

REGISTERED NO. 07316069

**DUKE STREET PRIVATE EQUITY LIMITED**

**ANNUAL REPORT AND  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019**



**Annual report and financial statements for the year ended 31 December 2019**

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## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019**

The Directors herewith submit their annual report for the year ended 31 December 2019.

### **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 loss from ordinary activities after taxation for the financial year amounts to £3,703 (2018: £1,073,580 profit). Details for the results for the current year are set out on page 6.

No dividend was paid during the year (2018: £1,078,000).

### **Going Concern**

The directors have considered the financial position of the company and the wider Duke Street Group and have a reasonable expectation that the company will have adequate resources to continue operations for the foreseeable future. In making this assessment, the directors have considered the expected income for the wider Group and its expense base and have assessed reasonable sensitivities. The directors have received reasonable comfort from the Group that it will continue to support the Company for at least 12 months after the date of this report. Therefore, the directors believe that the going concern basis of preparation is appropriate.

### **Directors**

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

Peter Taylor (resigned 30 June 2019)  
Stuart Hall  
Stuart McMinnies  
Charlie Troup  
James Almond (appointed 12 September 2019)  
Jason Lawford (appointed 12 September 2019)

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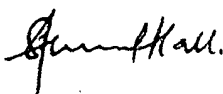
### **Statement as to disclosure of information to auditor**

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

22 April 2020

**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 2019, which comprise of Profit and Loss and Other Comprehensive Income, Balance Sheet, Statement of 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 2019 and of its profits 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.

### 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 company'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 company associated with these particular events.

### 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.

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

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

### **Conclusions relating to going concern (continued)**

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

### **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. 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 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, 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 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.

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

### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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*

Paul Flatley  
Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
London  
22 April 2020

**PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Dividend Income		-	1,078,000
Administrative expenses		(4,627)	(5,502)
<b>Operating profit</b>	<b>4</b>	<b>(4,627)</b>	<b>1,072,498</b>
Other operating income	3	56	45
<b>Profit on ordinary activities before taxation</b>		<b>(4,571)</b>	<b>1,072,543</b>
Taxation	6	869	1,037
<b>Profit on ordinary activities after taxation</b>		<b>(3,703)</b>	<b>1,073,580</b>
Other comprehensive income		-	-
<b>Total comprehensive income</b>		<b>(3,703)</b>	<b>1,073,580</b>

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

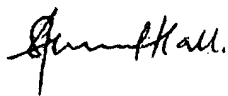
The notes on pages 9 to 12 form part of these financial statements.

**BALANCE SHEET AS AT 31 DECEMBER 2019**

		31 December 2019	31 December 2018
	Note	£	£
INVESTMENTS	10	8	10
CURRENT ASSETS			
Debtors	7	2,609	2,777
Cash at bank and in hand		13,529	18,064
		<u>16,138</u>	<u>20,841</u>
CREDITORS: amounts falling due within one year	8	(6,000)	(7,002)
NET CURRENT ASSETS		<u>10,138</u>	<u>13,839</u>
<b>TOTAL ASSETS LESS TOTAL LIABILITIES</b>		<u><b>10,146</b></u>	<u><b>13,849</b></u>
CAPITAL AND RESERVES			
Share capital	9	1	1
Profit and loss account		10,145	13,848
<b>SHAREHOLDERS' FUNDS</b>		<u><b>10,146</b></u>	<u><b>13,849</b></u>

The notes on pages 9 to 12 form part of the financial statements.

Approved by the Board of Directors at a meeting on 22 April 2020 and signed on its behalf by:



Stuart Hall  
Director  
22 April 2020

Company Registration Number: 07316069

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2019**

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
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>

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
Balance at 1 January 2019	1	13,848	13,849
Profit for the year	-	(3,703)	(3,703)
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	(3,703)	(3,703)
Dividends	-	-	-
<b>Balance at 31 December 2019</b>	<b>1</b>	<b>10,145</b>	<b>10,146</b>

The notes on pages 9 to 12 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

### 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 2019. 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 directors have considered the financial position of the company and the wider Duke Street Group and have a reasonable expectation that the company will have adequate resources to continue operations for the foreseeable future. In making this assessment, the directors have considered the expected income for the wider Group and its expense base and have assessed reasonable sensitivities. The directors have received reasonable comfort from the Group that it will continue to support the Company for at least 12 months after the date of this report. Therefore, the directors believe that the going concern basis of preparation is appropriate.

#### 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 2019

2. Audit Fees

Audit fees for the year amounting to £4,000 (2018: £4,000) were borne by the Company.

3. Other operating income	2019 £	2018 £
Bank interest receivable	56	45
	<u>56</u>	<u>45</u>

4. Operating profit / (loss)	2019 £	2018 £
The profit on ordinary activities before tax has been arrived at after deducting Auditor's remuneration	4,000	4,000
	<u>4,000</u>	<u>4,000</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	2019 £	2018 £
(a) Analysis of charge		
Current tax:		
Corporation tax credit for period	869	1,037
Total current tax credit for the period (note 6b)	<u>869</u>	<u>1,037</u>
Tax credit on profit on ordinary activities	<u>869</u>	<u>1,037</u>

(b) Factors affecting tax charge for the period

Profit before tax	(4,571)	1,072,543
Profit multiplied by standard rate of corporation tax in the UK of 19.00% (2018: 19.00%)	869	(203,783)
Income not taxable	-	204,820
Total tax credits for the period	<u>869</u>	<u>1,037</u>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019 (continued)

7. Debtors	2019 £	2018 £
Amounts due from fellow subsidiaries	1,740	1,740
Current Tax	869	1,037
	<u>2,609</u>	<u>2,777</u>

8. Creditors: amounts falling due within one year	2019 £	2018 £
Accruals	6,000	7,000
Other Creditors	-	1
	<u>6,000</u>	<u>7,001</u>

9. Share Capital	2019 £	2018 £
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):

	2019	2018	Activity
Duke Street General Partner Limited	£1	£1	Asset Manager
Duke Street V Limited	£1	£1	Asset Manager
Duke Street VII Limited	£1	£1	Asset Manager
Duke Street Capital Limited	£1	£1	Management Company
DS (Scotland) GP Limited	£1	£1	Asset Manager
Duke Street Investment Management Limited	-	£2	Holding Company
DS SLP GP Limited	£1	£1	Asset Manager
Rose DS GP Limited	£1	£1	Asset Manager
Albatross GP Limited	£1	£1	Asset Manager
	<u>£8</u>	<u>£10</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 2019 (continued)**

**13. Subsequent events**

The COVID – 19 pandemic, whose effects first became known in January 2020, is causing severe economic and financial impact across all businesses. Management has evaluated subsequent events through to the date of this financial statements and has concluded that there are no significant recognised or unrecognised subsequent events relevant for any financial statement adjustment or disclosure.