

REGISTERED NO. 07316069

DUKE STREET PRIVATE EQUITY LIMITED

**ANNUAL REPORT AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

SATURDAY



A7CKVCRS

A07

18/08/2018

#430

COMPANIES HOUSE

Annual report and financial statements for the year ended 31 December 2017

CONTENTS

Directors' Report	1
Statement of Directors' Responsibilities	2
Independent Auditor's Report to the members of Duke Street Private Equity Limited	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 2017

The Directors herewith submit their annual report for the year ended 31 December 2017.

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 after taxation for the financial year amounts to £775,747 (2016: £1,058,845 profit). Details for the results for the current year are set out on page 5.

A dividend of £780,000 was paid during the year (2016: £1,062,019).

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 elective resolution to dispense with the obligation to appoint auditors annually, accordingly KPMG LLP will remain in office.

On behalf of the board



Stuart Hall
Director

25 April 2018

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF 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 applicable law and 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
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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 2017, which comprise the Profit and Loss Account and Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards applicable to smaller entities, including Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Peter Crabb (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

15 Canada Square

London E14 5GL

Date: 25 April 2018

PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2017

		Year ended 31 December 2017 £	Year ended 31 December 2016 £
	Note		
Dividend Income		780,000	1,062,019
Administrative expenses		(5,269)	(4,004)
Operating profit	4	774,731	1,058,015
Other operating income	3	3	37
Profit before taxation		774,734	1,058,052
Tax on profit	6	1,013	793
Profit after taxation		775,747	1,058,845
Other comprehensive income		-	-
Total comprehensive income		775,747	1,058,845

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 2017

		31 December 2017	31 December 2016
	Note	£	£
INVESTMENTS	10	9	9
CURRENT ASSETS			
Debtors	7	2,754	1,741
Cash at bank and in hand		20,107	26,273
		<u>22,861</u>	<u>28,014</u>
CREDITORS: amounts falling due within one year	8	(4,601)	(5,501)
NET CURRENT ASSETS		<u>18,260</u>	<u>22,513</u>
TOTAL ASSETS LESS TOTAL LIABILITIES		<u>18,269</u>	<u>22,522</u>
CAPITAL AND RESERVES			
Share capital	9	1	1
Profit and loss account		18,268	22,521
SHAREHOLDERS' FUNDS		<u>18,269</u>	<u>22,522</u>

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

Approved by the Board of Directors at a meeting on 25 April 2018 and signed on its behalf by:



Stuart Hall
Director
25 April 2018

Company Registration Number: 07316069

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2017

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
Balance at 1 January 2016	1	25,694	25,695
Profit for the year	-	1,058,846	1,058,846
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	1,058,846	1,058,846
Dividends	-	(1,062,019)	(1,062,019)
Balance at 31 December 2016	1	22,521	22,522

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
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)
Balance at 31 December 2017	1	18,268	18,269

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

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 consolidated financial statements of the ultimate parent undertaking (see note 10) 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 a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the financial statements.

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 paid or approved.

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 2017

2. Audit Fees

Audit fees for the year amounting to £2,500 (2016: £2,500) were borne by the Company.

3. Interest receivable	2017	2016
	£	£
Bank Interest receivable	3	37
	<u>3</u>	<u>37</u>

4. Operating profit / (loss)	2017	2016
	£	£
The profit on ordinary activities before tax has been arrived at after deducting Auditor's remuneration	<u>2,500</u>	<u>2,500</u>

5. Employees and Directors

The company secondes employees from its subsidiary Duke Street Management Services Limited.

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

6. Taxation	2017	2016
	£	£
a) Analysis of charge		
Current tax:		
Corporation tax credit for period	1,013	793
Total current tax credit for the period (note 6b)	<u>1,013</u>	<u>793</u>
Tax credit on profit	<u>1,013</u>	<u>793</u>
b) Factors affecting tax charge for the period		
Profit before tax	774,734	1,058,053
Profit multiplied by standard rate of corporation in the UK of 19.25% (2016: 20%)	(149,136)	(211,611)
Income not taxable	150,149	212,404
Total tax credit for the period	<u>1,013</u>	<u>793</u>

A reduction in the UK corporation tax rate from 20% to 19% (effective 1 April 2017) was substantively enacted on 26 October 2015. This resulted in a rate of 19.25% for the year ended 31 December 2017 (2016: 20%).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (continued)

7. Debtors	2017	2016
	£	£
Amounts due from fellow subsidiaries	1,741	-
Current Tax	1,013	1,741
	2,754	1,741

8. Creditors: amounts falling due within one year	2017	2016
	£	£
Amounts due to fellow subsidiaries	600	-
Accruals	4,000	5,500
Other Creditors	1	1
	4,601	5,501

9. Share Capital	2017	2016
	£	£
Allotted, called up and fully paid	1	1

10. Investments

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

	2017	2016	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 Management Services 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
	£9	£9	

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, registered address Nations House, 103 Wigmore St, London W1U 1QS.

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.