Company Registration No 06087343 (England and Wales)

FIMERIS LIMITED (FORMERLY FIDEQUITY LIMITED) ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

THURSDAY

29/09/2011 COMPANIES HOUSE 63

DIRECTORS AND ADVISERS

Directors

Francois Garcin

Christophe Tymen

Secretary

Francois Garcin

Company number

06087343

Registered office

58 Grosvenor Street

London W1K 3JB

Registered auditors

Harold Everett Wreford LLP

Second Floor 32 Wigmore Street London W1U 2RP

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DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2010

The directors present their report and financial statements for the year ended 31 December 2010

Principal activities and review of the business

The principal activities of the group continued to be that of providing advisory services to the private equity industry and providing specialist recruitment consultancy services in respect of senior level executives in the financial services sector

The directors consider that the results for the year are satisfactory

Results and dividends

The consolidated profit and loss account for the year is set out on page 5

No dividend has been recommended

Directors

The following directors have held office since 1 January 2010

François Garcin Christophe Tymen

Auditors

Harold Everett Wreford LLP were appointed auditors to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' 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 (United Kingdom Accounting Standards and applicable law) 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 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 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,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2010

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the group's auditors are unaware Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the group's auditors are aware of that information

On behalf of the board

Francois Garcin
Difector
Mit april lose

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF FIMERIS LIMITED (FORMERLY FIDEQUITY LIMITED)

We have audited the group and parent company financial statements (the "financial statements") of Fimeris Limited (Formerly Fidequity Limited) for the year ended 31 December 2010 set out on pages 5 to 20. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 2, 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 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 group's and 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.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and parent company's affairs as at 31 December 2010
 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

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF FIMERIS LIMITED (FORMERLY FIDEQUITY LIMITED)

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 by the parent company, 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,
- 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

HOO? T

David Scott (Senior Statutory Auditor) for and on behalf of Harold Everett Wreford LLP

Chartered Accountants Statutory Auditor

21 April 2011

Second Floor 32 Wigmore Street London W1U 2RP

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2010

	Notes	2010 £	2009 £
Turnover	2	978,021	235,602
Administrative expenses		(770,374)	(559,182)
Operating profit/(loss)	3	207,647	(323,580)
Income from interests in associated		(1,794)	24 550
undertakings Interest payable and similar charges	4	(2,212)	(2,024)
Profit/(loss) on ordinary activities before taxation		203,641	(301 054)
Tax on profit/(loss) on ordinary activities	5	(11,402)	(5,094)
Profit/(loss) on ordinary activities after taxation		192 239	(306,148)
Minority interests		(4,360)	388
Profit/(loss) for the financial year		187,879	(305,760)

The profit and loss account has been prepared on the basis that all operations are continuing operations

STATEMENT OF RECOGNISED GAINS AND LOSSES

	2010	2009
	£	£
Profit/(loss) for the financial year	192,239	(306,148)
Currency translation differences on foreign currency net		
investments	1,751	(3,992)
Total recognised gains and losses relating to the year	193,990	(310,140)

BALANCE SHEETS

AS AT 31 DECEMBER 2010

		Grou	р	Compa	any
		2010	2009	2010	2009
	Notes	£	£	£	£
Fixed assets					
Tangible assets	7	5 228	5,242	4,925	5,242
Investments	8	78,020	19,506	256 225	142,171
		83,248	24,748	261,150	147 413
Current assets					
Debtors	9	83,101	62,808	68,918	62,421
Cash at bank and in hand		344,937	174,018	276,652	150,520
		428,038	236,826	345,570	212,941
Creditors amounts falling due within one year	10	(117,950)	(56,432)	(74,017)	(45,393)
Net current assets		310,088	180,394	271 553	167,548
Total assets less current liabilities		393,336	205,142	532,703	314,961
Creditors amounts falling due after more than one year	11	(11,591)	(17,387)	(11,591)	(17,387)
		381,745	187,755	521,112	297,574
Capital and reserves					
Called up share capital	12	1,193	1 193	1,193	1,193
Share premium account	13	499,873	499,873	499,873	499,873
Profit and loss account	13	(123,333)	(312 963)	20,046	(203,492)
Shareholders' funds	15	377,733	188,103	521,112	297,574
Minority interests	14	4,012	(348)	•	
		381,745	187,755	521,112	297,574

Approved by the Board and authorised for issue on

21/04/2011

Francois Garcin
Director

Company Registration No 06087343

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2010

£	2010 £	£	2009 £
	239,583		(364,342)
(2,212)		(2,024)	
	(2,212)		(2,024)
			(1,424)
(2,092)		(2,832)	
(60,000)			
	(62,092)		(2,832)
	175,279		(370,622)
-			
-		•	
		4,360	
(4,360)			
	(4,360)		521,813
	170,919		151,191
	(2,212)	(2,212) (2,212) (2,212) (2,092) (60,000) (62,092) 175,279	£ £ £ 239,583 (2,212) (2,024) (2,092) (60,000) (62,092)

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT

	Reconciliation of operating profit/(loss) t	o net cash inflow	(outflow)		
1	from operating activities			201 0	2009
				£	£
	Operating profit/(toss)			207 647	(323,580)
	Depreciation of tangible assets			2 106	1,177
	Increase in debtors			(20,293)	(61,115)
	Increase in creditors within one year			48,372	23,168
	Net effect of foreign exchange differences			1,751	(3,992)
	Net cash inflow/(outflow) from operating	activities		239 583	(364,342
	, , , .				
				Other non-	31
2	Analysis of net funds	1 January 2010	Cash flow	cash changes	December 2010
'	Analysis of not lands	£	£	£	£
	Net cash	-	-	_	-
	Cash at bank and in hand	174,018	170,919	-	344, 93 7
	Debts falling due within one year	(4,360)	(1,436)		(5,796
	Debts falling due after one year	(17,387)	5,796	•	(11,591
		(21 747)	4,360	<u> </u>	(17,387
	Net funds	152,271	175,279	-	327,550
	Reconciliation of net cash flow to mover	word in not frieds		2010	2009
3	Reconcination of fiel cash flow to move	nent iii net ianus		£	200s
	Increase in cash in the year			170,919	151,191
	Cash outflow/(inflow) from decrease/(increa	ise) in debt		4,360	(21 747
	Movement in net funds in the year			175,279	129,444
	Opening net funds			152,271	22,827
	Closing net funds			327,550	152,271

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2010

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) which have been applied consistently (except as otherwise stated)

13 Basis of consolidation

The consolidated profit and loss account and balance sheet include the financial statements of the company and its subsidiary undertakings made up to 31 December 2010, together with the group's attributable share of results of associates. The results of the subsidiary sold or acquired are included in the profit and loss account up to, or from the date control passes. Intra-group sales and profits are eliminated fully on consolidation.

14 Associated undertakings

Investments in associates are accounted for under the equity method. The group's investments in associates are initially recognised at cost and its share of profits or losses from associates is included in the consolidated profit and loss account. Cumulative post-acquisition movements are adjusted against the carrying amount of the investment in the consolidated balance sheet. The financial statements of the associates are used by the group to apply the equity method, under which the consolidated profit and loss account reflects the group's share of the results of operations of the associates. A company is considered an associate where the group has a significant influence.

15 Turnover

Turnover represents the total amounts receivable for the provision of services net of value added tax and trade discounts. Turnover is recognised in the period when the service is provided

- a) retainer fees are recognised on signature of contracts,
- b) success fees are recognised in full once the guaranteed commitments are secured,
- c) fees from placement of permanent candidates are recognised at the time the candidates commence full-time employment

Provision is made for the expected cost of meeting obligations where permanent candidates do not work for the specified contractual period

1 6 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows.

Computer equipment

25% straight line

Fixtures, filtings & equipment

25% straight line

17 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

1.8 Investments

Fixed asset investments are stated at cost less provision for diminution in value

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2010

1 Accounting policies

(continued)

19 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

1.10 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

Profits and losses of subsidiaries which have currencies of operation other than sterling are translated at the year end exchange rates except for material exceptional items which are translated at the rate ruling on the date of transaction. Assets and liabilities of subsidiaries denominated in foreign currencies are translated at the year end exchange rates.

Exchange differences arising from the retranslation of the opening net assets of subsidiaries which have currencies of operation other than sterling and any related loans are taken to reserves

2 Turnover

The total turnover of the group for the year has been derived from its principal activity wholly undertaken in the United Kingdom

3	Operating profit/(loss)	2010	2009
		£	£
	Operating profit/(loss) is stated after charging		
	Depreciation of tangible assets	2,106	1,177
	Loss on foreign exchange transactions	1,144	-
	Operating lease rentals	160 755	102,661
	Audit of parent company and consolidated accounts	7,000	-
	Audit of subsidiary company	1,500	-

4	Interest payable	2010	2009
		£	£
	On other loans wholly repayable within five years	2,212	2,024

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2010

200	2010 £	Taxation
	L.	Domestic current year tax
	11,710	U.K. corporation tax
5 09	(308)	Share of associate s tax
5,09	11,402	Total current tax
		Factors affecting the tax charge for the year
(301,054	203,641	Profit/(loss) on ordinary activities before taxation
(63,221	42 765	Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21 00% (2009 - 21 00%)
		Effects of
	1,259	Non deductible expenses
247	373	Excess of depreciation over capital allowances
41,500	(41,500)	Tax losses (utilised)/arising
(5,156	377	Share of associate's operating loss/(profit) consolidated
26,630	8,436	Other tax adjustments
63,221	(31,055)	
(351	11,710	Current tax charge for the year

6 Profit/(loss) for the financial year

As permitted by section 408 Companies Act 2006, the holding company's profit and loss account has not been included in these financial statements. The profit/(loss) for the financial year is made up as follows.

	2010 €	2009 £
Holding company's profit/(loss) for the financial year	223,538	(200,293)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2010

Tangible fixed assets			
Group	Plant and machinery	Fixtures, fittings & equipment	Total
	£	£	£
Cost At 1 January 2010	5,185	1,811	6,996
Additions	1,752	340	2,092
At 31 December 2010	6,937	2,151	9,088
Depreciation			
At 1 January 2010	1,534	220	1,754
Charge for the year	1,625	481	2,106
At 31 December 2010	3,159	701	3,860
Net book value	**************************************		
At 31 December 2010	3 778	1,450	5,228
At 31 December 2009	3,651	1,591	5,242
Tangible fixed assets			
Company	Plant and machinery	Fixtures, fittings & equipment	Tota
	£	£	£
Cost At 1 January 2010	5,185	1,811	6,996
Additions	1,421	340	1,761
At 31 December 7010	6,606	2,151	8,757
Depreciation			4 75
At 1 January 2010 Charge for the year	1 534 1,597	220 481	1,754 2,078
Charge for the year	1,997	401	2,070
At 31 December 2010	3,131	701	3,832
Net book value			
At 31 December 2010	3,475	1,450	4,925
At 31 December 2009	3,651	1,591	5,242

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2010

8	Fixed asset investments Group				
		Unlisted investments	Associate	Total	
		£	£	£	
	Cost At 1 January 2010		19,506	19,506	
	Additions	60,000	-	60,000	
	Revaluation	<u>. </u>	(1,486)	(1,486)	
	At 31 December 2010	60,000	18,020	78,020	
	Net book value				
	At 31 December 2010	60,000	18,020	78,020	
	At 31 December 2009	-	19,506	19,506	
	Company	<u></u>			
	oompan,	Unlisted investments	Shares in participating interest	Shares in group undertakings	Total
		£	£	£	£
	Cost At 1 January 2010	•	50	142,121	142,171
	Additions	60,000	-	54,054	114,054
	At 31 December 2010	60,000	50	196,175	256 225
	Net book value				
	At 31 December 2010	60,000	50	196,175	256,225
	At 31 December 2009	-	50	142,121	142,171
			-		

In the opinion of the directors, the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies

Company	Country of registration incorporation		Shares held		
		Class	%		
Subsidiary undertakings					
Fimeris Inc	USA	Class 'A' & 'B'	100		
Fimeris Executive Limited	England & Wales	Ordinary	60		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

8	Fixed asset investments			(ce	ontinued)	
	Participating interests					
	Clipperton Fimeris Limited	England & Wales	(Ordinary	50	
	Other significant interests					
	Secondcap Limited	England & Wales	(Ordinary	28	
	The latest published accounts available f 2010 and show an aggregate surplus on period of £1,084,508					
	The principal activity of these undertakings	s for the last relevant fin	iancial year w	as as follows		
		Principal activity				
	Fimeris Inc	Advisory services to	o private eq u	ity industry		
	Firmeris Executive Limited	Specialist recruitme				
	Clipperton Fimeris Limited	Business analysis a	-			
	Secondcap Limited	Transaction manag	jement syster	n for the seconda	iry market	
9	Debtors	Debtors				
		Group		Compar	ıy	
		2010	2009	2010	2009	
		£	£	£	£	
	Trade debtors	17,037	23,000	17 037	23,000	
	Amounts owed by group undertakings	3,396	382	3,396	382	
	Corporation tax	211	211	211	211	
	Other debtors	26,865	25,064	24,934	24,964	
	Prepayments and accrued income	35,592	14,151	23 340	13 864	
		83,101	62,808	68,918	62,421	
10	Creditors amounts falling due within o	one vear				
		Group		Compar	ıy	
		2010	2009	2010	2009	
		£	£	£	£	
	Bank loans and overdrafts	5,796	4,360	5,796	4,360	
	Trade creditors	37,275	27,384	30,275	26 878	
	Corporation tax	11,710	-	8,657	-	
	Taxes and social security costs	20,822	5,112	13,812	<u>-</u>	
	Other creditors	16,050	18,876	15,477	14,155	
	Accruals and deferred income	26,297	700	_	-	
		117,950	56,432	74,017	45,393	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

		Group		Compai	ıy
		2010	2009	2010	2009
		£	£	£	£
	Bank loans	11 591	17,387	11 591	17,387
	Analysis of loans				
	Wholly repayable within five years	17 387	21,747	17,387	21,747
	Included in current liabilities	(5,796)	(4,360)	(5,796)	(4,360)
		11,591	17,387	11,591	17,387
	Loan maturity analysis In more than one year but not more than				
	two years In more than two years but not more than	4,360	4,360	4,360	4,360
	five years	7,231	13,027	7,231	13,027
12	Share capital			2010	2009
	Alledder de molles de command & diversitat			£	£
	Allotted, called up and fully paid			4 4 4 5 5	4 40-
	1,193 ordinary shares of each			1,193	1,193

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

13	Statement of movements on reserves Group	Share premium account	Profit and loss account
		£	£
	Balance at 1 January 2010 Profit for the year Foreign currency translation differences Balance at 31 December 2010	499,873	(312,963) 187,879 1,751 (123,333)
	Company	Share premium account £	Profit and loss account £
	Balance at 1 January 2010	499,873	(203,492)
	Profit for the year	***************************************	223,538
	Balance at 31 December 2010	499 873	20,046
14	Minority interests	2010 £	2009 £
	Minority interests' share of net assets and liabilities in subsidiary undertakings	4,012	(348)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

15	Reconciliation of movements in shareholders' funds Group	2010 £	2009 £
	Profit/(Loss) for the financial year	187,879	(305 760)
	Other recognised gains and losses	1,751	(3,992)
	Proceeds from issue of shares	-	500,066
	Net addition to shareholders' funds	189,630	190,314
	Opening shareholders' funds	188,103	(2,211)
	Closing shareholders' funds	377,733	188,103
		2010	2009
	Company	ε	£
	Profit/(Loss) for the financial year	223,538	(200,293)
	Proceeds from issue of shares	-	500,066
	Net addition to shareholders' funds	223,538	299,773
	Opening shareholders' funds	297,574	(2,199)
	Closing shareholders' funds	521 112	297,574

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2010

16	Financial	commitments
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At 31 December 2010 the group had annual commitments under non-cancellable operating leases as follows

	Land and buildings	
	2010	2009
	£	£
Expiry date		
Within one year	9,050	-
Between two and five years	41,002	61,719
	50,052	61,719

At 31 December 2010 the company had annual commitments under non-cancellable operating leases as follows

		Land and buildings	
		2010	2009
		£	£
	Expiry date		
	Between two and five years	41,002	41,002
17	Directors' remuneration	2010	2009
		£	£
	Remuneration for qualifying services	76,800	69 835

18 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

	2010	2009
	Number	Number
	5	3
	==	*
Employment costs	2010	2009
	£	£
Wages and salaries	289,672	174,706
Social security costs	31,082	21,075
	320,754	195,781

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2010

19 Control

The ultimate controlling party is Francois Garcin

20 Related party relationships and transactions

Group

During the year, the company was charged £11,802 (2009 £50,850) for consultancy services by CYRT Sarl, a company registered in France and controlled by Christophe Tymen. The sum charged in 2010 included £5,650 which related to a 2009 invoice. As at the year end, the balance outstanding to CYRT Sarl in respect of these consultancy services was nit (2009 nit).

On 11 October 2010, CYRT Sarl gave a loan £6,000 to the company. This loan is not repayable before 11 October 2011, and interest of 5% per annum is chargeable.