

REGISTERED NO. 07316069

**DUKE STREET PRIVATE EQUITY LIMITED**

**ANNUAL REPORT AND  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**



**Annual report and financial statements for the year ended 31 December 2018**

CONTENTS

Directors' Report	1
Statement of Directors' Responsibilities	2
Independent Auditor's Report	3 - 4
Profit and Loss and Other Comprehensive Income	5
Balance Sheet	6
Changes in Equity	7
Notes to the Financial Statements	8 – 11

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018**

The Directors herewith submit their annual report for the year ended 31 December 2018.

### **Principal Activities**

Duke Street Private Equity Ltd (the 'Company'), is a wholly owned subsidiary of Duke Street LLP. The Company acts as a holding company within the Duke Street LLP group.

### **Result and dividend**

The profit from ordinary activities after taxation for the financial year amounts to £1,073,580 (2017: £775,747 profit). Details for the results for the current year are set out on page 5.

A dividend of £1,078,000 was paid during the year (2017: £780,000).

### **Directors**

The Directors who held office during the year are shown below:

Peter Taylor  
Stuart Hall  
Stuart McMinnies  
Charlie Troup

Company Registration Number: 07316069

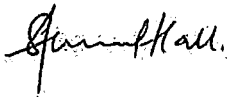
### **Statement as to disclosure of information to auditor**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### **Appointment of Auditor**

The company has passed an ordinary resolution to appoint Grant Thornton UK LLP as Company auditors.

On behalf of the board



Stuart Hall  
Director

8 April 2019

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (UK 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 judgements and 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect 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 UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUKE STREET PRIVATE EQUITY LIMITED**

### **Opinion**

We have audited the financial statements of Duke Street Private Equity Limited (the 'company') for the year ended 31 December 2018, which comprise of Profit and Loss and Other Comprehensive Income, Balance Sheet, Changes in Equity 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 company's affairs as at 31 December 2018 and of its 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 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.

### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the annual report,<sup>1</sup> other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUKE STREET PRIVATE EQUITY LIMITED (continued)**

### **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, we have not identified material misstatements in 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions from the requirement to prepare a strategic report.

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

As explained more fully in the directors' responsibilities statement set out on page 2, 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.

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.



Paul Flatley  
Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
London  
8 April 2019

**PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2018**

		Year ended 31 December 2018 £	Year ended 31 December 2017 £
	Note		
Dividend Income		1,078,000	780,000
Administrative expenses		(5,502)	(5,269)
<b>Operating profit</b>	4	<b>1,072,498</b>	<b>774,731</b>
Other operating income	3	45	3
<b>Profit on ordinary activities before taxation</b>		<b>1,072,543</b>	<b>774,734</b>
Taxation	6	1,037	1,013
<b>Profit on ordinary activities after taxation</b>		<b>1,073,580</b>	<b>775,747</b>
Other comprehensive income		-	-
<b>Total comprehensive income</b>		<b>1,073,580</b>	<b>775,747</b>

All the results shown in the above Profit and Loss Account and Other Comprehensive Income are from continuing operations.

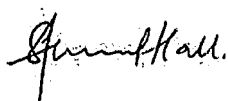
The notes on pages 8 to 11 form part of these financial statements.

**BALANCE SHEET AS AT 31 DECEMBER 2018**

		31 December 2018	31 December 2017
	Note	£	£
INVESTMENTS	10	10	9
CURRENT ASSETS			
Debtors	7	2,777	2,754
Cash at bank and in hand		18,064	20,107
		<u>20,841</u>	<u>22,861</u>
CREDITORS: amounts falling due within one year	8	(7,002)	(4,601)
NET CURRENT ASSETS		<u>13,839</u>	<u>18,260</u>
<b>TOTAL ASSETS LESS TOTAL LIABILITIES</b>		<u><b>13,849</b></u>	<u><b>18,269</b></u>
CAPITAL AND RESERVES			
Share capital	9	1	1
Profit and loss account		13,848	18,268
<b>SHAREHOLDERS' FUNDS</b>		<u><b>13,849</b></u>	<u><b>18,269</b></u>

The notes on pages 8 to 11 form part of the financial statements.

Approved by the Board of Directors at a meeting on 8 April 2019 and signed on its behalf by:



Stuart Hall  
Director  
8 April 2019

Company Registration Number: 07316069



**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2018**

	<b>Called up Share Capital</b>	<b>Profit and loss account</b>	<b>Total equity</b>
	<b>£</b>	<b>£</b>	<b>£</b>
Balance at 1 January 2017	1	22,521	22,522
Profit for the year	-	775,747	775,747
Other comprehensive income		-	-
Total comprehensive income for the year	-	775,747	775,747
Dividends	-	(780,000)	(780,000)
<b>Balance at 31 December 2017</b>	<b>1</b>	<b>18,268</b>	<b>18,269</b>

	<b>Called up Share Capital</b>	<b>Profit and loss account</b>	<b>Total equity</b>
	<b>£</b>	<b>£</b>	<b>£</b>
Balance at 1 January 2018	1	18,268	18,269
Profit for the year	-	1,073,580	1,073,580
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	1,073,580	1,073,580
Dividends	-	(1,078,000)	(1,078,000)
<b>Balance at 31 December 2018</b>	<b>1</b>	<b>13,848</b>	<b>13,849</b>

The notes on pages 8 to 11 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

### 1. Accounting policies

The following accounting policies have been consistently applied in the financial statements.

#### a. Basis of preparation

These financial statements have been prepared in accordance with Section 1A of Financial Reporting Standard 102: The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"). The financial statements have been prepared in accordance with the historical cost accounting convention and applicable accounting standards.

The Company is considered to be a qualifying entity (for the purpose of this FRS) and has applied the exemption available under Section 1A of FRS 102 not to present a Cash Flow Statement and related notes.

The Company has adopted Section 1A of FRS 102 for the year ended 31 December 2018. There has been no adjustments resulting from the transition from full FRS 102 applied in the year ended 31 December 2015.

The consolidated financial statements of the ultimate parent undertaking (see note 12) include the disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues, and therefore the Company has applied the exemptions.

#### b. Going concern

The financial statements have been prepared on a going concern basis on the understanding that Duke Street LLP will continue to financially support the company's operations.

#### c. Investments

Investments are recognised on the basis of cost less any permanent diminutions in value.

#### d. Taxation

The charge for taxation is based on the result for the year. Deferred tax assets and liabilities arise from timing differences between the recognition of gains and losses in the financial statements and their recognition for tax purposes. Deferred tax liabilities are fully recognised and deferred tax assets are recognised when it is considered more likely than not that the asset will be recoverable.

#### e. Dividends

Dividends receivable or payable are recognised only in the period in which they are declared.

#### f. Related Party transactions

As the Company is 100% controlled by Duke Street LLP, advantage has been taken of the exemption given by FRS 102.33 "Related Party Disclosures" not to disclose transactions with it and any fellow wholly owned group entities in these financial statements.

#### g. Consolidation

The company is exempt from preparing consolidated financial accounts, on the grounds that the company is itself a subsidiary in a larger group which prepares consolidated financial statements. The company forms part of the Duke Street LLP consolidated group, and these accounts are held at Nations House, 103 Wigmore St, London W1U 1QS.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

**2. Audit Fees**

Audit fees for the year amounting to £4,000 (2017: £2,500) were borne by the Company.

**3. Other operating income**

	2018	2017
	£	£
Bank interest receivable	45	3
	<u>45</u>	<u>3</u>

**4. Operating profit / (loss)**

	2018	2017
	£	£
The profit on ordinary activities before tax has been arrived at after deducting Auditor's remuneration	4,000	2,500
	<u>4,000</u>	<u>2,500</u>

**5. Employees and Directors**

The company seconded employees from its subsidiary Duke Street Capital Limited.

All directors are either employed by Duke Street Capital Limited or members of Duke Street LLP, the ultimate parent of the company, and are remunerated from that entity.

**6. Taxation**

**(a) Analysis of charge**

	2018	2017
	£	£
Current tax:		
Corporation tax credit for period	1,037	1,013
Total current tax credit for the period (note 6b)	<u>1,037</u>	<u>1,013</u>
<b>Tax credit on profit on ordinary activities</b>	<u><b>1,037</b></u>	<u><b>1,013</b></u>

**(b) Factors affecting tax charge for the period**

Profit on ordinary activities before tax	1,072,543	774,734
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2017:19.25%)	(203,783)	(149,136)
Income not taxable	204,820	150,149
<b>Total tax credit for the period</b>	<u><b>1,037</b></u>	<u><b>1,013</b></u>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (continued)

7. Debtors	2018 £	2017 £
Amounts due from fellow subsidiaries	1,740	1,741
Current Tax	1,037	1,013
	<u>2,777</u>	<u>2,754</u>

8. Creditors: amounts falling due within one year	2018 £	2017 £
Amounts due to fellow subsidiaries	-	600
Accruals	7,000	4,000
Other Creditors	1	1
	<u>7,001</u>	<u>4,601</u>

9. Share Capital	2018 £	2017 £
Allotted, called up and fully paid	<u>1</u>	<u>1</u>

## 10. Investments

The Company holds 100% of the share capital of the following UK registered entities (all investments are held at cost, less impairment):

	2018	2017	Activity
Duke Street General Partner Limited	£1	£1	Asset Manager
Duke Street V Limited	£1	£1	Asset Manager
Duke Street VII Limited	£1	£1	Dormant
Duke Street Capital Limited	£1	£1	Management Company
DS (Scotland) GP Limited	£1	£1	Asset Manager
Duke Street Investment Management Limited	£2	£2	Holding Company
DS SLP GP Limited	£1	£1	Asset Manager
Rose DS GP Limited	£1	£1	Asset Manager
Albatross GP Limited	£1	-	
	<u>£10</u>	<u>£9</u>	

All amounts denoted above represent holdings of ordinary capital, with the exception of Duke Street Investment Management Limited, which is comprised of £1 ordinary share and £1 ordinary preferred share.

## 11. Related party transactions

There were no related party transactions outside those within wholly owned entities of the Duke Street LLP group during the year.

## 12. Ultimate parent entity

The company is a wholly owned subsidiary of Duke Street LLP, which is considered the ultimate parent entity.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (continued)**

**13. Subsequent events**

Subsequent events have been evaluated from the balance sheet date through to the date of issuance of these financial statements. It has been determined that there are no items to disclose.