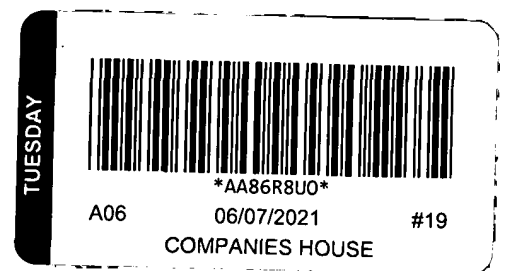


**MSTREET LIMITED**

**ANNUAL REPORT AND  
CONSOLIDATED FINANCIAL STATEMENTS**

**for the year ended**

**30 April 2020**



# MStreet Limited

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## CONTENTS

	Page
Company information	2
Strategic report	3-4
Directors' report	5-6
Directors' responsibilities statement	7
Independent auditor's report	8-10
Consolidated profit & loss statement	11
<i>Consolidated statement of comprehensive income</i>	12
Consolidated balance sheet	13
Company balance sheet	14
Consolidated statement of changes in equity	15
Company statement of changes in equity	16
Consolidated cash flow statement	17
Notes to the financial statements	18 - 30

# MStreet Limited

## STRATEGIC REPORT

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### COMPANY INFORMATION

#### **Directors**

Independent Management Inc  
C E Guen  
P M Hardgrave

#### **Secretary**

C E Guen

#### **Registered Office**

Connaught House  
1-3 Mount Street  
London  
W1K 3NB

#### **Auditor**

Grant Thornton UK LLP  
30 Finsbury Square  
London EC2A 1AG

# MStreet Limited

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## STRATEGIC REPORT

The Directors present the Strategic report for MStreet Limited ("the Company"), a company incorporated in England and Wales, and its subsidiaries (together "the Group") for the year 1 May 2019 to 30 April 2020.

### Principal Activities

*The principal activity of the company during the year was to act as a holding company for MVision Private Equity Advisers Limited and MVision Strategic Limited together with their subsidiary undertakings ("MVision").*

MVision is an independent specialised corporate finance business whose principal activity is raising capital for private equity firms and other unquoted investment managers. From its offices in London, New York, Hong Kong and San Francisco, MVision provides value-added services to fund managers on a global basis for fund-raising, investor relations and other related activities.

MVision Private Equity Advisers Limited is authorised and regulated by the Financial Conduct Authority. MVision Private Equity Advisers USA LLC is a direct subsidiary of MVision Private Equity Advisers Limited and is registered with the Securities and Exchange Commission, as a Broker-Dealer member of the Financial Industry Regulatory Authority and is registered with the Ontario Securities Commission as an International Dealer. MVision Private Equity Advisers Asia Limited (Formerly MVision Strategic (Asia) Limited) is a direct subsidiary of MVision Strategic Limited and is licensed by the Hong Kong Securities and Futures Commission.

### Business Review

The Directors are aware that the Group had an unsuccessful year due to the challenging economic environment and uncertainty related to Brexit and more recently the COVID-19 pandemic and have taken remedial measures in conjunction with Management to improve the Group's future trading position. The Directors believe that the state of the Group's affairs at 30 April 2020, as disclosed in the balance sheet, are satisfactory and look to the future with confidence and with the expectation of a return to profitability in the year ended 30 April 2021.

The Directors consider that the key performance indicators are turnover, profit before taxation and the level of business activity and that the most significant risk and uncertainty is the volatility of the corporate finance market and the speed at which investors deploy funds. The Directors believe that they are well positioned in relation to their competitors and continually re-evaluate their client mix to mitigate these risks and uncertainties and after due consideration, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

The results for the year are set out on page 12. The company did not pay a dividend during the year (2019: £551,339).

The directors confirm that, so far as each director is aware, there is no relevant audit information of which the company's auditors is unaware; and the directors have taken all the steps that they ought to have taken as directors to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### Financial risks

MVision manages credit risk in relation to funding recoverable client expenses in accordance with its credit policy, which requires constant monitoring of any exposure to credit risk.

MVision has no significant interest-bearing assets and liabilities. MVision's income and operating cash flows are substantially independent of changes in market interest rates.

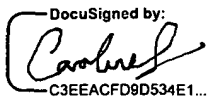
MVision manages liquidity risk by ensuring treasury management and by maintaining suitable levels of available funds. MVision also continuously monitors forecast and actual cash flows.

# MStreet Limited

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## Outlook

The Directors are satisfied with the development of the business during the year and anticipate a return to profitability in the future as a result of increased activity and improved profit margins.

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C E Guen  
Director

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P M Hardgrave  
Director

Date: 25 June 2021

# MStreet Limited

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## DIRECTORS' REPORT

The Directors present their annual report, together with the consolidated financial statements and auditor's report of MStreet Limited for the year ended 30 April 2020.

### Directors

Independent Management Inc  
C E Guen  
P M Hardgrave

### Dividends

The company did not pay a dividend during the year (2019: £551,339).

### 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 strategic report. During the COVID-19 outbreak in 2020, the Directors with management implemented procedures to comply with the government guidelines including employees working from home where possible and reducing the number of staff in the office to meet social distancing rules. A number of customers reduced their activity and some customers temporarily closed during the lockdown period. The Directors prepared forecasts assuming a worst-case scenario in which the business ceased to operate for several months enforced by the government. These forecasts show that the group would continue to operate as a going concern after a prolonged period of government enforced closure. Management do however recognise that current events in relation to COVID-19 are unprecedented and there may be a long-term impact on business, society and the economy. This represented a material uncertainty that may cast significant doubt on the group's and parent company's ability to continue as a going concern.

In considering the appropriateness of the going concern basis the Directors have reviewed the key risks and uncertainties to which they believe the Group is exposed and the Group's ongoing financial commitments, including the preparation of budgets, profit forecasts, cash flow forecasts and business plans for the Group covering the period to 31 August 2021. As a result of this, the directors have a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

### COVID-19

The Directors with management continue to monitor the impact of COVID-19 including considering the available finances of the group. In conducting this assessment, the Directors are of the opinion that the group has sufficient funding to continue to operate for the foreseeable future. The Group has also adopted flexible working arrangements for employees to maintain an uninterrupted service to clients. While it is too early to assess the long-term impact, at present the Group has not seen any significant negative impacts on its activities.

# MStreet Limited

## DIRECTORS' REPORT (continued)

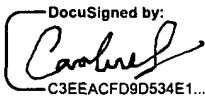
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### Auditor

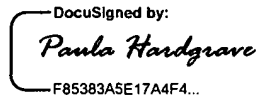
Each of the directors of the Company at the date of approval of this report confirms that:

- so far as the Directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have taken all steps that he/she ought to have taken as director to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

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

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C E Guen  
Director

DocuSigned by:  
  
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P M Hardgrave  
Director

# MStreet Limited

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## DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Annual Report and the consolidated 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 (United Kingdom Accounting Standards and applicable law, including FRS102 '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 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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping 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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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C E Guen  
Director

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P M Hardgrave  
Director

Date: 25 June 2021



# MStreet Limited

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Independent auditor's report to the members of MStreet Limited

## Opinion

We have audited the financial statements of MStreet Limited (the 'parent company') and its subsidiaries for the year ended 30 April 2020, which comprise Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Financial Position, the Consolidated and Company Statement of Changes in Equity and the Consolidated Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 30 April 2020 and of the group's loss 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 and the parent company 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.

The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the group's future prospects and performance.

COVID-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a group associated with these particular events.

## Material uncertainty related to going concern

We draw attention to note 1 in the financial statements, which indicates that the Group incurred a net loss of £1,563,859 during the year-ended 30 April 2020. The Group's ability to continue operations depends on a return to profitability and timely revenue receipts. As stated in note 1, these events or conditions, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

## Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon.

# MStreet Limited

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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.

## **Opinions 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 the directors' report have been prepared in accordance with applicable legal requirements.

## **Matter on which we are required to report under the Companies Act 2006**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, other than in respect of the matter described in the section above, we have not identified material misstatements in the strategic report or the directors' report.

## **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 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.

## **Responsibilities of directors for the financial statements**

As explained more fully in the directors' responsibilities statement set out on page 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

## **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.

# MStreet Limited

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

## Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an 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.

*Grant Thornton UK LLP*

**Paul Flatley**

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP

Statutory Auditor, Chartered Accountants

London

Date: 25 June 2021

# MStreet Limited

## CONSOLIDATED PROFIT AND LOSS STATEMENT for the year ended 30 April 2020

		Year ended 2020 £	Year ended 2019 £
	Notes		
<b>Turnover</b>	2	14,080,383	18,686,938
Cost of sales		(377,888)	(454,851)
<b>Gross Profit</b>		13,702,495	18,232,087
Other income		120,000	120,000
Administrative expenses		(15,153,402)	(20,614,265)
<b>Operating loss</b>	3	(1,330,907)	(2,262,178)
Profit on disposal of fixed assets		-	-
<b>Loss on ordinary activities before interest and taxation</b>		(1,330,907)	(2,262,178)
Other interest receivable and similar income	5	4,866	3,542
Interest payable and similar charges	6	(2,687)	(2,421)
<b>Loss on ordinary activities before taxation</b>		(1,328,728)	(2,261,057)
Tax (charge) / credit on loss on ordinary activities	7	(242,525)	329,099
<b>Loss on ordinary activities after taxation</b>		(1,571,253)	(1,931,958)

The operating loss for the year arises from the group's continuing operations.

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.

# MStreet Limited

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME for the year ended 30 April 2020

	Year ended 2020	Year ended 2019
	£	£
Profit for the financial period	(1,571,253)	(1,931,958)
Currency translation difference on foreign currency net investments	7,394	356,932
	<hr/>	<hr/>
Total recognised gains and losses relating to the period	(1,563,859)	(1,575,026)
	<hr/>	<hr/>

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.

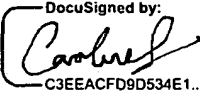
# MStreet Limited

## CONSOLIDATED BALANCE SHEET As at 30 April 2020

	Notes	2020 £	2019 £
<b>Fixed assets</b>			
Tangible fixed assets	9	94,648	172,343
		<hr/> 94,648	<hr/> 172,343
<b>Current assets</b>			
Debtors	11	4,140,977	5,441,863
Cash at bank and in hand		1,322,389	1,568,057
		<hr/> 5,463,366	<hr/> 7,009,920
Creditors: amounts falling due within one year	12	(1,727,168)	(2,018,967)
		<hr/> 3,736,198	<hr/> 4,990,953
<b>Net current assets</b>			
		<hr/> 3,736,198	<hr/> 4,990,953
<b>Total assets less current liabilities</b>			
		<hr/> 3,830,846	<hr/> 5,163,296
<b>Net assets</b>			
		<hr/> 3,830,846	<hr/> 5,163,296
<b>Capital and reserves</b>			
Called up share capital	13	1,000	1,000
Profit and loss account		3,820,530	5,268,146
Currency translation reserve		9,316	(105,850)
		<hr/> 3,830,846	<hr/> 5,163,296
<b>Shareholders' funds</b>			
		<hr/> 3,830,846	<hr/> 5,163,296

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.

The financial statements of MStreet Limited (registered 05137063) were approved by the board of directors and authorised for issue on 25 June 2021. They were signed on its behalf by:

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 C E Guen  
 Director

DocuSigned by:  
  
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 P M Hardgrave  
 Director

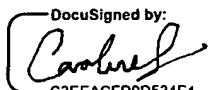
# MStreet Limited

## COMPANY BALANCE SHEET As at 30 April 2020

	Notes	2020 £	2019 £
<b>Fixed assets</b>			
Investments	10	500,100	500,100
		<hr/>	<hr/>
		500,100	500,100
		<hr/>	<hr/>
<b>Current assets</b>			
Debtors	11	512,129	412,514
Cash at bank and in hand		106,216	219,818
		<hr/>	<hr/>
		618,345	632,332
Creditors: amounts falling due within one year	12	(11,376)	(11,670)
		<hr/>	<hr/>
<b>Net current assets</b>		606,969	620,662
		<hr/>	<hr/>
<b>Total assets less current liabilities</b>		1,107,069	1,120,762
		<hr/>	<hr/>
<b>Net assets</b>		1,107,069	1,120,762
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	13	1,000	1,000
Profit and loss account		1,106,069	1,119,762
		<hr/>	<hr/>
<b>Equity shareholders' funds</b>		1,107,069	1,120,762
		<hr/>	<hr/>

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.

The financial statements of MStreet Limited (registered 05137063) were approved by the board of directors and authorised for issue on 27 May 2021. They were signed on its behalf by:

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 C E Guen  
 Director

DocuSigned by:  
  
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 P M Hardgrave  
 Director

# MStreet Limited

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 30 April 2020

	Called up share capital £	Profit & loss account £	Translation Reserve £	Total £
At 1 May 2018	1,000	7,394,511	(137,225)	7,258,286
Loss for the financial year	-	(1,931,958)	-	(1,931,958)
Currency translation difference on foreign currency net investments	-	356,932	31,375	388,307
	1,000	5,819,485	(105,850)	5,714,635
Dividends paid on equity shares	-	(551,339)	-	(551,339)
	1,000	5,268,146	(105,850)	5,163,296
At 30 April 2019	1,000	5,268,146	(105,850)	5,163,296
Adjustment to opening reserves	-	116,243	-	116,243
At 1 May 2019	1,000	5,384,389	(105,850)	5,279,539
Loss for the financial year	-	(1,571,253)	-	(1,571,253)
Currency translation difference on foreign currency net investments	-	7,394	115,166	122,560
At 30 April 2020	1,000	3,820,530	9,316	3,830,846

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.



# MStreet Limited

## COMPANY STATEMENT OF CHANGES IN EQUITY for the year ended 30 April 2020

	Called up share capital £	Profit & loss account £	Total £
At 1 May 2018	1,000	1,035,176	1,036,176
Profit for the financial year	-	635,925	635,925
Total comprehensive income	1,000	1,671,101	1,672,101
Dividends paid on equity shares	-	(551,339)	(551,339)
At 30 April 2019	1,000	1,119,762	1,120,762
At 1 May 2019	1,000	1,119,762	1,120,762
Loss for the financial year	-	(13,693)	(13,693)
Total comprehensive income	1,000	1,106,069	1,107,069
At 30 April 2020	1,000	1,106,069	1,107,069

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.

# MStreet Limited

## CONSOLIDATED CASH FLOW STATEMENT for the year ended 30 April 2020

		Year ended 2020 £	Year ended 2019 £
	Notes		
<b>NET CASH OUTFLOWS FROM OPERATING ACTIVITIES</b>	15	(286,243)	(549,013)
<b>Cash flows from investing activities</b>			
Purchase of equipment		(5,390)	(162,058)
Interest received		4,866	3,542
Interest paid		(2,687)	(2,421)
<b>Net cash flows from investing activities</b>		(3,211)	(160,937)
<b>Cash flows from financing activities</b>			
Dividends paid		-	(551,339)
<b>Net cash flows from financing activities</b>		-	(551,339)
<b>Net decrease in cash equivalents</b>		(289,454)	(1,261,289)
Cash and cash equivalents at beginning of the year		1,568,057	2,701,248
Effect of foreign exchange rate changes		43,786	128,098
Cash and cash equivalents at end of the year		1,322,389	1,568,057
<b>Reconciliation to cash at bank and in hand:</b>			
Cash at bank and in hand		1,322,389	1,568,057

The accompanying accounting policies and notes 1 to 20 form an integral part of these financial statements.

# MStreet Limited

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## NOTES TO THE FINANCIAL STATEMENTS

### 1 STATEMENT OF ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have been applied consistently throughout the year and the preceding year.

#### a. GENERAL INFORMATION AND BASIS OF ACCOUNTING

MStreet Limited is a company limited by shares and incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 2. The nature of the group's operations and its principal activities are set out in the strategic report on pages 3 to 4.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the Group is considered to be pound sterling because that is the currency of the primary economic environment in which the Company operates. The consolidated financial statements are also presented in pound sterling. Foreign operations are included in accordance with the policies set out below.

MStreet Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to presentation of a company cash flow statement, intra-group transactions and company profit and loss statement.

#### b. MATERIAL UNCERTAINTY IN RELATION TO GOING CONCERN

The Directors are aware that there have been recurring losses and dependency on the timing of cashflows. However, after making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The mitigating activities that have been undertaken are set out in Note 19. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

#### c. IMPACT OF COVID-19

The Company continues to monitor the impact of COVID-19 including considering the available finances of the parent company and affiliated entities ("Group"). In conducting this assessment, the directors are of the opinion that the Group has sufficient funding to continue to operate for the foreseeable future. The Company has also adopted flexible working arrangements for employee's in order to maintain an uninterrupted service to clients. While it is too early to assess the long-term impact, at present the Company does not see a significant negative impact on its activities.

#### d. BASIS OF CONSOLIDATION

The Group financial statements consolidate those of the Company and its subsidiary undertakings drawn up to 30 April each year.

All intra-group transactions, balances and unrealised gains on transactions between Group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the Group.

# MStreet Limited

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## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 1 STATEMENT OF ACCOUNTING POLICIES (continued)

#### e. TANGIBLE FIXED ASSETS

Tangible fixed assets are stated at cost less depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets, other than freehold land and investment properties, at rates calculated to write off the cost or valuation of each asset to its estimated residual value on a straight-line basis over its expected useful life, as follows:

Leasehold improvements	20% per annum straight line
Fixtures, fittings and equipment	33% per annum straight line

#### f. INVESTMENTS

Fixed asset investments are stated at cost in the company balance sheet. Provision is made for any impairment in the value of fixed asset investments.

#### g. TURNOVER

Turnover comprises fee income, which represents amounts receivable or accrued for services provided in the normal course of business, net of trade discounts and value added tax.

#### h. TAXATION

Current tax, including UK Corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the taxable profits and the results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

#### i. LEASING

Annual rentals under operating leases are charged to the profit and loss account on a straight-line basis over the lease term.

#### j. FOREIGN CURRENCIES

Transactions in foreign currencies are recorded at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date.

The results and net assets of overseas subsidiaries are translated at the closing rates of exchange. Exchange differences arising on retranslation of the opening net assets of overseas subsidiaries are reported in the statement of total recognised gains and losses. All other translation differences are taken to the profit and loss account.

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 1 STATEMENT OF ACCOUNTING POLICIES (continued) k. PENSION COSTS

Defined contributions made to employees' approved personal pension plans are charged to the profit and loss account as and when incurred.

### l. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

There were no critical judgements or key sources of estimation uncertainty, that the members have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

### 2 TURNOVER

The directors of the company have determined not to show segmental analysis of turnover or net assets as they believe the provision of this information would be seriously prejudicial to the interests of the group.

### 3 OPERATING LOSS

	Year ended 2020 £	Year ended 2019 £
Operating loss is stated after charging:		
Depreciation of tangible fixed assets	87,582	125,148
Operating lease rentals - land and buildings	1,743,352	1,757,518
Auditors' remuneration in respect of the financial statements of the company	7,700	7,725
Exchange (gains)/losses	68,429	(166,835)
 Fees payable to the company's auditors and their associates for the audit of the accounts of subsidiary companies	 85,490	 80,340
Fees for taxation services	21,295	22,000
Fees for consultancy services	5,310	5,150
 Total non-audit fees payable to the group auditors	 112,095	 107,490

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 4 STAFF COSTS

	2020	2019
	£	£
Staff costs are broken down as follows:		
Wages and salaries	7,691,579	11,999,838
Social security costs	515,512	808,445
Other pension costs	409,485	474,700
	<u>8,616,576</u>	<u>13,282,983</u>
 Average number of persons employed during the year	 <u>52</u>	 <u>62</u>

### 5 INTEREST RECEIVABLE AND OTHER INCOME

	Year ended 2020	Year ended 2019
	£	£
Bank interest receivable	4,866	3,542
	<u>4,866</u>	<u>3,542</u>

### 6 INTEREST PAYABLE AND SIMILAR CHARGES

	Year ended 2020	Year ended 2019
	£	£
Bank interest payable	2,687	2,421
	<u>2,687</u>	<u>2,421</u>

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 7 CORPORATION TAX

	Year ended 2020 £	Year ended 2019 £
Analysis of tax charge for the year		
United Kingdom corporation tax charge at 19% (2019: 19%)	-	-
Adjustment in respect of prior years	-	-
	-	-
Foreign tax for current year	(314,676)	(97,833)
	(314,676)	(97,833)
Deferred tax		
Timing differences, origination and reversal	557,201	(231,266)
Adjustment in respect of prior years	-	-
	242,525	(329,099)
	Year ended 2020 £	Year ended 2019 £
Reconciliation of tax charge for the year		
Loss on ordinary activities before taxation	(1,328,728)	(2,261,057)
	(1,328,728)	(2,261,057)
Tax on loss on ordinary activities at standard rate	(252,458)	(235,818)
Factors affecting the tax charge for the year:		
Expenses not deductible for tax purposes	4,723	13,347
Foreign tax rate difference	490,305	87,155
Movement in short term timing differences	(45)	-
Income not chargeable to corporation tax	-	(193,783)
	242,525	(329,099)

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 8 DIVIDENDS PAID AND PAYABLE

	Year ended 2020 £	Year ended 2019 £
Dividends paid and payable	-	551,339

### 9 TANGIBLE FIXED ASSETS

Group	Leasehold improvements £	Fixtures, fittings and equipment £	Total £
<b>Cost</b>			
1 May 2019	1,433,623	925,848	2,359,471
Additions	-	5,390	5,390
Currency translation adjustments	48,742	12,396	61,138
30 April 2020	1,482,365	943,634	2,425,999
<b>Depreciation</b>			
1 May 2019	1,340,049	847,079	2,187,128
Charge for the period	35,197	52,385	87,582
Currency translation adjustments	45,384	11,257	56,641
30 April 2020	1,420,630	910,721	2,331,351
<b>Net book value</b>			
30 April 2020	61,735	32,913	94,648
30 April 2019	93,574	78,769	172,343



# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 10 FIXED ASSETS INVESTMENTS

	Subsidiaries £	Total £
<b>Company</b>		
<b>Cost</b>		
1 May 2019	500,100	500,100
Disposals	-	-
30 April 2020	500,100	500,100
<b>Net book value</b>		
30 April 2020	500,100	500,100
30 April 2019	500,100	500,100

At the year end the following investments were held within the group:

Name of company	Country of incorporation or registration	Nature of business	Number and class of shares	Percentage owned by MStreet Limited
<u>Investments held by MStreet Limited:</u>				
MVision Strategic Limited	England and Wales	Non-trading entity	100 Ordinary	100%
MVision Private Equity Advisers Limited	England and Wales	Corporate finance advisory services	17,000 Ordinary	100%
<u>Investments held by MStreet Strategic Limited:</u>				
MVision Private Equity Advisers Asia Limited	Hong Kong	Corporate finance advisory services	100,000 ordinary	100%
<u>Investments held by MStreet Private Equity Advisers Limited:</u>				
MVision Private Equity Advisers USA LLC	United States of America	Corporate finance advisory services	750 Ordinary	100%

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 10 FIXED ASSET INVESTMENTS (continued)

The registered office addresses for the subsidiary undertakings are:

- a) MVision Strategic Limited - Connaught House, 1-3 Mount Street, London, W1K 3NB
- b) MVision Private Equity Advisers Limited - Connaught House, 1-3 Mount Street, London, W1K 3NB
- c) MVision Private Equity Advisers Asia Limited – 24/F Henley Building, 5 Queen's Road Central, Central, Hong Kong
- d) MVision Private Equity Advisers USA LLC - Connaught House, 1-3 Mount Street, London, W1K 3NB

### 11 DEBTORS: Amounts falling due within one year

	<b>Group 2020 £</b>	<b>Group 2019 £</b>	<b>Company 2020 £</b>	<b>Company 2019 £</b>
Trade debtors	547,148	1,001,783	-	-
Recoverable costs	89,990	179,442	-	-
Amounts owed by subsidiaries	-	-	507,607	407,607
Corporation tax recoverable	-	-	-	-
Foreign Taxes	200,877	13,064	-	-
Deferred tax asset	792,079	1,202,507	3,610	3,610
Other debtors	2,209,153	2,114,724	912	1,297
Prepayments and accrued income	301,730	930,343	-	-
	<b>4,140,977</b>	<b>5,441,863</b>	<b>512,129</b>	<b>412,514</b>

Finance (No 2) Act 2015 enacted a reduction in the UK corporation tax rate to 19% with effect from 1 April 2017 and Finance Act 2016 a further reduction to 17% with effect from 1 April 2020. These reductions in the tax rate have been taken into account in calculating deferred tax.

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 12 CREDITORS: Amounts falling due within one year

	Group 2020 £	Group 2019 £	Company 2020 £	Company 2019 £
Trade creditors	431,085	457,738	-	-
Corporation tax	-	86,340	-	-
Other taxes and social security costs	275,995	294,458	-	-
Other creditors	481,980	468,876	-	-
Accruals and deferred income	538,108	711,555	11,376	11,670
Amounts due to other subsidiaries	-	-	-	-
	<u>1,727,168</u>	<u>2,018,967</u>	<u>11,376</u>	<u>11,670</u>

### 13 SHARE CAPITAL

	2020 £	2019 £
<b>Allotted, called up and fully paid</b>		
1,000 ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 14 OPERATING LEASES

	2020	2019
	£	£
Annual commitments under non-cancellable operating leases which expire:		
Within one year	1,740,775	1,684,284
In the second to fifth years inclusive	1,797,665	2,836,376
After more than five ears	1,126,148	1,316,741
	<u>4,664,588</u>	<u>5,837,401</u>

### 15 CASH FLOW STATEMENT RECONCILIATION OF OPERATING LOSS TO CASH USED BY OPERATIONS

	2020	2019
	£	£
Operating loss	(1,330,907)	(2,262,178)
Adjustment for:		
Depreciation of tangible assets	87,582	125,148
Exchange on tangible assets	74,277	258,359
Prior year adjustment to creditors	116,243	
Taxation (paid) / refunded	(106,250)	144,186
	<u>(1,159,055)</u>	<u>(1,734,485)</u>
Operating cash flow before movement in working capital	(1,159,055)	(1,734,485)
Decrease in debtors	1,078,271	100,559
(Decrease)/increase in creditors	(205,459)	1,084,913
	<u>(286,243)</u>	<u>(549,013)</u>
Cash used by operations	(286,243)	(549,013)

# MStreet Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 16 RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2020 £	2019 £
Decrease in cash in the period	(289,454)	(1,261,289)
Movement in net debt in the year	(289,454)	(1,261,289)
Opening net funds	1,568,057	2,701,248
Currency translation difference	43,786	128,098
<b>Closing net funds</b>	<b>1,322,389</b>	<b>1,568,057</b>

### 17 ANALYSIS OF CHANGES IN NET FUNDS

	2019 £	Currency translation difference £	Cashflows £	Other movements £	2020 £
Cash at bank and in hand	1,568,057	43,786	(289,454)	-	1,322,389
Net funds	1,568,057	43,786	(289,454)	-	1,322,389

### 18 RELATED PARTY TRANSACTIONS

- In accordance with the exemption in FRS 102 section 33, the company has not disclosed transactions during the year with wholly owned subsidiary companies which form part of the group accounts. At the year-end MVision Strategic Limited owed MStreet Limited £407,607 (2019: £407,607)
- MStreet Limited has guaranteed the debts and liabilities of MVision Strategic Limited. MVision Strategic Limited has applied the exemption from audit as it is currently dormant.
- During the year MVision Private Equity Advisers Limited received £120,000 (2019: £120,000) in rental income from Suitcase Magazine Limited, a related party by common directorships. At the year-end Suitcase Magazine Limited owed MVision Private Equity Advisers Limited £5,000 (2019: £ nil).

# MStreet Limited

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## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 18 RELATED PARTY TRANSACTIONS (continued)

- d) During the period a subsidiary company, MVision Private Equity Advisers Limited, advanced working capital to a related party, Kuma Capital Limited, a company wholly owned by the Directors of the subsidiary, M Guen and C Beazley. Amounts lent during the year, totalled £31,183 (2019: £220,953). The balance owed by Kuma Capital Group Limited as at 30 April 2020 is £1,573,862 (2019: £1,542,679).
- e) At 30 April 2020 there is a loan of £150,262 (2019: £105,000) owed by Mr M Guen a Director of a subsidiary company, MVision Private Equity Advisers Asia Limited.
- f) At the year-end MVision Private Equity Advisers Limited owed the Guen family £200,174 (2019: £187,840).
- g) During the period MVision Private Equity Advisers Limited received an advance of working capital of £100,000 from MStreet Limited. The balance owed to MStreet Limited at 30 April 2020 is £100,000.
- h) During the period MVision Private Equity Advisers Limited received an advance of working capital of £233,093 (USD 294,000) from SG1 Limited, MStreet Limited's immediate parent company. The balance owed to SG1 Limited at 30 April 2020 is £233,093 (USD 294,000)

### 19 SUBSEQUENT EVENTS

Subsequent events have been evaluated through 10 August 2020, the date these financial statements were issued. The Directors continue to monitor the impact of COVID-19 including the availability and eligibility of reliefs offered by the Governments of Great Britain, The United States of America and Hong Kong.

MVision Private Equity Advisers USA LLC ("MVUSA") successfully applied for a Paycheck Protection Program loan issued by the Small Business Administration (SBA) and the Directors are of the opinion that MVUSA will be entitled to full forgiveness of this loan. MVUSA has also submitted a carry-back application for the refund of taxes paid to the IRS in the preceding 5 years as a further relief provided by the CARES Act.

MVision Private Equity Advisers Asia Limited successfully applied for a salary subsidy from the Hong Kong Government under the Employment Support Scheme launched in May 2020 and HKD 351,000 was received in both June and September 2020.

In May 2020 MVision Private Equity Advisers Ltd ("MVPEA") paid an amount of USD 123,000 as part repayment of its working capital advance from SG1 Limited.

In June 2020, MVPEA received a short-term loan of £110,000 from P Hardgrave a director of MStreet Limited, MVPEA's immediate parent undertaking. The loan attracts interest of 3% per annum.

In August 2020, MVPEA received a repayment of £50,000 from Kuma Capital Group Limited.

In December 2020, the company incorporated an entity called MVision PEA Europe Limited in Malta and entered into a tied-agent arrangement with Mirabella Advisers Malta Limited who is regulated in Malta by the Malta Financial Services Authority.

# MStreet Limited

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## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 20 CONTROLLING PARTY

The ultimate controlling party is SwissIndependent Trustees SA, incorporated in Switzerland, as trustee of Starshine Trust. MStreet Limited is a wholly owned subsidiary of SG1 Limited, a company incorporated in the British Virgin Islands.

The smallest and largest group which consolidates the results of this company is this group. The financial statements are available from the Registrar of Companies for England and Wales, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.