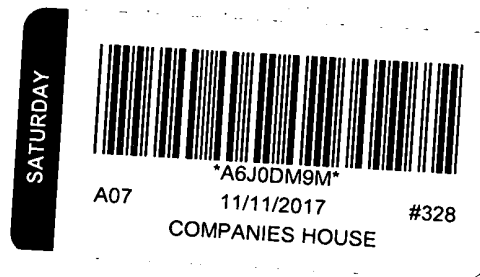


Registered Number: 04322437

**Annual Report and Financial Statements
for the Period 1 January 2016 to 31 March 2017
for
ENTERPRISE VENTURES
(GENERAL PARTNER RISINGSTARS) LIMITED**



ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

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ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Company Information
For the Period 1 January 2016 to 31 March 2017

Directors and Advisers

Directors

J B Diggins
M J Glanfield
M S Mead
M A Payton
A J Simpson
J G Viggars

Registered office

Unit F26
Preston Technology Management Centre
Marsh Lane
Preston
Lancashire
PR1 8UQ

Registered number

04322437 (England and Wales)

Statutory Auditor

Deloitte LLP
Statutory Auditor
Leeds
UK

Bankers

HSBC Bank plc
49a Fishergate
Preston
Lancashire
PR1 8BQ

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Report of the Directors For the Period 1 January 2016 to 31 March 2017

The directors present their report with the financial statements of the company for the period 1 January 2016 to 31 March 2017.

Enterprise Ventures (General Partner RisingStars) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of general partner of the RisingStars Growth Fund LP, a Limited Partnership registered under the Limited Partnership Act 1907.

The company qualifies as small in accordance with the provisions of s382(3) of the Companies Act 2006 and is therefore exempt from the requirement to present an enhanced business review and exemption from preparing a Strategic Report.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The results for the period and financial position of the company are as shown in the annexed financial statements. The directors do not expect a significant change in the activities of the business in the future and look forward to the future with confidence.

In considering the appropriateness of the going concern basis, the directors have reviewed the company's on-going financial commitments for the next 12 months and beyond, including the company's working capital requirements. As a result the directors have satisfied themselves that it is appropriate to prepare these financial statements on a going concern basis.

The company is a wholly owned subsidiary of Enterprise Ventures Limited, which is a wholly owned subsidiary of Enterprise Ventures Group Limited. Enterprise Ventures Group Limited was acquired by Mercia Technologies PLC on 9 March 2016. Following the change in ownership, the company's accounting reference period was changed, so as to align with Mercia Technologies PLC.

DIVIDENDS

No dividends will be distributed for the period ended 31 March 2017 (31 December 2015: £Nil).

DIRECTORS

The directors during the period under review and thereafter were:

J B Diggins	
M J Glanfield	appointed 9 March 2016
M S Mead	appointed 9 March 2016
M A Payton	appointed 9 March 2016
A J Simpson	
J G Viggars	

The directors holding office at 31 March 2017 did not hold any beneficial interest in the issued share capital of the company at 1 January 2016 or 31 March 2017.

The interests of the directors in the shares of the ultimate parent undertaking are disclosed in that company's financial statements.

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Report of the Directors (continued) For the Period 1 January 2016 to 31 March 2017

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities. 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 of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; 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 adequate 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 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 and other irregularities. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

AUDIT INFORMATION

In the case of each of the persons who are directors of the company at the date when this report is approved:

- as far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the company's auditor is unaware; and
- each of the directors has taken all the steps that he ought to have taken as a director to make himself aware of any audit information (as defined) and to establish that the company's auditor is aware of that information.

This statement is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

AUDITOR

Deloitte LLP has expressed its willingness to continue in office as auditor and a resolution to re-appoint them will be proposed at the forthcoming Annual General Meeting.

On behalf of the board



A J Simpson
Director

Dated: 26 July 2017

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Independent Auditor's Report to the Members of Enterprise Ventures (General Partner RisingStars) Limited

We have audited the financial statements of Enterprise Ventures (General Partner RisingStars) Limited for the period ended 31 March 2017, which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 10. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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.

Respective responsibilities of directors and auditor

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

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its result for the 15 month period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial period for which the financial statements are prepared is consistent with the financial statements.

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Independent Auditor's Report to the Members of Enterprise Ventures (General Partner RisingStars) Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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 or take advantage of the small companies exemption in preparing the Report of the Directors and Strategic Report.



Peter Birch FCA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
Leeds
United Kingdom

Dated: 26 July 2017

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Profit and Loss Account For the Period 1 January 2016 to 31 March 2017

		15 months to 31 March 2017	12 months to 31 December 2015
	Notes	£	£
TURNOVER		396,917	80,000
Administrative expenses		<u>(396,917)</u>	<u>(80,000)</u>
RESULT ON ORDINARY ACTIVITIES BEFORE TAXATION		-	-
Taxation	5	<u>-</u>	<u>-</u>
RESULT FOR THE FINANCIAL PERIOD AFTER TAXATION		<u>-</u>	<u>-</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current or previous years.

The notes on pages 9 to 10 form part of these financial statements

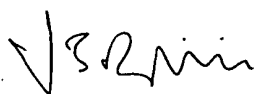
ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Balance Sheet As at 31 March 2017

	Notes	31 March 2017 £	31 December 2015 £
CURRENT ASSETS			
Debtors		-	2
Cash at bank		2	-
NET ASSETS		<u>2</u>	<u>2</u>
CAPITAL AND RESERVES			
Called up share capital	7	<u>2</u>	<u>2</u>
EQUITY SHAREHOLDERS' FUNDS	10	<u>2</u>	<u>2</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 6 to 10 were approved by the board of directors on 26 July 2017 and were signed on its behalf by:



J B Diggines
Director

Company number: 04322437

The notes on pages 9 to 10 form part of these financial statements

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Statement of Changes in Equity For the Period 1 January 2016 to 31 March 2017

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2015	2	-	2
Changes in equity			
Profit for the year	-	-	-
Balance at 31 December 2015	<u>2</u>	<u>-</u>	<u>2</u>
Balance at 1 January 2016	2	-	2
Changes in equity			
Profit for the period	-	-	-
Balance at 31 March 2017	<u>2</u>	<u>-</u>	<u>2</u>

The notes on pages 9 to 10 form part of these financial statements

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Notes to the Financial Statements For the Period 1 January 2016 to 31 March 2017

1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable law and accounting standards in the United Kingdom. A summary of the principal accounting policies applied consistently in the current and prior year is set out below. The company qualifies as small in accordance with the provisions of s382(3) of the Companies Act 2006.

The presentation currency is £ sterling.

A summary of the principal accounting policies is set out below.

Financial reporting standard 102 – reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- i) the requirements of Section 7 Statement of Cash Flows;
- ii) the requirement of Section 33 Related Part Disclosures paragraph 33.7

Accounting convention

The financial statements have been prepared under the historical cost convention.

In considering the appropriateness of the going concern basis, the directors have reviewed the company's on-going financial commitments for the next 12 months and beyond, including the company's working capital requirements. As a result the directors have satisfied themselves that it is appropriate to prepare these financial statements on a going concern basis.

Basis of fees receivable and payable

Fees receivable and payable are accounted for on an accruals basis.

Turnover

Turnover represents income due from the RisingStars Growth Fund LP, as a first charge on the net income and capital gains of the Fund.

Cash flow statement

Exemption has been taken from preparing a cashflow statement, in accordance with FRS 102, on the grounds that the company is wholly owned within a group and consolidated accounts, which include this company's cash flow are publicly available.

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY RESOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 1, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

No critical judgements and estimation uncertainties have been made in the process of applying the Partnership's accounting policies that would have a significant effect on the amounts recognised in the financial statements.

3. STAFF COSTS

The directors did not receive any emoluments from the company during the current or previous years.

The company had no employees other than the directors in the current or previous years.

ENTERPRISE VENTURES (GENERAL PARTNER RISINGSTARS) LIMITED

Notes to the Financial Statements (continued) For the Period 1 January 2016 to 31 March 2017

4. AUDIT FEES

The audit fee of £800 (2015: £800) is paid by the parent company and is not recharged.

5. TAXATION

No liability to UK corporation tax arose on ordinary activities for the period ended 31 March 2017, nor for the year ended 31 December 2015.

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £	2015 £
Amounts owed by group and related undertakings	-	2

7. CALLED UP SHARE CAPITAL

Authorised: Number: Class:	Nominal value: £1	2017 £	2015 £
1,000 Ordinary	£1	1,000	1,000
Allotted, issued and fully paid: Number: Class:	Nominal value: £1		
2 Ordinary	£1	2	2

8. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The company is a wholly owned subsidiary undertaking of Enterprise Ventures Limited, whose parent company is Enterprise Ventures Group Limited. As of 9 March 2016, Enterprise Ventures Group Limited became a wholly owned subsidiary of Mercia Technologies PLC and the company's accounts have been consolidated within Mercia Technologies PLC. These are available to the public and may be obtained from their address at Forward House, 17 High Street, Henley-in-Arden B95 5AA.

9. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions in FRS 102 "Related Party Transactions" and has not disclosed transactions with group undertakings.

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2017 £	2015 £
Opening equity shareholders' funds	2	2
Closing equity shareholders' funds	2	2