Company No. SC014433
Scottish Charity No. SC013463

SCOTTISH EPISCOPAL CHURCH NOMINEES

REPORT and ACCOUNTS

For the year ended 31 December 2025

SCOTTISH EPISCOPAL CHURCH NOMINEES

REFERENCE AND ADMINISTRATIVE INFORMATION

Directors	The Rt Rev David R Chillingworth Gavin J N Gemmell (Resigned 15 October 2025) J Martin Haldane (Resigned 15 September 2025) The Most Rev Mark J Strange Dr John Ferguson Smith (Resigned 23 February 2026) Robert Gordon
Secretary	Patricia Krus
Registered Office	40 Torphichen Street Edinburgh EH3 8JB
Independent Examiner	Jeremy Chittleburgh Bsc CA Chiene + Tait LLP (Trading as CT) Chartered Accountants and Statutory Auditor 61 Dublin Street Edinburgh EH3 6NL
Scottish Charity	SC013463

SCOTTISH EPISCOPAL CHURCH NOMINEES

Report of the Directors
The directors present their report and accounts for the year ended 31 December 2025.

Structure, Governance and Management
The company is incorporated under the Companies Act and is limited by guarantee, being without share capital. The governing documents of the company are its Memorandum and Articles of Association. The members are such persons are as appointed by the directors of the company. The current directors and those who served during the year are listed on page 1.

Objectives and Activities
The company is established for the purpose of holding and dealing with contractual arrangements, with heritable property and with share and other investments forming the funds held in trust by and under the administration of the General Synod of the Scottish Episcopal Church or otherwise held in trust on behalf of any Diocese, congregation or fund of the Scottish Episcopal Church. All transactions are made in a fiduciary capacity on behalf of the said funds, Dioceses and congregations.

Statement of directors' responsibilities
The directors are responsible for preparing the Annual Report and the accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. The accounts are required by law to give a true and fair view of the state of affairs of the company and the profit or loss for that period. The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the accounts comply with the Companies Act 2006, the Charities and Trustee Investment (Scotland) Act 2005 and the Charities Accounts (Scotland) Regulations 2006 (as amended). They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Financial Review
As the company has no assets or liabilities of its own, and, as the only transactions which have taken place during the year ended 31 December 2025 have been those made in a fiduciary capacity, special purpose accounts consisting of a balance sheet showing the nil asset and liability position have been prepared under section 396 (5) of the Companies Act 2006. No Statement of Financial Activities has been prepared because the directors consider that it is inappropriate to show such a statement as the company has no capacity to receive income or expend resources. To show a nil balances Statement would not therefore give a true and fair view of the activity of the company.

The administration expenses of the company have been met by the General Synod of the Scottish Episcopal Church for which the company acts as trustees.

Custodian Trustee
As described above the company acts as custodian trustee for constituent funds and bodies of the Scottish Episcopal Church and holds no assets in its own right.

BY ORDER OF THE BOARD



PATRICIA KRUS
Secretary

Date 18/05/2026

INDEPENDENT EXAMINER'S REPORT TO THE DIRECTORS AND

MEMBERS OF SCOTTISH EPISCOPAL CHURCH NOMINEES

I report on the accounts of Scottish Episcopal Church Nominees for the year ended 31 December 2025 which are set out on page 4.

This report is made to the directors of Scottish Episcopal Church Nominees, as a body, in accordance with the terms of my engagement. My work has been undertaken to enable me to report my opinion as set out below and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the directors and members of Scottish Episcopal Church Nominees, as a body, for my work or for this report.

Respective responsibilities of directors and independent examiner
The responsibilities of the directors (who are the trustees of the charity for the purposes of charity law) for preparing the Annual Report and the accounts in accordance with applicable law and regulations are set out in the Statement of Directors' Responsibilities.

The directors consider that the audit requirement of Regulation 10(1)(a) to (c) of the Charities Accounts (Scotland) Regulations 2006 (as amended) (the Regulations) does not apply.

It is my responsibility to examine the accounts as required under section 44(1)(c) of the Charities and Trustee Investment Act 2005 (the Act) and to state whether particular matters have come to my attention.

Basis of independent examiner's statement
My examination is carried out in accordance with Regulation 11 of the Regulations. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts and seeks explanations from the directors concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit, and consequently I do not express an audit opinion on the view given by the accounts.

Independent examiner's statement
In the course of my examination, no matter has come to my attention:

1. which gives me reasonable cause to believe that in any material respect the requirements:
   - to keep accounting records in accordance with section 44(1)(a) of the Act and Regulation 4 of the Regulations, and
   - to prepare accounts which agree with the accounting records and comply with Regulation 8 of the Regulations

   have not been met; or

2. to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



Jeremy Chittleburgh CA
CT
Chartered Accountants and Independent Examiners
61 Dublin Street
Edinburgh
EH3 6NL

Date: 18 May 2026

SCOTTISH EPISCOPAL CHURCH NOMINEES

BALANCE SHEET

As at 31 December 2025

	£
Assets	Nil
	=======
Liabilities	Nil
	=======

The company is without share capital and has no assets nor liabilities of its own. The only transactions that have taken place during the year ended 31 December 2025 have been those made in a fiduciary capacity.

For the year ended 31 December 2025, the company was entitled to the exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006.

No notice has been deposited with the company under section 476 of the Companies Act 2006 requiring an audit to be carried out. The directors acknowledge their responsibility for:

(a) ensuring the company keeps accounting records in accordance with section 386 of the Companies Act 2006; and
(b) preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of its financial year and of its profit or loss for that financial year in accordance with the requirements of section 393 of the Companies Act 2006 which otherwise comply with the accounting requirements of the legislation relating to accounts so far as they are applicable to the company.

These accounts have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

The accounts were approved by the Directors on 18 May 2026.

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Director

Company Registration Number: SC014433