Registered number: 02512083

HarbourVest Partners (UK) Limited

Report and consolidated financial statements

For the Year Ended 31 December 2022



Company Information

Mary Traer **Directors**

Peter G. Wilson David A. Atterbury

Corentin Du Roy De Blicquy

J Sidi **Company secretary**

Registered number 02512083

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Independent auditor **Ernst & Young LLP**

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Group strategic report For the Year Ended 31 December 2022

Introduction

The directors have pleasure in presenting the report and the consolidated financial statements of HarbourVest Partners (UK) Limited (the 'Company') and its subsidiary for the year ended 31 December 2022. These financial statements consolidate the financial statements of HarbourVest Partners (UK) Limited and HarbourVest Partners (Ireland) Limited (collectively 'the Group').

Principal activities and review of the business

HarbourVest Partners (UK) Limited, acting as a representative, performs various advisory and liaison functions for HarbourVest Partners, LLC and continues to provide these services under run-off arrangements. The company generates its revenue via a sub-service arrangement with its parent, Harbourvest Partners, LLC.

The Company is authorised and regulated by the Financial Conduct Authority. The Group monitors performance of the business primarily through monitoring of expenses.

HarbourVest Partners (Ireland) Limited, the subsidiary undertaking, is authorised as an Alternative Investment Fund Manager. The services provided by HarbourVest Partners (Ireland) Limited include portfolio management, risk management, administration and marketing in respect of the Alternative Investment Funds under the Alternative Investment Fund Managers Directive.

Trading for the year to 31 December 2022 has been in line with the expectations of the directors, with the Group recording a profit after tax of £4,651,559 (2021: £11,688,808).

As at 31 December 2022, the directors feel the Group is fully capitalised to meet all financial and regulatory obligations.

The Group's key financial and other performance indicators during the year were as follows:

	2022 £	2021 £
	•	
Turnover	102,737,375	81,315,268
Administrative expenses	97,170,066	(66,929,881)
Profit for the financial year after taxation	4,651,559	11,688,808
Net assets per Consolidated Balance Sheet	6,294,074	12,600,801
Current assets as % of current liabilities	131	189
Average number of employees	102	70

Group strategic report (continued) For the Year Ended 31 December 2022

Principal risks and uncertainties

The directors have considered significant risks and uncertainties facing the business and have concluded that all major risks and uncertainties have been mitigated to an acceptable level. The most significant risk facing the Group is liquidity risk. This risk is mitigated since the parent, HarbourVest Partners, LLC, provides continuous financial support to the Group and the directors believe that this support will continue as HarbourVest Partners, LLC is adequately funded to provide this support on an ongoing basis.

From an operational perspective, the key risk relates to the potential for non-compliance with the regulations issued by the Financial Conduct Authority that could lead to the Company being subject to a fine or a ban on trading activities. This is managed through regular review of the Group's compliance framework by Senior management.

The Group will continue to have the financial risk management at the top of its agenda. Risk management framework is evolved on a regular basis and managed by providing clear risk policy & training.

The Group provides the following intragroup services to HarbourVest Partners, LLC and its affiliates:

- (i) researching, evaluating, recommending, negotiating and monitoring private market investments; and
- (ii) soliciting UK and non-UK investors to purchase interests in investment vehicles established, managed and/or operated by HarbourVest Partners, LLC and its affiliates.

The Company does not itself act as the management company for any Alternative Investment Funds ("AIFs") or Undertakings for Collective Investment in Transferable Securities ("UCITS") however its subsidiary undertaking, HarbourVest Partners (Ireland) Limited, is authorised as an Alternative Investment Fund Manager. On 31 January 2020, the UK formally left the European Union ("Brexit"). The Brexit transition period that was in place ended on 31 December 2020. The rules governing the new relationship between the European Union and the UK took effect on 1 January 2021. HarbourVest Partners, LLC and its affiliates took a number of measures to mitigate the potential impact of Brexit and does not expect Brexit to materially impact the Group's ability to continue to provide the services described therein. The measures taken include the following:

- 1) Electing to domicile more recent AIFs in Luxembourg to ensure they are able to benefit from the AIFMD marketing passport. A passport allows AIFMs to market its AIFs freely across the European Economic Area ('EEA') without the need to register the AIFs under the national private placement regimes in each EEA country;
- 2) Establishing HarbourVest Ireland to act as the EU AIFM of the AIFs (effective from 29 March 2019), ensuring the AIFs are able to benefit from the AIFMD marketing passport;
- 3) Switching primary Investor Relations coverage responsibilities from the Company to HarbourVest Partners (Ireland) Limited for a large number of key European geographies;
- 4) Implementing a new internal framework governing the Company's engagement with prospective European investors from the UK, including obtaining cross-border licenses/Temporary Permissions Regimes where available, permitting limited promotional activities that do not amount to conducting a regulated activity in certain jurisdictions, the chaperoning of Company employees by HarbourVest Partners (Ireland) Limited in certain jurisdictions, and temporarily seconding certain designated Company employees to HarbourVest Partners (Ireland) Limited on a part-time basis

Group strategic report (continued) For the Year Ended 31 December 2022

The Group's sole client, its Parent, has sufficient financial resources to continue paying the service fee due to the company, on time for a period of at least 12 months from the date of approval of the financial statements. The Group also has sufficient working capital to meet its short-term liabilities as they arise for a period of at least 12 months from the date of approval of the financial statements.

In terms of continuity of business operations, the Group has implemented its business continuity plans, in line with Group-level policy as well as official advice from His Majesty's Government, and expects to be able to continue normal operations through future hybrid working.

Going concern

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the review of the business above. The financial position of the Group and its liquidity position are reflected on the Consolidated statement of financial position. The Group has considerable financial resources. Whilst the Group remains dependent primarily on a single source of revenue from its parent company, the directors are not aware of any reason that this agreement will be terminated in the foreseeable future. The nature of the agreement provides a high degree of certainty that the Group will continue to be profitable. Historically, the Group has received income in a timely manner in order to manage its obligations. As a consequence, the directors believe that the Group and the Company is well placed to manage its business risks successfully. The directors have a reasonable expectation that the Group and the Company have adequate resources to continue in operational existence for 12 months from the date these financial statements are approved. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Future developments

The directors expect the main source of income of the Group to continue to be its provision of services to HarbourVest Partners, LLC.

Group strategic report (continued) For the Year Ended 31 December 2022

Directors' statement of compliance with duty to promote the success of the Group

This statement is intended by the Board of Directors of HarbourVest Partners (UK) Limited to set out how they have approached and met their responsibilities under s172(1) (a) to (f) of the Companies Act 2006 in the financial period ending 31 December 2022.

Stakeholders of the Group include employees, shareholders, customers, suppliers, creditors of the business and the community in which it operates.

The directors, both individually and collectively, consider that they have acted in good faith to promote the success of the Group for the benefit of its stakeholders as a whole (having regard to the matters set out in s172 of the Act) in the decisions taken during the period. In particular:

- To ensure the directors take account of the likely consequences of their decision in the long term, they receive regular and timely information on all the key areas of the business including financial performance, operational matters, and review of distribution activities. The Group's performance and progress are also reviewed regularly at the Board meetings.
- The Group's employees are fundamental to the success of the business. The directors understand that it is critical to engage with and understand their views and to ensure that all employee's interests are considered. To strengthen employee engagement, the directors promote and encourage all employees to raise any concerns or suggestions with senior management without hesitations. During the period, the Group performed employee engagement surveys and continues to gather feedback from employees to make changes as needed to improve the working environment of its employees.
- The Company acts as a representative and performs various advisory and liaison functions for its parent, HarbourVest Partners LLC. The Company's subsidiary, HarbourVest Partners (Ireland) Limited, is authorised as an Alternative Investment Fund Manager and provides portfolio management, risk management, administration and marketing in respect of the Alternative Investment Funds under the Alternative Investment Fund Managers Directive. The Group strives to continually improve and strengthen its services for the mutual benefit for all its stakeholders and to maintain its reputation for high quality services and high standards of business conduct.
- The Group has adopted an Environmental, Social, and Governance (ESG) Policy which formalises its longstanding view of considering all stakeholders in management decisions. The directors are committed to respecting the interests of clients, employees and key stakeholders, holding themselves to the highest ethical standards and caring about the communities and the environment.
- The directors' intentions are to behave responsibly toward all stakeholders and treat them fairly, so that they all benefit from the long-term success of the Group.

The directors have overall responsibility for determining the Group's purpose, values and strategy and for ensuring high standards of governance. Throughout 2023, the directors will continue to review and challenge how the Group can improve engagement with its employees and other stakeholders.

This report was approved by the board on 24 April 2023 and signed on its behalf.

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David A. Atterbury Director

Directors' report For the Year Ended 31 December 2022

The directors present their report and the financial statements for the year ended 31 December 2022.

Principal activity

The Company has continued to be engaged by HarbourVest Partners LLC, as its representative in the United Kingdom, Continental Europe and the Pacific Rim countries through a consulting agreement.

HarbourVest Partners (Ireland) Limited, the subsidiary undertaking, is authorised as an Alternative Investment Fund Manager. The services provided by HarbourVest Partners (Ireland) Limited include portfolio management, risk management, administration and marketing in respect of the Alternative Investment Funds under the Alternative Investment Fund Managers Directive.

Results and dividends

The profit for the year, after taxation, amounted to £4,651,559 (2021: £11,688,808).

A final dividend was paid amounting to £11,688,808 (2021: £11,190,517).

Net assets amounted to £6,294,074 (2021: £12,600,801).

Directors

The directors who served during the year and to the date of this report were as follows:

Mary Traer
Peter G. Wilson
David A. Atterbury
Corentin Du Roy De Blicquy

Auditor

The auditor, Ernst & Young LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Greenhouse gas emissions, energy consumption and energy efficiency action

The Group has not disclosed information in respect of greenhouse gas emissions, energy consumption and energy efficiency action as it is not practical to obtain such information.

Directors' report (continued)
For the Year Ended 31 December 2022

Directors' responsibilities statement

The directors are responsible for preparing the Group Strategic report, the Directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare for each financial year. Under that law the directors have elected to prepare the consolidated financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law, the directors 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 Company and the Group and of the profit or loss of the Group for that period.

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

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare on the going concern basis unless it is inappropriate to presume that the Company and the Group will continue its business for a foreseeable future.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Post balance sheet events

There have been no significant events affecting the Group since the period end. Management have reviewed the Group's exposure to the collapse of Silicon Valley Bank/Signature Bank and have concluded that the Group is not knowingly exposed.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as each director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- each director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

This report was approved by the board on 24 April 2023 and signed on its behalf.

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David A. Atterbury Director

Independent auditor's report to the members of HarbourVest Partners (UK) Limited

Opinion

We have audited the financial statements of HarbourVest Partners (UK) Limited ('the parent company') and its subsidiaries (the 'group') for the year ended 31 December 2022 which comprise the Consolidated statement of comprehensive income, the Consolidated statement of financial position, the Company statement of financial position, the Company statement of changes in equity, the Company statement of changes in equity, the Consolidated statement of cash flows and the related notes 1 to 23, 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).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2022 and of the Group's profit 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group 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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's ability to continue as a going concern.

Independent auditor's report to the members of HarbourVest Partners (UK) Limited (continued)

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 directors are responsible for the other information contained within the Annual Report.

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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' report have 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 group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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 parent Company 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.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 6, 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 Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

Independent auditor's report to the members of HarbourVest Partners (UK) Limited (continued)

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.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group and determined that the most significant are those that relate to the reporting framework (FRS 102), the Companies Act 2006 and the relevant direct and indirect tax compliance regulation in the United Kingdom. In addition, the parent company is required to comply with relevant Financial Conduct Authority's (FCA) rules and regulations relating to its operations
- We understood how the group and parent company are complying with those frameworks by making enquiries of management and by seeking representation from those charged with governance. We corroborated our understanding by reviewing board meeting minutes and relevant policy and procedures manuals. We also reviewed correspondence with relevant authorities.
- We assessed the susceptibility of the group's financial statements to material misstatement, including how fraud might occur by considering the risk of management override and by designating revenue recognition as a fraud risk. We performed journal entry testing by specific risk criteria, with a focus on journals indicating large or unusual transactions based on our understanding of the business. We recalculated the revenue based on the transfer pricing arrangements applied by management and tested a sample of inputs in the calculation back to source documentation.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved enquiries of management and those charged with governance, review of legal and professional expenses, review of breaches and complaints register, and review of board meeting minutes.
- The parent company is a regulated investment manager under the supervision of the FCA. As such, the Senior statutory auditor reviewed the experience and expertise of the engagement team to ensure that the team had the appropriate competence and capabilities.

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

Independent auditor's report to the members of HarbourVest Partners (UK) Limited (continued)

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 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.

-DocuSigned by:

Ernst & Young LLP

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George Collins (Senior statutory auditor) for and on behalf of Ernst & Young LLP, Statutory Auditor Canary Wharf London

26 April 2023

Consolidated statement of comprehensive income For the Year Ended 31 December 2022

	Note	2022 £	2021 £
Turnover	3	102,737,375	81,315,268
Gross profit		102,737,375	81,315,268
Administrative expenses		(97,170,066)	(66,929,881)
Operating profit		5,567,309	14,385,387
Interest and other income	. 8	53,795	358
Profit on ordinary activities before taxation	•	5,621,104	14,385,745
Taxation on profit/(loss) on ordinary activities	9	(969,545)	(2,696,937)
Profit for the financial year		4,651,559	11,688,808
Profit for the year attributable to:			
Owners of the parent company		4,651,559	11,688,808
	•	4,651,559	11,688,808
		. =====	.=====

There were no recognised gains and losses for 2022 or 2021 other than those included in the consolidated statement of comprehensive income.

There was no other comprehensive income for 2022 (2021: £NIL).

HarbourVest Partners (UK) Limited Registered number: 02512083

Consolidated statement of financial position As at 31 December 2022

	Note		2022 £		2021 £
Fixed assets			•		
Tangible fixed assets	11	_	1,401,541		1,633,310
	. ,		1,401,541		1,633,310
Current assets			•		
Debtors: amounts falling due within one year Cash at bank and in hand	13 14	14,692,352 6,206,757		17,555,770 6,066,056	
		20,899,109		23,621,826	
Creditors: amounts falling due within one year	15	(15,944,576)		(12,509,335)	
Net current assets			4,954,533		11,112,491
Total assets less current liabilities Provisions for liabilities			6,356,074		12,745,801
Deferred taxation	16	(62,000)		(145,000)	٠.
			(62,000)		(145,000)
Net assets excluding pension asset	٠.	-	6,294,074	•	12,600,801
Net assets			6,294,074		12,600,801
Capital and reserves		· · · · · · · · · · · · · · · · · · ·			
Called up share capital	18	· · · · · · · · · · · · · · · · · ·	1,500,000		1,000,000
Foreign currency translation reserve	. 17		142,515		(88,007)
Profit and loss account	17		4,651,559	•	11,688,808
Equity attributable to owners of the parent Company		-	6,294,074		12,600,801
		-	6,294,074		12,600,801

The Company has elected to take exemption under section 408 of the Companies Act 2006 not to present the Company Profit and Loss Account and Statement of Comprehensive Income. The profit for the Company for the year was £3,752,226 (2021: £10,699,632).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 24 April 2023.

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David A. Atterbury Director

HarbourVest Partners (UK) Limited Registered number: 02512083

Company statement of financial position As at 31 December 2022

•		Nada		2022		2021
Fixed assets		Note		.		£
Tangible fixed assets Investments	·	11 12		1,035,622 3,343,993		1,394,663 3,343,993
,			•	4,379,615		4,738,656
Current assets						
Debtors: amounts falling due v Cash at bank and in hand	vithin one year	13 14	13,470,956 1,702,261	•	15,878,187 2,244,868	
			15,173,217		18,123,055	
Creditors: amounts falling due	within one year	15	(14,195,439)		(11,017,079)	
Net current assets				977,778	• • •	7,105,976
Total assets less current l	liabilities	•	- -	5,357,393		11,844,632
Provisions for liabilities					• • •	* *
Deferred taxation		16	(62,000)	•	(145,000)	
		•		(62,000)	<u> </u>	(145,000)
Net assets excluding pens	sion asset		- -	5,295,393		11,699,632
Net assets			-	5,295,393		11,699,632
Capital and reserves			•			
Called up share capital		18		1,500,000	•	1,000,000
Profit and loss account		. 17		3,795,393		10,699,632
				5,295,393		11,699,632

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 24 April 2023.

——DocuSigned by:

David A. Atterbury

Director

Consolidated statement of changes in equity As at 31 December 2022

	Share capital	Foreign currency translation reserve	Profit and loss account	Equity attributable to owners of parent Company	Total equity
	£	£	£	£	£
At 1 January 2021	5,000	145,292	11,190,517	11,340,809	11,340,809
Income for the year			;		• •
Profit for the year	-	-	11,688,808	11,688,808	11,688,808
Dividends	•	-	(11,190,517)	(11,190,517)	(11,190,517)
Shares issued during the year	995,000	-	-	995,000	995,000
Exchange difference on translation of foreign operations	•	(233,299)	•	(233,299)	(233,299)
At 1 January 2022	1,000,000	(88,007)	11,688,808	12,600,801	12,600,801
Income for the year					••
Profit for the year	. •	-	4,651,559	4,651,559	4,651,559
Dividends	-	•	(11,688,808)	(11,688,808)	(11,688,808)
Shares issued during the year	500,000	· •	-	500,000	500,000
Exchange difference on translation of foreign operations	·· -	230,522	- ,	230,522	230,522
At 31 December 2022	1,500,000	142,515	4,651,559	6,294,074	6,294,074

Company statement of changes in equity As at 31 December 2022

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2021	5,000	10,123,120	10,128,120
Income for the year			, ` •
Profit for the year		10,699,632	10,699,632
Dividends	•	(10,123,120)	(10,123,120)
Shares issued during the year	995,000	. - .	995,000
At 1 January 2022	1,000,000	10,699,632	11,699,632
Income for the year			• • • • • • • • • • • • • • • • • • • •
Profit for the year	•	3,752,226	3,752,226
Dividends		(10,656,465)	(10,656,465)
Shares issued during the year	500,000	•	500,000
At 31 December 2022	1,500,000	3,795,393	5,295,393

Consolidated statement of cash flows For the Year Ended 31 December 2022

	:	
	2022 £	2021 £
Cash flows from operating activities		
Profit for the financial year Adjustments for:	4,651,559	11,688,808
Depreciation of tangible assets	565,301	382,280
Interest received	(53,795)	(358)
Taxation charge	969,545	2,696,937
(Increase) in debtors	(2,685,316)	• •
Decrease in amounts owed by groups	6,521,627	2,175,564
Increase in creditors	4,490,071	1,441,668
Corporation tax paid	(3,080,267)	(3,085,228)
Net cash generated from operating activities	11,378,725	13,224,653
Cash flows from investing activities		
Purchase of tangible fixed assets	(340,762)	(1,118,282)
Interest received	53,795	358
Net cash from investing activities	(286,967)	(1,117,924)
Cash flows from financing activities		
Issue of ordinary shares	500,000	995,000
Dividends paid	(11,688,808)	(11,190,517)
Net cash used in financing activities	(11,188,808)	(10,195,517)
Net (decrease)/increase in cash and cash equivalents	(97,050)	1,911,212
Cash and cash equivalents at beginning of year	6,066,056	4,390,961
Foreign exchange gains/(losses)	237,751	(236,117)
Cash and cash equivalents at the end of year	6,206,757	6,066,056
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	6,206,757	6,066,056
	6,206,757	6,066,056

Notes to the financial statements For the Year Ended 31 December 2022

1. Accounting policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared on the going concern basis and under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland ('FRS 102') and the Companies Act 2006.

The COVID-19 pandemic did not have a material impact on Group results for the year ended 31 December 2022. During the year the Group and the service providers continued with hybrid working arrangements. Management has included an analysis of the impact of COVID-19 as part of their going concern assessment using information available to the date of issue of these financial statements. The Group does not expect COVID-19 to have a material impact on Group results in the future. It is reasonably expected that the Group has adequate resources to continue in operational existence for 12 months from the date of issuance of these financial statements and that there will be no impact on going concern.

The Company provides services to the parent and receives a service fee based on the reimbursement of its costs plus a mark up. The Company is dependent on the ability of the parent to which it provides services to continue to pay the service fees due.

The most likely expected financial impact on the Group is in respect of its future management fee income earned by the parent and HarbourVest Partners (Ireland) Limited as this is impacted based on future fundraising and investment activity. However, the majority of management fee income is based on committed capital in the managed closed ended funds therefore the underlying volatility in valuations will not have a significant impact on the projected revenue.

The directors have determined that the Parent has sufficient financial resources to continue paying the service fee due on time for a period of 12 months from the date of approval of the financial statements, and that the Group also has sufficient financial resources to meet its short-term liabilities as they arise for a period of 12 months from the date of approval of the financial statements.

Having performed this analysis, the Directors believe regulatory capital requirements continue to be met and have sufficient liquidity to meet its liabilities for the next 12 months from the date of approval of financial statements and that the preparation of the financial statements on a going concern basis remains appropriate as the company expects to be able to meet its obligations as and when they fall due for the next 12 months from the date these financial statements are approved.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Group's accounting policies (see note 2).

The following principal accounting policies have been applied:

Notes to the financial statements For the Year Ended 31 December 2022

Accounting policies (continued)

1.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the acquisition method. In the Statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 31 December 2015.

1.3 Cash flows

The Group has taken advantage of the exemption from preparing a Company Statement of Cash Flows provided by Section 1.11 Reduced disclosures for subsidiaries (and ultimate parents) of Financial Reporting Standard 102.

1.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue comprises management services to Alternative Investment Funds and amounts receivable in respect of consultancy services and is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

1.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the Consolidated statement of comprehensive income during the period in which they are incurred.

Notes to the financial statements For the Year Ended 31 December 2022

Accounting policies (continued)

1.5 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Land and buildings leasehold

Computers & software

- Over the period of the lease

- Computer software straight line over 3 years Computer hardware straight line over 5 years

Fixtures & fittings

- Fixtures and fittings, office equipment and artworks straight line over 10 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

1.6 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period of the lease.

1.7 Investment in subsidiary

In the Company statement of financial position, investments in subsidiaries are measured at cost less accumulated impairment.

1.8 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are-readily convertible to known amounts of cash with insignificant risk of change in value.

1.10 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Notes to the financial statements For the Year Ended 31 December 2022

1. Accounting policies (continued)

1.11 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign, exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Consolidated statement of comprehensive income.

1.12 Dividends

Dividends are recognised when they become legally payable. Interim dividends are recognised when paid. Final dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as equity and classified within dividend payable.

1.13 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Group in independently administered funds.

1.14 Administrative expenses

Expenses incurred have been recognised on an accruals basis.

Notes to the financial statements For the Year Ended 31 December 2022

Accounting policies (continued)

1.15 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Consolidated statement of comprehensive income in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Consolidated statement of financial position.

1.16 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2. Judgments in applying accounting policies and key sources of estimation uncertainty

No significant judgements have been made by management in preparing these financial statements.

3. Turnover

		2022 £	2021 £
Consultancy services to the Parent company in the USA		42,978,456	41,643,654
Irish management services to Alternative Investment Funds		59,758,919	39,671,614
	• •	102,737,375	81,315,268

Notes to the financial statements For the Year Ended 31 December 2022

4. Operating profit

The operating profit is stated after charging:

	` .	2022 £	2021 £
Depreciation of tangible fixed assets		572,531	379,462
Exchange differences		(255,797)	(288,292)
Defined contribution pension cost		895,644	451,009
Operating lease payments		2,262,276	2,166,212
Auditor's remuneration			
		2022 £	2021 £
Fees payable to the Group's auditor and its associates in respect of	f:		
Audit of the Group's annual accounts* CASS audit		57,315 6,600	49,611 6,000

The auditor did not receive any remuneration in respect of non-audit services during the year (2021: £Nil).

63,915

55,611

6. Employees

5.

Staff costs, including directors' remuneration, were as follows:

Group 2022 £	Group 2021 £	Company 2022 £	Company / 2021 £
31,046,410	23,834,250	27,119,933	20,899,497
4,381,900	3,192,833	3,976,639	2,923,300
895,644	451,009	726,466	329,355
36,323,954	27,478,092	31,823,038	24,152,152
	2022 £ 31,046,410 4,381,900 895,644	2022 2021 £ £ 31,046,410 23,834,250 4,381,900 3,192,833 895,644 451,009	2022 2021 2022 £ £ £ 31,046,410 23,834,250 27,119,933 4,381,900 3,192,833 3,976,639 895,644 451,009 726,466

^{*£32,400 (2021: £32,864)} represents audit fees related to the Company.

Notes to the financial statements For the Year Ended 31 December 2022

6.	` Em	plovees	(continued)

The average	e monthly nur	nber of en	plovees durin	a the vear	was as follows:
	,			J ,	

		2022	2021
		No.	No.
	Investment	50	.34
	· IR	34	25
	Operations	18	11
		102	70
•			*
7.	Directors' remuneration		•
		2022	2021
		£ 2022	2021
	Directors' emoluments	6,412,420	4,839,964
	Directors emolaments		=======
	The highest paid director received remuneration of £2,181,999 (2021 - £1,80	1,190).	
			:
3 .	Interest receivable		
••		2022	2021
٠,		£ 2022	202 i
		50.705	0.50
	Other interest receivable	53,795	358
) .	Taxation		•
.	Taxation		
		2022	2021
		£	£
	Corporation tax	•	
	Current tax on UK profits for the year	917,000	2,358,000
	Adjustments in respect of previous periods	7,164	(1,227
•	Current tax on Irish profits for the year	128,381	201,164
		1,052,545	-
		1,052,545 	2,557,937
			
•			2,557,937
	Total current tax	1,052,545	2,007,007
		1,052,545	
	Deferred tax		
		(83,000)	
	Deferred tax		139,000
	Deferred tax Origination and reversal of timing differences	(83,000)	139,000

Notes to the financial statements For the Year Ended 31 December 2022

9. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2021: the same as) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £	2021 £
Profit on ordinary activities before tax	5,621,104	14,385,745
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021: 19%) Effects of:	1,068,009	2,733,292
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	(38,743)	26,676
Adjustments to tax charge in respect of prior periods	7,164	(1,227)
Difference in overseas tax rates	(66,885)	(61,804)
Total tax charge for the year	969,545	2,696,937

Factors that may affect future tax charges

The Finance Act 2021 enacted on 10 June 2021 confirmed an increase in the UK rate of corporation tax to 25% from 19% from 1 April 2023. Deferred tax has therefore been calculated at the rate of 25%.

10. Dividends

		• •			. 12	2022	2021
			•	•		£	£
Dividends paid -	Ordinary sha	ares	· .		11,688,	808	11,190,517

During the year the Company paid a dividend of £10.66 (2021: £2,024.62) per Ordinary share.

Notes to the financial statements For the Year Ended 31 December 2022

11. Tangible fixed assets

Group

	Leasehold property £	Computers & software £	Fixtures & fittings	Other fixed assets £	Total £
Cost or valuation					•
At 1 January 2022	1,875,733	744,362	691,676	•	3,311,771
Additions	17,452	26,494	185,734	111,082	340,762
At 31 December 2022	1,893,185	770,856	877,410	111,082	3,652,533
Depreciation			•		
At 1 January 2022	949,634	392,953	335,874	-	1,678,461
Charge for the year on owned assets	378,531	74,606	119,394	-	572,531
At 31 December 2022	1,328,165	467,559	455,268		2,250,992
Net book value	•				
At 31 December 2022	565,020	303,297	422,142	111,082	1,401,541
At 31 December 2021	926,099	351,409	355,802		1,633,310
					:

Note

At the year end, "Other fixed assets" comprise of payments towards the creation of DV&I platform which amounted to £111,082, and which are in nature of capital work-in-progress. This will be capitalised, transferred to fixed assets, and depreciated over its expected useful life upon successful implementation in the future.

Notes to the financial statements For the Year Ended 31 December 2022

11. Tangible fixed assets (continued)

Company

	Leasehold property £	Computers & software £	Fixtures & fittings	Other fixed assets £	Total £
Cost or valuation	4 000 004	650 500	646.774		Ò 005 C40
At 1 January 2022	1,688,261	658,580	648,771	-	2,995,612
Additions	<u> </u>		12,809	111,082	123,891
At 31 December 2022	1,688,261	658,580	661,580	111,082	3,119,503
				·	
Depreciation					•
At 1 January 2022	920,914	360,297	319,738	•	1,600,949
Charge for the year on owned assets	356,549	71,790	54,593	-	482,932
At 31 December 2022	1,277,463	432,087	374,331	•	2,083,881
Net book value	•				
At 31 December 2022	410,798	226,493	287,249	111,082	1,035,622
At 31 December 2021	767,347	298,283	329,033	<u>-</u>	1,394,663

Note

At the year end, "Other fixed assets" comprise of payments towards the creation of DV&I platform which amounted to £111,082, and which are in nature of capital work-in-progress. This will be capitalised, transferred to fixed assets, and depreciated over its expected useful life upon successful implementation in the future.

Notes to the financial statements For the Year Ended 31 December 2022

12. Fixed asset investments

Company

	in subsidiary company £
Cost or valuation	•
At 1 January 2022	3,343,993
At 31 December 2022	3,343,993
•	

Investment

282,978

773,934

15,878,187

Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

Name	Regis	stered office	Class of shares	Holding
HarbourVest Partners (Ireland) Limited	32 Molesworth Street, Ord			100%
Debtors				
	Group 2022 £	Group 2021 £	Company 2022 £	Company `,2021 £
Amounts owed by group undertakings	7,151,474	13,673,101	10,864,136	14,821,275

6,931,063

14,692,352

609,815

3,067,258

17,555,770

815,411

2,059,561

13,470,956

547,259

14. Cash and cash equivalents

Prepayments and accrued income

Other debtors

13.

			Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Cash at bank and in	hand	:	6,206,757	6,066,056	1,702,261	2,244,868

Notes to the financial statements For the Year Ended 31 December 2022

15. Creditors: Amounts falling due within one year

			Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Trade creditors			43,029	102,937	40,725	32,777
Corporation tax			_	1,054,830	•	1,034,000
Other taxation and social sec	curity		2,663,850	1,930,007	2,442,854	1,764,331
Accruals and deferred incom	e		13,237,697	9,421,561	11,711,860	8,185,971
			15,944,576	12,509,335	14,195,439	11,017,079
	•	•				

16. Deferred taxation

Group

					£
At beginning of ye			•		(145,000) 83,000
At end of year				-	(62,000)
Company					
•		• • •			2022

At beginning of year Charged to profit or loss	(145,000) 83,000
At end of year	(62,000)

The provision for deferred taxation is made up as follows:

	Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Accelerated capital allowances	(62,000)	(145,000)	(62,000)	(145,000)
	(62,000)	(145,000)	(62,000)	(145,000)
				

The closing deferred tax balance relates to fixed asset timing differences and is expected to unwind in future periods.

Notes to the financial statements For the Year Ended 31 December 2022

17. Reserves

Profit & loss account

This reserve comprises all current and prior period retained profits and losses after deducting any distributions made to the Group's shareholder.

18. Share capital

		1			2022	2021
				* * * * * * * * * * * * * * * * * * * *	£	£
Allotted, calle	ed up and fully p	oaid	.:	•	•	
1,500,000 (2021: 1,000,000) Ordinary shares of £1.00 each			1,500,000	1,000,000		

During the year, the Company issued 500,000 (2021: 995,000) Ordinary shares of nominal value £1 at par.

19. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £895,644 (2021: £451,009).

20. Commitments under operating leases

At 31 December 2022 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

Group 2022	<u>G</u> roup 2021
£	£
1,476,338	1,447,755
739,695	2,089,371
2,216,033	3,537,126
	2022 £ 1,476,338 739,695

21. Related party transactions

The Group has taken advantage of the exemption from disclosing related party transactions with its fellow group members provided by Section 33 Related Party Disclosures paragraph 33.1A of Financial Reporting Standard 102.

22. Post Statement of financial position date events

There have been no significant events affecting the Group since the period end.

Notes to the financial statements For the Year Ended 31 December 2022

23. Controlling party

The parent company of the largest group of which HarbourVest Partners (UK) Limited is a member and for which group accounts are prepared is HarbourVest Partners, LLC, in the USA. These group accounts may be obtained from 44th Floor, 1 Financial Center, Boston, Massachusetts, USA.