

Exponent Private Equity Founder Partner GP II Limited

Annual Report and Audited Financial Statements
for the year ended 31 March 2019
Company number: SC326446



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Statutory and Administrative Information

Directors:

Exponent Private Equity (Holdings) LLP
30 Broadwick Street
London, W1F 8JB

Ian Kelly

IQ EQ Administration Services (UK) Ltd – Formerly known as Augentius (UK) Ltd
Two London Bridge
London, SE1 9 RA

Administrator:

IQ EQ Administration Services (UK) Ltd – Formerly known as Augentius (UK) Ltd
Two London Bridge
London, SE1 9RA

Auditors:

Rees Pollock
Chartered Accountants
35 New Bridge Street
London, EC4V 6BW

Registered Office:

1 Rutland Court
Edinburgh, EH3 8EY

Directors' Report

The Directors submit their Annual Report and the audited Financial Statements of Exponent Private Equity Founder Partner GP II Limited (the "Company") for the year ended 31 March 2019.

Principal activities

The principal activity of the Company is to act as a Designated Member in Exponent Private Equity FLP GP II LLP, a Limited Liability Partnership registered in England.

Results

The result for the year is shown in the Statement of Comprehensive Income on page 8.

Dividends

The Directors do not recommend the payment of a dividend.

Directors

The Directors of the Company who served during the year were as follows:

Exponent Private Equity (Holdings) LLP
David Bailey (resigned 27 November 2018)
Ian Kelly (appointed 27 November 2018)

Auditors

The Company's auditors, Rees Pollock, have indicated their willingness to be reappointed and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

On behalf of the Board



Richard Lenane
Designated Member of Exponent Private Equity (Holdings) LLP
as Director of Exponent Private Equity Founder Partner GP II Limited
26 November 2019

Directors' Responsibilities Statement

The Directors are responsible for preparing the Financial Statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 the Financial Reporting Standard Applicable in the UK and Republic of Ireland ("FRS 102"). They are also responsible for preparing Financial Statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year and are in accordance with applicable laws. In preparing those Financial Statements the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed subject to any material departures disclosed and explained in the Financial Statements; and
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the Financial Statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud, error and non-compliance with law or regulations.

In so far as the Directors are aware:

- There is no relevant audit information of which the Company's Auditors are unaware; and
- The Directors have taken all steps that they ought to have taken to make them aware of any relevant audit information and to establish that the Auditors are aware of that information.

**Independent Auditors' Report to the Members of
Exponent Private Equity Founder Partner GP II Limited
For the year ended 31 March 2019**

Opinion

We have audited the financial statements of Exponent Private Equity Founder Partner GP II Limited (the "Company") for the year ended 31 March 2019, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2019 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' Report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Independent Auditors' Report to the Members of
Exponent Private Equity Founder Partner GP II Limited (continued)
For the year ended 31 March 2019**

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

**Independent Auditors' Report to the Members of
Exponent Private Equity Founder Partner GP II Limited (continued)
For the year ended 31 March 2019**

Peter Scott (Senior statutory auditor)
for and on behalf of
Rees Pollock, Statutory Auditor

Chartered Accountants, Statutory Auditor

35 New Bridge Street, London, EC4V 6BW

Date: 29 November 2019

Statement of Comprehensive Income

For the year ended 31 March 2019

	Note	Year ended 31 March 2019 £	Year ended 31 March 2018 £
Turnover		-	-
Operating expenses	3	-	-
Profit for the financial year		<u>-</u>	<u>-</u>

All of the activities are classed as continuing.

The Company has no recognised gains and losses other than that reported in the Statement of Comprehensive Income.

The notes on pages 11 to 13 form an integral part of these Financial Statements.

Statement of Financial Position

As at 31 March 2019

	Notes	31 March 2019 £	31 March 2018 £
Fixed assets			
Investment	6	1	1
Current assets			
Debtors	7	100	100
		<u>100</u>	<u>100</u>
Creditors: amounts falling due within one year	8	(1)	(1)
Net current assets		<u>99</u>	<u>99</u>
Total assets less current liabilities		<u><u>100</u></u>	<u><u>100</u></u>
Capital and reserves			
Share capital	9	100	100
Retained earnings		-	-
Total equity		<u><u>100</u></u>	<u><u>100</u></u>

The notes on pages 11 to 13 form an integral part of these Financial Statements.

The Financial Statements on pages 8 to 13 were approved by the Board of Directors on 26 November 2019 and are signed on its behalf by:



Richard Lenane
Designated Member of Exponent Private Equity (Holdings) LLP
as Director of Exponent Private Equity Founder Partner GP II Limited

Statement of Changes in Equity

For the year ended 31 March 2019

	Share Capital	Retained Earnings	Total
	£	£	£
Balance at 1 April 2018	100	-	100
Profit for the financial year	-	-	-
Balance at 31 March 2019	100	-	100

For the year ended 31 March 2018

	Share Capital	Retained Earnings	Total
	£	£	£
Balance at 1 April 2017	100	-	100
Profit for the financial year	-	-	-
Balance at 31 March 2018	100	-	100

The notes on pages 11 to 13 form an integral part of these Financial Statements.

Notes to the Financial Statements

For the year ended 31 March 2019

1 General information

Exponent Private Equity Founder Partner GP II Limited (the "Company") is incorporated and domiciled in Scotland with registration number SC326446 and has its registered office at 1 Rutland Court, Edinburgh, EH3 8EY.

Principal activities

The principal activity of the Company is to act as a Designated Member in Exponent Private Equity FLP GP II LLP, a Limited Liability Partnership registered in England.

2 Statement of compliance and basis of preparation

The Financial Statements of the Company have been prepared in compliance with United Kingdom Generally Accepted Accounting Principles ("UK GAAP"), including Financial Reporting Standard 102 – The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland ("FRS 102"), and the Companies Act 2006.

Going concern

The Directors expect that the other group entities will continue to support the Company and so the Directors consider that the Company is a going concern.

3 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's Financial Statements:

Statement of Cash Flows

The Directors have taken advantage of the exemption in section 7 of FRS 102 from including a statement of cash flows in the accounts on the grounds that the Company is a small entity.

Investment

Investments in joint ventures are measured at cost less accumulated impairment.

Impairment of fixed assets

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount.

If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the Statement of Comprehensive Income.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Comprehensive Income.

Financial assets

Basic financial assets such as short term debtors are initially measured at the transaction price and subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period, financial assets are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate.

The impairment loss is recognised in the Statement of Comprehensive Income.

Notes to the Financial Statements (continued)

For the year ended 31 March 2019

3 Accounting policies (continued)**Financial assets (continued)**

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the Statement of Comprehensive Income.

Financial liabilities

Basic financial liabilities such as short term creditors are initially measured at the transaction price and subsequently carried at amortised cost using the effective interest method.

Expenses

All the expenses of the Company are borne by Exponent Private Equity LLP, an entity under common control.

Auditors' remuneration

Auditors' remuneration is borne by Exponent Private Equity LLP, an entity under common control.

Functional currency and presentation currency

The Financial Statements are presented in Sterling (£), which is also the Company's functional currency.

4 Staff numbers and costs

The Company did not have any staff employed during the year.

5 Directors' emoluments

The average number of Directors during the year was 2.

The aggregate emoluments in respect of services to the Company from the Directors including pension contributions were £ 4,943 (2018: £4,902).

6 Investment

	31 March 2019 £	31 March 2018 £
Investment in Exponent Private Equity FLP GP II LLP	1	1
	<u>1</u>	<u>1</u>

At 31 March 2019, the Company held the following investment in joint ventures:

Joint venture undertaking	Country of incorporation	Holding	Proportion of voting rights and capital held	Nature of business
Exponent Private Equity FLP GP II LLP	England	Partnership capital	50%	General Partner
	Profit for the year ended 31 March 2019 31 March 2018 £ £		Capital and Reserves 31 March 2019 31 March 2018 £ £	
Exponent Private Equity FLP GP II LLP	-	-	2	2

Notes to the Financial Statements (continued)

For the year ended 31 March 2019

7 Debtors

	31 March 2019 £	31 March 2018 £
Amounts due from Exponent Private Equity (Holdings) LLP	100	100
	<u>100</u>	<u>100</u>

8 Creditors: amounts falling due within one year

	31 March 2019 £	31 March 2018 £
Amounts due to Exponent Private Equity FLP GP II LLP	1	1
	<u>1</u>	<u>1</u>

9 Share capital

	31 March 2019 £	31 March 2018 £
Allotted and fully paid		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

The Company was incorporated with an authorised share capital of 100 ordinary shares of £1 each.

10 Related party transactions

As at 31 March 2019, the Company had an investment of £1 (2018: £1), in Exponent Private Equity FLP GP II LLP, an entity under common control, being its Capital Contribution (note 6). The contribution remains outstanding as at 31 March 2019 (note 8).

As at 31 March 2019, £100 (2018: £100) was due from the Company's parent, Exponent Private Equity (Holdings) LLP in respect of the Company's Share Capital (note 7).

A Director of the Company is also a Director of IQ EQ Administration Services (UK) Ltd – Formerly known as Augentius (UK) Ltd. IQ EQ Administration Services (UK) Ltd provides administrative services to the Company. During the year, fees of £1,816 (2018: £1,598) (excluding Director's fees) have been charged by IQ EQ Administration Services (UK) Ltd in relation to services provided to the Company. These fees were borne by Exponent Private Equity LLP, an entity under common control.

11 Ultimate parent undertaking

The ultimate parent undertaking and controlling party is Exponent Private Equity (Holdings) LLP.