POLICIES

The Fund's Financial Statements have been prepared on the same basis as the Aggregated Financial Statements.

2. NET CAPITAL GAINS

The net capital gains during the period comprise:

Non-derivative securities	512,240
Transaction charges	(1,954)
Currency losses	(570)
Net capital gains	<u>509,716</u>

3. REVENUE

Non-taxable dividends	104,193
Bank interest	2
Total revenue	<u>104,195</u>

4. EXPENSES

Payable to the ACD, associates of the ACD and agents of either of them:

ACD's periodic charge	20,527
Legal and professional fees	11,619
Printing costs	3,571
Registration fees	355
	<u>36,072</u>

Payable to the Depositary, associates of the Depositary and agents of either of them:

Depositary's fees	1,469
Safe custody and other bank charges	478
	<u>1,947</u>

Other expenses:

FCA fee	10
Fees paid to auditor – audit	6,000
– tax services	1,800
Publication costs	1,017
	<u>8,827</u>

Total expenses	<u>46,846</u>
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CF MITON UK VALUE OPPORTUNITIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	For the period from 25.03.13 to 31.05.13 £
5. TAXATION	
a) Analysis of charge for the period	
Corporation tax at 20%	–
Overseas tax	1,788
Current tax charge (note 5b)	<u>1,788</u>
Deferred tax – origination and reversal of timing differences (note 5c)	–
Total taxation	<u>1,788</u>

b) Factors affecting current tax charge for the period

The tax assessed for the period differs from the standard rate of corporation tax in the UK for an authorised fund (20%). The difference is explained below.

	For the period from 25.03.13 to 31.05.13 £
Net revenue before taxation	57,349
Corporation tax at 20%	11,470
Effects of:	
Non-taxable dividends	(20,839)
Unutilised excess management expenses	<u>9,369</u>
Corporation tax charge	–
Overseas tax	<u>1,788</u>
Current tax charge (note 5a)	<u>1,788</u>

c) Deferred tax

At the period end there is a potential deferred tax asset of £9,369 in relation to surplus management expenses. It is unlikely that the Fund will generate sufficient taxable profits in the future to utilise this amount and, therefore, no deferred tax asset has been recognised in the period.

6. FINANCE COSTS

Distributions

The distributions take account of revenue received on the issue of shares, and comprise:

	For the period from 25.03.13 to 31.05.13 £
Final	59,120
Deduct: Revenue received on issue of shares	<u>(3,493)</u>
Net distributions for the period	55,627
Interest	–
Total finance costs	<u>55,627</u>

Details of the distributions per share are set out in the tables on page 95.

	For the period from 25.03.13 to 31.05.13 £
Distributions represented by:	
Net revenue after taxation	55,561
Allocations to Capital:	
Revenue deficit	82
Balance carried forward	<u>(16)</u>
Net distributions for the period	<u>55,627</u>
	31.05.13
	£

7. DEBTORS

Amounts receivable for issue of shares	208,552
Sales awaiting settlement	556,205
Accrued revenue:	
Non-taxable dividends	59,981
Taxation recoverable:	
Overseas withholding tax	<u>615</u>
Total debtors	<u>825,353</u>

CF MITON UK VALUE OPPORTUNITIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	31.05.13
	£
8. CREDITORS	
Purchases awaiting settlement	826,267
Accrued expenses:	
Amounts payable to the ACD, associates of the ACD and agents of either of them:	
ACD's periodic charge	13,302
Legal and professional fees	2,346
Printing costs	3,571
Registration fees	318
	19,537
Amounts payable to the Depositary, associates of the Depositary and agents of either of them:	
Depositary's fees	833
Transaction charges	1,954
Safe custody and other bank charges	478
	3,265
Other expenses	8,126
Taxation payable:	
Stamp duty reserve tax	23
Total creditors	<u>857,218</u>

9. RELATED PARTY TRANSACTIONS

Disclosure is made in note 9 of the Notes to the Aggregated Financial Statements.

10. SHAREHOLDER FUNDS

Disclosure is made in note 10 of the Notes to the Aggregated Financial Statements.

11. CONTINGENT LIABILITIES AND COMMITMENTS

Disclosure is made in note 11 of the Notes to the Aggregated Financial Statements.

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS

The main risks from the Fund's holding of financial instruments, together with the ACD's policy for managing these risks, are disclosed in note 12 of the Notes to the Aggregated Financial Statements. Disclosure specific to this sub-fund are made below in relation to numeric disclosure of interest rate risk, numeric disclosure of foreign currency risk, and derivatives.

i. Interest rate risk

The table below shows the direct interest rate risk profile:

	31.05.13
	£
Floating rate assets:	
Euros	4,846
US dollars	3,725
Pounds sterling	2,476,365
	2,484,936
Assets on which interest is not paid:	
Euros	563,046
Pounds sterling	18,931,654
	19,494,700
Liabilities on which interest is not paid:	
Pounds sterling	(859,291)
Net assets	<u>21,120,345</u>

The floating rate financial assets comprise bank balances which earn interest at rates linked to the Bank of England base rate or its international equivalents.

There are no material amounts of non-interest bearing financial assets and liabilities other than equities, which do not have maturity dates.

ii. Foreign currency risk

The table below shows the direct foreign currency risk profile:

	31.05.13
	£
Currency:	
Euros	567,892
US dollars	3,725
	571,617
Pounds sterling	20,548,728
Net assets	<u>21,120,345</u>

CF MITON UK VALUE OPPORTUNITIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

iii. Derivatives

The Fund held no derivatives during the period.

	For the period from 25.03.13 to 31.05.13 £
13. PORTFOLIO TRANSACTION COSTS	
Analysis of total purchase costs	
Purchases in period before transaction costs	19,300,236
Transaction costs:	
Commissions	36,124
Stamp duty and other charges	94,062
	130,186
Gross purchases total	<u>19,430,422</u>
Analysis of total sale costs	
Gross sales before transaction costs	1,275,657
Transaction costs:	
Commissions	(2,334)
Other charges	(8)
	(2,342)
Total sales net of transaction costs	<u>1,273,315</u>

DISTRIBUTION TABLE

FOR THE PERIOD FROM 25 MARCH 2013 TO 31 MAY 2013 – IN PENCE PER SHARE

Final

Group 1 – Shares purchased on 25 March 2013

Group 2 – Shares purchased on or after 26 March 2013 and on or before 31 May 2013

Retail 'A' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	–	–	–
Group 2	–	–	–

Retail 'A' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	–	–	–
Group 2	–	–	–

Institutional 'B' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	0.2903	–	0.2903
Group 2	0.2846	0.0057	0.2903

Institutional 'B' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	0.2903	–	0.2903
Group 2	0.2723	0.0180	0.2903

Retail 'N' Income Shares	Net Revenue	Equalisation	Payable 31.07.13
Group 1	0.2751	–	0.2751
Group 2	0.2751	0.0000	0.2751

Retail 'N' Accumulation Shares	Net Revenue	Equalisation	Allocation 31.07.13
Group 1	0.2753	–	0.2753
Group 2	0.0508	0.2245	0.2753

EQUALISATION

Equalisation applies only to shares purchased during the distribution period (Group 2 shares). It represents the accrued revenue included in the purchase price of the shares. After averaging it is returned with the distribution as a capital repayment. It is not liable to Income Tax but must be deducted from the cost of the shares for Capital Gains Tax purposes.

CF MITON US OPPORTUNITIES FUND
ACD'S REPORT
FOR THE PERIOD FROM 18 MARCH 2013 TO 31 MAY 2013

INVESTMENT OBJECTIVE AND POLICY

The CF Miton US Opportunities Fund ('the Fund') aims to achieve long-term total returns by investing primarily in a portfolio of North American equities.

The Fund may also invest in collective investment schemes, cash, money market instruments, other transferable securities and use derivatives and forward transactions for the purposes of Efficient Portfolio Management.

CAPITA FINANCIAL MANAGERS LIMITED
ACD of CF Miton US Opportunities Fund
30 August 2013

INVESTMENT MANAGER'S REPORT

Since launch on 18 March 2013, the Fund has risen 3.91%* although its S&P 500 benchmark** (sterling adjusted) has seen a 5.01%* gain.

Before the Fund launched, US Smaller companies (where the Fund is overweight) had enjoyed a strong start on the back of improving investor sentiment towards the US economy. However, at the end of March, concerns about the strength of the US economy resurfaced driven by some disappointing employment data. This resulted in the Russell 2000 Index of smaller companies suffering a sharp sell-off. Conversely, the large cap S&P 500 Index held up, supported by strength in relatively defensive health care, utilities, telecoms and consumer staples stocks (all sectors where the Fund is underweight). Higher dividend paying stocks (in all sectors) performed particularly well, as investors continued to favour stocks with above average yields. The Fund has maintained its overweight stance in sectors more leveraged to an economic recovery despite the recent pullback in many key holdings. We think there is a good chance that the current slowdown fears prove temporary and to a large part driven by the uncertainty related to Sequestration (automatic cuts in government spending); we expect its impact to fade as the year progresses.

At the stock level, a few holdings detracted from performance as investors were disappointed by first quarter earnings results. These included CAI International, which leases containers to shipping companies, DeVry, an educational services provider and Titan Machinery, a construction equipment dealer. We sold the latter as one of our key criteria in our Sell discipline is a loss of faith in management's ability to execute. The severity of the company's first quarter earnings shortfall relative to recently communicated expectations suggested to us that the management team had not invested sufficiently in systems to monitor activity at its dealerships. The Fund still holds CAI International (we added to the position) and DeVry (also added to) as we believe both companies have the potential to be exceptional investments over the longer term.

These stocks, however, were the exception. In general, for companies held in the Fund, first quarter results met or exceeded expectations. The feedback we are getting is that most businesses can see the environment beginning to improve although the recovery continues to be fragile. Specifically those companies with exposure to the housing market noted that supply is tight and pricing is improving. Companies with exposure to big ticket consumer purchases believe that customers are becoming more confident about spending, in part, buoyed by rising asset prices. Meanwhile, the banks have mostly completed cleaning up their lending books; home foreclosures in April fell by 16%* from the previous year – a vastly improving backdrop for new loan growth.

* Source: FE Analytics, Bloomberg.

** The benchmark is used by the Investment Manager for comparison; no benchmark is required to be disclosed per the Prospectus.

CF MITON US OPPORTUNITIES FUND

ACD's Report (continued)

Investment Manager's Report (continued)

The Fund currently has 39 holdings including the purchase of four new ideas; Matador Resources Company (a shale oil gas play), Beacon Roofing Supply (a distributor of building supplies), LKQ Corporation (an automotive repair company) and Express Scripts Holding Company (a health care services provider). We have followed the latter three companies for a long time and their prospects are as strong as ever. In particular, they nicely fit our philosophy of investing in companies with unique and essential products and services with large markets to attack. Apart from these new names and the sale of Titan Machinery, there has been no change to the structure of the Fund or our strategy.

Consequently, the Fund retains its relatively 'offensive' set-up with significant exposure to stocks which will benefit from a recovery in housing activity, renewed bank lending and a pick-up in consumer spending from depressed levels. This stance reflects our view that the US economy is likely to fare better than generally expected over the coming years aided by the Shale gas revolution and manufacturing renaissance which should combine to support a decent pick up in US GDP growth.

Hugh Grieves, my co-fund manager, and I are in the US for meetings in early June. We expect to find further investment opportunities to bring the total number of holdings towards 40-45.

As the year progresses, we continue to expect the US economy to heal although the recovery will not be in a straight line and doubts will re-emerge from time to time. We will use these as opportunities to increase our exposure to our strongest ideas.

NICK FORD
MITON CAPITAL PARTNERS LIMITED
Investment Manager
5 June 2013

FUND INFORMATION

PERFORMANCE RECORD

Retail 'A' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	105.68	94.47	–

Institutional 'B' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	105.81	94.52	–

Retail 'N' Accumulation shares

Calendar Year	Highest Price P	Lowest Price P	Distribution per share P
2013*	105.78	94.51	–

* From 18 March 2013 to 31 May 2013.

NET ASSET VALUE

Date	Share Class	Net Asset Value £	Shares in Issue	Net Asset Value pence per share
31.05.13	Retail 'A' Accumulation	481,888	466,991	103.19
	Institutional 'B' Accumulation	17,761,107	17,188,865	103.33
	Retail 'N' Accumulation	1,291	1,250	103.29

CF MITON US OPPORTUNITIES FUND

ACD's Report (continued)
Fund Information (continued)

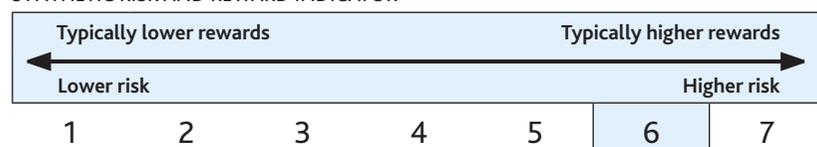
ONGOING CHARGES FIGURE

Expense Type	31.05.13		
	'A'	'B'	'N'
ACD's periodic charge	1.50	0.75	1.00
Other expenses	0.39	0.39	0.39
Ongoing charges figure	1.89	1.14	1.39

The Ongoing Charges Figure represents the total operating expenses of the Fund, expressed as a percentage of the average net assets during the accounting period.

The Ongoing Charges Figure shown here is an estimate of the charges. An estimate is being used rather than the *ex post* figure due to the Fund only being launched on 18 March 2013.

SYNTHETIC RISK AND REWARD INDICATOR



This indicator shows how much a fund has risen and fallen in the past, and therefore how much a fund's returns have varied. It is a measure of a fund's volatility. The higher a fund's past volatility the higher the number on the scale and the greater the risk that investors in that fund may have made losses as well as gains. The lowest number on the scale does not mean that a fund is risk free.

The Fund has been classed as 6 because its volatility has been measured as above average to high.

This indicator is based on historical data and may not be a reliable indication of the future risk profile of this Fund.

The risk and reward profile shown is not guaranteed to remain the same and may shift over time.

FUND PERFORMANCE

As the Fund was launched less than one year ago, no performance figures are reported.

PORTFOLIO STATEMENT AS AT 31 MAY 2013

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	UNITED STATES		
	OIL & GAS		
66,000	Matador Resources Company	434,023	2.38
9,700	SemGroup Corporation	334,489	1.83
	TOTAL OIL & GAS	768,512	4.21
	BASIC MATERIALS		
8,100	Ecolab	451,029	2.47
4,500	Praxair	339,319	1.86
	TOTAL BASIC MATERIALS	790,348	4.33
	INDUSTRIALS		
16,400	Beacon Roofing Supply	445,780	2.44
21,700	CAI International	365,843	2.01
11,100	Cintas Corporation	334,224	1.83
26,800	Hertz Global Holdings	456,244	2.50
9,700	Kirby Corporation	499,366	2.74
36,500	NCI Building Systems	349,810	1.92
	TOTAL INDUSTRIALS	2,451,267	13.44
	CONSUMER		
9,600	Capella Education Company	275,761	1.51
13,900	Conn's	451,264	2.47
13,400	DeVry	275,761	1.51
11,300	Flowers Foods	248,644	1.36
44,400	Ford Motor Company	459,201	2.52
18,100	Harley-Davidson	651,011	3.57
26,900	KB Home	393,007	2.16
18,000	LKQ Corporation	290,523	1.59
25,600	Penske Automotive Group	542,194	2.97
20,200	Royal Caribbean Cruises	466,064	2.56
	TOTAL CONSUMER	4,053,430	22.22
	HEALTH CARE		
14,100	Express Scripts Holding Company	577,730	3.16
82,200	Repligen Corporation	448,385	2.46
	TOTAL HEALTH CARE	1,026,115	5.62

CF MITON US OPPORTUNITIES FUND

ACD's Report (continued)

Portfolio Statement (continued)

Holding	Portfolio of Investments	Total Net Assets	
		Value £	31.05.13 %
	FINANCIALS		
14,600	American Express Company	729,377	4.00
23,800	American International Group	697,787	3.83
40,100	BancorpSouth	453,346	2.48
32,100	CBRE Group	490,786	2.69
22,000	Citigroup	754,571	4.14
10,800	Cullen/Frost Bankers	458,188	2.51
6,300	Financial Engines	179,140	0.98
23,700	HFF	293,731	1.61
59,500	KeyCorp	423,460	2.32
20,900	Marlin Business Services Corporation	320,787	1.76
3,700	Portfolio Recovery Associates	371,124	2.03
4,000	Tristate Capital Holdings	36,541	0.20
	TOTAL FINANCIALS	5,208,838	28.55
	TECHNOLOGY		
23,300	Altera Corporation	510,079	2.80
56,000	Cadence Design Systems	558,857	3.06
37,900	Market Leader	265,984	1.46
10,100	Trulia	204,852	1.12
5,400	Ultimate Software Group (The)	396,249	2.17
	TOTAL TECHNOLOGY	1,936,021	10.61
	Portfolio of investments	16,234,531	88.98
	Net other assets	2,009,755	11.02
	Net assets	18,244,286	100.00

The investments have been valued in accordance with note 1(i) of the Notes to the Aggregated Financial Statements and are ordinary shares listed on a regulated market.

SUMMARY OF MATERIAL PORTFOLIO CHANGES FOR THE PERIOD FROM 18 MARCH 2013 TO 31 MAY 2013

Total purchases for the period (note 13)		£16,250,663
Major purchases		Cost £
Citigroup		673,062
American International Group		653,697
American Express Company		652,213
Harley-Davidson		629,102
Express Scripts Holding Company		586,946
Penske Automotive Group		539,129
CBRE Group		524,394
Altera Corporation		516,251
Cadence Design Systems		498,344
Kirby Corporation		488,782
Royal Caribbean Cruises		449,443
Cullen/Frost Bankers		444,483
Repligen Corporation		432,590
Ecolab		431,966
BancorpSouth		420,267
Matador Resources Company		417,551
NCI Building Systems		411,023
Beacon Roofing Supply		410,532
Ford Motor Company		407,853
Hertz Global Holdings		407,055

CF MITON US OPPORTUNITIES FUND

ACD's Report (continued)

Summary of Material Portfolio Changes (continued)

Total sales for the period (note 13) **£721,652**

Sales	Proceeds £
W.W. Grainger	173,312
Financial Engines	168,823
Regal-Beloit Corporation	154,205
Titan Machinery	125,307
Trinity Industries	100,005

The summary of material portfolio changes represents the 20 largest purchases and all of the sales during the period.

FINANCIAL STATEMENTS

STATEMENT OF TOTAL RETURN

FOR THE PERIOD FROM 18 MARCH 2013 TO 31 MAY 2013

	Notes	£	31.05.13* £
Income:			
Net capital gains	2		688,240
Revenue	3	18,201	
Expenses	4	(36,602)	
Finance costs: Interest	6	(856)	
Net expense before taxation		(19,257)	
Taxation	5	(2,508)	
Net expense after taxation		(21,765)	
Total return before distributions			666,475
Finance costs: Distributions	6		-
Change in net assets attributable to shareholders from investment activities			666,475

STATEMENT OF CHANGE IN NET ASSETS ATTRIBUTABLE TO SHAREHOLDERS
FOR THE PERIOD FROM 18 MARCH 2013 TO 31 MAY 2013

	£	31.05.13* £
Opening net assets attributable to shareholders		-
Amounts receivable on issue of shares	17,581,955	
Amounts payable on cancellation of shares	(4,144)	
		17,577,811
Change in net assets attributable to shareholders from investment activities		666,475
Closing net assets attributable to shareholders		18,244,286

* No comparatives figures are presented in the Statement of Total Return, Statement of Change in Net Assets Attributable to Shareholders, Balance Sheet and the related notes as this is the Fund's first reporting period.

CF MITON US OPPORTUNITIES FUND

Financial Statements (continued)

BALANCE SHEET

AS AT 31 MAY 2013

	Notes	£	31.05.13* £
ASSETS			
Investment assets			16,234,531
Other assets			
Debtors	7	1,445,297	
Cash and bank balances		<u>2,096,980</u>	
Total other assets			3,542,277
			<hr/>
Total assets			<u>19,776,808</u>
LIABILITIES			
Other liabilities			
Creditors	8	(1,520,024)	
Bank overdrafts		<u>(12,498)</u>	
Total other liabilities			(1,532,522)
			<hr/>
Total liabilities			<u>(1,532,522)</u>
Net assets attributable to shareholders			<u>18,244,286</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD FROM 18 MARCH 2013 TO 31 MAY 2013

1. ACCOUNTING POLICIES

The Fund's Financial Statements have been prepared on the same basis as the Aggregated Financial Statements.

**For the period
from 18.03.13
to 31.05.13
£**

2. NET CAPITAL GAINS

The net capital gains during the period comprise:

Non-derivative securities	705,520
Transaction charges	(1,045)
Currency losses	(16,235)
	<hr/>
Net capital gains	<u>688,240</u>

3. REVENUE

Non-taxable dividends	<u>18,201</u>
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4. EXPENSES

Payable to the ACD, associates of the ACD and agents of either of them:

ACD's periodic charge	16,553
Legal and professional fees	5,997
Printing costs	3,571
Registration fees	392
	<hr/>
	26,513

Payable to the Depositary, associates of the Depositary and agents of either of them:

Depositary's fees	1,325
Safe custody and other bank charges	365
	<hr/>
	1,690

Other expenses:

FCA fee	10
Fees paid to auditor – audit	6,000
– tax services	1,800
Publication costs	589
	<hr/>
	8,399

Total expenses	<u>36,602</u>
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CF MITON US OPPORTUNITIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	For the period from 18.03.13 to 31.05.13 £
5. TAXATION	
a) Analysis of charge for the period	
Corporation tax at 20%	–
Overseas tax	2,508
Current tax charge (note 5b)	<u>2,508</u>
Deferred tax – origination and reversal of timing differences (note 5c)	–
Total taxation	<u>2,508</u>
b) Factors affecting current tax charge for the period	
The tax assessed for the period differs from the standard rate of corporation tax in the UK for an authorised fund (20%). The difference is explained below.	
	For the period from 18.03.13 to 31.05.13 £
Net expense before taxation	<u>(19,257)</u>
Corporation tax at 20%	(3,851)
Effects of:	
Non-taxable dividends	(3,640)
Unutilised excess management expenses	<u>7,491</u>
Corporation tax charge	–
Overseas tax	<u>2,508</u>
Current tax charge (note 5a)	<u>2,508</u>
c) Deferred tax	
At the period end there is a potential deferred tax asset of £7,491 in relation to surplus management expenses. It is unlikely that the Fund will generate sufficient taxable profits in the future to utilise this amount and, therefore, no deferred tax asset has been recognised in the period.	

	For the period from 18.03.13 to 31.05.13 £
6. FINANCE COSTS	
Distributions	–
Interest	856
Total finance costs	<u>856</u>
Distributions represented by:	
Net expense after taxation	(21,765)
Allocations to Capital:	
Revenue deficit	<u>21,765</u>
Net distributions for the period	<u>–</u>
	31.05.13 £
7. DEBTORS	
Amounts receivable for issue of shares	1,432,622
Accrued revenue:	
Non-taxable dividends	12,230
Taxation recoverable:	
Overseas withholding tax	445
Total debtors	<u>1,445,297</u>
8. CREDITORS	
Purchases awaiting settlement	1,494,994
Accrued expenses:	
Amounts payable to the ACD, associates of the ACD and agents of either of them:	
ACD's periodic charge	9,904
Legal and professional fees	1,215
Printing costs	3,572
Registration fees	318
	<u>15,009</u>

CF MITON US OPPORTUNITIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	31.05.13
	£
8. CREDITORS (continued)	
Amounts payable to the Depositary, associates of the Depositary and agents of either of them:	
Depositary's fees	618
Transaction charges	1,045
Safe custody and other bank charges	365
	<u>2,028</u>
Other expenses	7,993
Total creditors	<u>1,520,024</u>

9. RELATED PARTY TRANSACTIONS

Disclosure is made in note 9 of the Notes to the Aggregated Financial Statements.

10. SHAREHOLDER FUNDS

Disclosure is made in note 10 of the Notes to the Aggregated Financial Statements.

11. CONTINGENT LIABILITIES AND COMMITMENTS

Disclosure is made in note 11 of the Notes to the Aggregated Financial Statements.

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS

The main risks from the Fund's holding of financial instruments, together with the ACD's policy for managing these risks, are disclosed in note 12 of the Notes to the Aggregated Financial Statements. Disclosure specific to this sub-fund are made below in relation to numeric disclosure of interest rate risk, numeric disclosure of foreign currency risk, and derivatives.

i. Interest rate risk

The table below shows the direct interest rate risk profile:

	31.05.13
	£
Floating rate assets:	
US dollars	1,727,790
Pounds sterling	369,190
	<u>2,096,980</u>
Floating rate liabilities:	
Pounds sterling	(12,498)

12. DERIVATIVES AND OTHER FINANCIAL INSTRUMENTS (continued)

	31.05.13
	£
i. Interest rate risk (continued)	
Assets on which interest is not paid:	
US dollars	16,247,206
Pounds sterling	1,432,622
	<u>17,679,828</u>
Liabilities on which interest is not paid:	
US dollars	(1,494,994)
Pounds sterling	(25,030)
	<u>(1,520,024)</u>
Net assets	<u>18,244,286</u>

The floating rate financial assets and liabilities comprise bank balances and bank overdraft positions which earn or pay interest at rates linked to the Bank of England base rate or its international equivalents.

There are no material amounts of non-interest bearing financial assets and liabilities other than equities, which do not have maturity dates.

ii. Foreign currency risk

The table below shows the direct foreign currency risk profile:

	31.05.13
	£
Currency:	
US dollars	16,480,002
Pounds sterling	1,764,284
	<u>18,244,286</u>

iii. Derivatives

The Fund held no derivatives during the period.

CF MITON US OPPORTUNITIES FUND

Financial Statements (continued)

Notes to the Financial Statements (continued)

	For the period from 18.03.13 to 31.05.13 £
13. PORTFOLIO TRANSACTION COSTS	
Analysis of total purchase costs	
Purchases in period before transaction costs	16,218,298
Transaction costs:	
Commissions	32,365
Gross purchases total	<u>16,250,663</u>
Analysis of total sale costs	
Gross sales before transaction costs	723,115
Transaction costs:	
Commissions	(1,455)
Other charges	(8)
	<u>(1,463)</u>
Total sales net of transaction costs	<u>721,652</u>

DISTRIBUTION TABLE
FOR THE PERIOD 18 MARCH 2013 TO 31 MAY 2013

There were no distributions made for this period.

GENERAL INFORMATION

SHARE CAPITAL

The minimum share capital of the Company is £1 and the maximum is £100,000,000,000.

Shares in the Company have no par value. The share capital of the Company at all times equals the sum of the net asset values of each of the sub-funds.

Shares in the Company may be marketed in other Member States and in countries outside the European Union and European Economic Area, subject to the Regulations, and any regulatory constraints in those countries, if the ACD so decides.

STRUCTURE OF THE COMPANY

The Company is structured as an umbrella company, in that different sub-funds may be established from time to time by the ACD with the approval of the Financial Conduct Authority (formerly Financial Services Authority) and the agreement of the Depositary. On the introduction of any new sub-fund or class, a revised prospectus will be prepared setting out the relevant details of each sub-fund or class.

The assets of each sub-fund will be treated as separate from those of every other sub-fund and will be invested in accordance with the investment objective and investment policy applicable to that sub-fund. The sub-funds which are currently available are:

CF Miton UK Multi Cap Income Fund
CF Miton UK Smaller Companies Fund
CF Miton UK Value Opportunities Fund
CF Miton US Opportunities Fund

In the future there may be other sub-funds of the Company.

CLASSES OF SHARES

The Company can issue Income and Accumulation classes of share.

Holders of Income shares are entitled to be paid the distributable income attributed to such shares on any relevant interim and annual allocation dates.

Holders of Accumulation shares are not entitled to be paid the income attributed to such shares, but that income is automatically transferred to (and retained as part of) the capital assets of the relevant sub-fund on the relevant interim and/or annual accounting dates. This is reflected in the price of an Accumulation share.

VALUATION POINT

The valuation point of the Company is 12.00 noon on each business day. Valuations may be made at other times under the terms contained within the Prospectus.

BUYING AND SELLING SHARES

The ACD will accept orders to deal in the shares on normal business days between 8.30am and 5.30pm and transactions will be effected at prices determined by the following valuation. Instructions to buy or sell shares may be either in writing to: 2 The Boulevard, City West One Office Park, Gelderd Road, Leeds LS12 6NT or by telephone on 0845 606 6182. A contract note will be issued by close of business on the next business day after the dealing date to confirm the transaction.

PRICES

The most recent prices of Retail shares are published in the *Financial Times*, under the heading Capita Financial Managers and are also available on the website of the Investment Management Association at www.fundlistings.com under the heading Capita Financial Managers or by calling 0845 606 6182 during the ACD's normal business hours.

OTHER INFORMATION

The Instrument of Incorporation, Prospectus, Key Investor Information Document and the most recent interim and annual reports may be inspected at the office of the ACD which is also the Head Office. Copies of these may be obtained upon application and can be found on our website, www.capitafinancial.com, by following the link 'Fund Information'.

Shareholders who have any complaints about the operation of the Company should contact the ACD or the Depositary in the first instance. In the event that a shareholder finds the response unsatisfactory they may make their complaint direct to the Financial Ombudsman Service at South Quay Plaza, 183 Marsh Wall, London E14 9SR.

DATA PROTECTION ACT

Shareholders' names will be added to a mailing list which may be used by the ACD, its associates or third parties to inform investors of other products by sending details of such products. Shareholders who do not want to receive such details should write to the ACD requesting their removal from any such mailing list.

RISK WARNING

An investment in an open-ended investment company should be regarded as a medium to long term investment. Investors should be aware that the price of shares and the income from them can fall as well as rise and investors may not receive back the full amount invested. Past performance is not a guide to future performance. Investments denominated in currencies other than the base currency are subject to fluctuation in exchange rates, which can be favourable or unfavourable.

