**REGISTERED NUMBER: OC341283** 

# APPCELERATE LLP FINANCIAL STATEMENTS 31 DECEMBER 2017

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# FINANCIAL STATEMENTS

# YEAR ENDED 31 DECEMBER 2017

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# DESIGNATED MEMBERS AND PROFESSIONAL ADVISERS

**Designated members** M Pinon-Martinez

Ampito Group LLP Ampito Limited

Registered office Unit C, Manor Court

Manor Royal Crawley West Sussex RH10 9PY

Auditor UHY Hacker Young (S.E.) Limited

Chartered accountant & statutory auditor

168 Church Road

Hove East Sussex BN3 2DL

# **MEMBERS' REPORT**

#### YEAR ENDED 31 DECEMBER 2017

The members present their report and the financial statements of the LLP for the year ended 31 December 2017.

# Principal activities

The principal activity of the company during the year was that of the resale of low latency IT equipment, support and managed services to corporates.

#### **Designated members**

The designated members who served the LLP during the year were as follows:

M Pinon-Martinez Ampito Group LLP Ampito Limited

# Policy regarding members' drawings and the subscription and repayment of amounts subscribed or otherwise contributed by members

Members are permitted to make drawings in anticipation of profits which will be allocated to them. The amount of such drawings is set at the beginning of each financial year, taking into account the anticipated cash needs of the LLP.

New members are required to subscribe a minimum level of capital and in subsequent years members are invited to subscribe for further capital, the amounts of which is determined by the performance and seniority of those members. On retirement, capital is repaid to members.

#### Members' responsibilities statement

The members are responsible for preparing the members' report and the financial statements in accordance with applicable law and regulations.

Company law as applied to limited liability partnerships by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 requires the members to prepare financial statements for each financial year. Under that law the members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law as applied to limited liability partnerships the members must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the LLP and the profit or loss of the LLP for that period.

In preparing these financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP will continue in business.

#### MEMBERS' REPORT (continued)

#### YEAR ENDED 31 DECEMBER 2017

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to limited liability partnerships by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Auditor**

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006 as applied to LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

This report was approved by the members on 28 August 2018 and signed on behalf of the members by:

Ampito Group LLP Designated Member

Registered office: Unit C, Manor Court Manor Royal Crawley West Sussex RH10 9PY

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF APPCELERATE LLP

#### YEAR ENDED 31 DECEMBER 2017

#### **Opinion**

We have audited the financial statements of Appcelerate LLP (the 'LLP') for the year ended 31 December 2017 which comprise the statement of comprehensive income, statement of financial position, reconciliation of members' interests and the related notes, 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 FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the LLP's members, as a body, in accordance with chapter 3 of part 16 of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP'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 LLP and the LLP's members as a body, for our audit work, for this report, or for the opinions we have formed.

In our opinion the financial statements:

- give a true and fair view of the state of the LLP's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

# 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 auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the LLP in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF APPCELERATE LLP (continued)

#### YEAR ENDED 31 DECEMBER 2017

#### 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 members' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the members have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the LLP'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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The members are responsible for the other information. 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.

# Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 as applied to limited liability partnerships 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
- we have not received all the information and explanations we require for our audit; or
- the members were not entitled to prepare the financial statements in accordance with the small LLPs regime.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF APPCELERATE LLP (continued)

# YEAR ENDED 31 DECEMBER 2017

#### Responsibilities of members

As explained more fully in the members' responsibilities statement, the members 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 members 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 members are responsible for assessing the LLP'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 members either intend to liquidate the LLP or to cease operations, or have no realistic alternative but to do so.

# Auditor's 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 auditor's 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the members.
- Conclude on the appropriateness of the members' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the LLP's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the LLP to cease to continue as a going concern.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF APPCELERATE LLP (continued)

# YEAR ENDED 31 DECEMBER 2017

• Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

David Guest FCA (Senior Statutory Auditor)

For and on behalf of UHY Hacker Young (S.E.) Limited Chartered accountant & statutory auditor

168 Church Road Hove East Sussex BN3 2DL

28 August 2018

# STATEMENT OF COMPREHENSIVE INCOME

# YEAR ENDED 31 DECEMBER 2017

Turnover	lote	2017 £ 17,379,244	2016 £ 8,038,399
Cost of sales		15,930,239	7,146,843
Gross profit		1,449,005	891,556
Administrative expenses		382,127	294,799
Operating profit		1,066,878	596,757
Profit for the financial year before members' remuneration and profit shares available for discretionary division among members		1,066,878	596,757

All the activities of the LLP are from continuing operations.

# STATEMENT OF FINANCIAL POSITION

# **31 DECEMBER 2017**

		201	7	2016
	Note	£	£	£
Current assets				
Stocks		19,222		258,663
Debtors Cash at bank and in hand	6	3,926,157 621,031		2,335,854 127,504
Cash at bank and in hand		<del></del>		
		4,566,410		2,722,021
Creditors: amounts falling due within one year	7	3,405,933		1,731,966
Net current assets			1,160,477	990,055
Total assets less current liabilities			1,160,477	990,055
Creditors: amounts falling due after more than				
one year	8		_	235,315
Net assets			1,160,477	754,740
Represented by:				
Loans and other debts due to members				
Other amounts	9		1,160,477	754,740
Members' other interests				
Other reserves				_
			1,160,477	754,740
			1,100,477	754,740
Total members' interests				
Loans and other debts due to members	9		1,160,477	754,740
Members' other interests			-	_
			1,160,477	754,740

These financial statements have been prepared in accordance with the provisions applicable to LLPs subject to the small LLPs' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

The statement of financial position continues on the following page.

The notes on pages 13 to 18 form part of these financial statements.

# STATEMENT OF FINANCIAL POSITION (continued)

# **31 DECEMBER 2017**

These financial statements were approved by the members and authorised for issue on 28 August 2018, and are signed on their behalf by:

Ampito Group LLP Designated Member

Registered number: OC341283

# RECONCILIATION OF MEMBERS' INTERESTS

# YEAR ENDED 31 DECEMBER 2017

	Members' oth	er interests	Loans and others to members amounts do members in	less any ue from	Total members' interests
	Other reserves	Total	Other amounts	Total	Total 2017
	£	£	£	£	£
Balance at 1 January 2017 Profit for the financial year available for discretionary	-	_	754,740	754,740	754,740
division among members	1,066,878	1,066,878			1,066,878
Members' interests after profit for the year Other division of profits Drawings	1,066,878 (1,066,878)	1,066,878 (1,066,878)	754,740 1,066,878 (661,141)	754,740 1,066,878 (661,141)	1,821,618 - (661,141)
Balance at 31 December 2017			1,160,477	1,160,477	1,160,477

The reconciliation of members' interests continues on the following page.

The notes on pages 13 to 18 form part of these financial statements.

# RECONCILIATION OF MEMBERS' INTERESTS (continued)

# YEAR ENDED 31 DECEMBER 2017

	Members' other interests		Loans and other debts due to members less any amounts due from members in debtors		Total members' interests
	Other reserves	Total	Other amounts	Total	Total 2016
	£	£	£	£	£
Balance at 1 January 2016 Profit for the financial year available for discretionary	-	-	456,668	456,668	456,668
division among members	596,757	596,757			596,757
Members' interests after					
profit for the year	596,757	596,757	456,668	456,668	1,053,425
Other division of profits	(596,757)	(596,757)	596,757	596,757	_
Drawings			(298,685)	(298,685)	(298,685)
Balance at 31 December 2016	_	_	754,740	754,740	754,740

### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 DECEMBER 2017

#### 1. General information

The LLP is registered in England and Wales.

The address of the registered office is Unit C, Manor Court, Manor Royal, Crawley, West Sussex, RH10 9PY.

#### 2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', and the requirements of the Statement of Recommended Practice 'Accounting by Limited Liability Partnerships' issued in January 2017 (SORP 2017).

# 3. Accounting policies

#### Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

#### Going concern

No material uncertainties that may cast significant doubt about the ability of the LLP to continue as a going concern have been identified by the members.

#### Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of discounts and Value Added Tax.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership have transferred to the buyer (usually on despatch of the goods); the amount of revenue can be measured reliably; it is probable that the associated economic benefits will flow to the entity; and the costs incurred or to be incurred in respect of the transactions can be measured reliably.

# Members' participation rights

Members' participation rights are the rights of a member against the LLP that arise under the members' agreement (for example, in respect of amounts subscribed or otherwise contributed, remuneration and profits).

### NOTES TO THE FINANCIAL STATEMENTS (continued)

#### YEAR ENDED 31 DECEMBER 2017

#### 3. Accounting policies (continued)

# Members' participation rights (continued)

Members' participation rights in the earnings or assets of the LLP are analysed between those that are, from the LLP's perspective, either a financial liability or equity, in accordance with Section 22 of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', and the requirements of the Statement of Recommended Practice 'Accounting by Limited Liability Partnerships'. A member's participation right results in a liability unless the right to any payment is discretionary on the part of the LLP.

Amounts subscribed or otherwise contributed by members, for example members' capital, are classed as equity if the LLP has an unconditional right to refuse payment to members. If the LLP does not have such an unconditional right, such amounts are classified as liabilities.

Where profits are automatically divided as they arise, so the LLP does not have an unconditional right to refuse payment, the amounts arising that are due to members are in the nature of liabilities. They are therefore treated as an expense in the statement of comprehensive income in the relevant year. To the extent that they remain unpaid at the year end, they are shown as liabilities in the statement of financial position.

Conversely, where profits are divided only after a decision by the LLP or its representative, so that the LLP has an unconditional right to refuse payment, such profits are classed as an appropriation of equity rather than as an expense. They are therefore shown as a residual amount available for discretionary division among members in the statement of comprehensive income and are equity appropriations in the statement of financial position.

Other amounts applied to members, for example remuneration paid under an employment contract and interest on capital balances, are treated in the same way as all other divisions of profits, as described above, according to whether the LLP has, in each case, an unconditional right to refuse payment.

All amounts due to members that are classified as liabilities are presented in the statement of financial position within 'Loans and other debts due to members' and are charged to the statement of comprehensive income within 'Members' remuneration charged as an expense'. Amounts due to members that are classified as equity are shown in the statement of financial position within 'Members' other interests'.

#### Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

#### **Stocks**

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

### NOTES TO THE FINANCIAL STATEMENTS (continued)

#### YEAR ENDED 31 DECEMBER 2017

#### 3. Accounting policies (continued)

#### Financial instruments

A financial asset or a financial liability is recognised only when the LLP becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

# **Defined contribution plans**

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

# NOTES TO THE FINANCIAL STATEMENTS (continued)

# YEAR ENDED 31 DECEMBER 2017

# 4. Employee numbers

The average number of persons employed by the LLP during the year, including the members with contracts of employment, amounted to 3 (2016: 3).

# 5. Auditor's remuneration

٠.	Addition by Committee and the		
	Fees payable for the audit of the financial statements	2017 £ 8,250	2016 £ 3,000
6.	Debtors		
	Trade debtors Other debtors	2017 £ 1,703,106 2,223,051 3,926,157	2016 £ 667,553 1,668,301 2,335,854
7.	Creditors: amounts falling due within one year		
	Trade creditors Amounts owed to group undertakings and undertakings in which the LLP has a participating interest Social security and other taxes Amounts owed to associates Other creditors	2017 £ 2,068,977 1,038,643 229,007 45,461 23,845 3,405,933	2016 £ 1,576,468 41,304 60,700 42,474 11,020 1,731,966
8.	Creditors: amounts falling due after more than one year		
9.	Amounts owed to associates  Loans and other debts due to members	2017 £	2016 £ 235,315
7.	Loans and other devis due to members		
	Amounts owed to members in respect of profits	2017 £ 1,160,477	2016 £ 754,740

Loans and other debts due to Members rank equally with amounts due to ordinary creditors.

# NOTES TO THE FINANCIAL STATEMENTS (continued)

#### YEAR ENDED 31 DECEMBER 2017

#### 10. Related party transactions

Transactions with fellow Ampito Group subsidiaries:

During the year the LLP traded with fellow Ampito Group subsidiaries.

Purchases of goods and services amounted to £1,229,650 (2016: £717,390). Recharged overhead expenses amounted to £16,508 (2016: £17,531). In accordance with the membership agreement, during the year Ampito Group LLP received a profit allocation of £238,050 (2016: £149,903).

The cumulative balance outstanding as at 31 December 2017 amounted to £1,038,643 (2016: £41,304) owed to fellow Ampito Group subsidiaries. The cumulative balance owed is not secured. Outstanding balances are considered due within one year, and treated as short term working capital.

Transactions with Associate entities:

During the year the LLP traded with associated entities, related under common management and control.

Sales of goods and services amounted to £662,547 (2016: £464,661). Purchases of goods and services amounted to £777,297 (2016: £298,356). Recharged overhead expenses amounted to £74,220 (2016: £57,639). In accordance with the membership agreement, during the year Ampito Limited received a profit allocation of £590,778 (2016: £192,951).

The cumulative balance outstanding as at 31 December 2017 amounted to £2,177,590 (2016: £1,621,995) due from Associated entities. The cumulative balance due is not secured. Outstanding balances are considered due within one year, and treated as short term working capital.

	£		£
Ampito Limited	1,649,924	Imprimi PS LLP	35,000
Ampito Group Inc.	160,390	Manquos LLP	12,000
Ampito Limited (Japan)	30,220	Massip LLP	(954)
Ampito Limited (Korea)	98,102	NWP CReative LLP	4,000
Ampito Options LLP	(2,736)	Pamdi LLP	(6,500)
Ampito PTY Limited	28,853	Pinloma Consulting LLP	7,000
Ampito SARL	590	Red-Net LLP	42,494
Appcelerate LLP	112,383	Red-Nube LLP	19,120
Chulo LLP	(35,271)	World of Select Ltd	32
Digital China			
Trading Limited	22,943		

As at 31 December 2017 £Nil (2016: £235,315) remained owed to Ampito Ltd, this amount is due greater than one year and disclosed within note 8.

# NOTES TO THE FINANCIAL STATEMENTS (continued)

# YEAR ENDED 31 DECEMBER 2017

# 11. Controlling party

Ampito Group LLP, incorporated in England and Wales, is regarded by the members as being the LLP's ultimate parent undertaking. The LLP is included within the group accounts of Ampito Group LLP. Group accounts are available to the public from Companies House.

The registered office of Ampito Group LLP is Unit C, Manor Court, Manor Royal, Crawley, West Sussex, RH10 9PY.

The ultimate controlling party is L Pinon-Martinez.