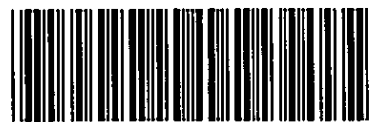


NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

UNAUDITED REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 30 APRIL 2015

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NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

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YEAR ENDED 30 APRIL 2015

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NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

GENERAL INFORMATION

Director	B D Hobbs Consortium Directors Ltd
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Registered Office	33 Wigmore Street London W1U 1BZ
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NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

REPORT OF THE DIRECTORS

The Directors present their report and financial statements for the year ended 30 April 2015

Review of Activities

During the year the Company acted as the General Partner for Napier Capital No 5 Limited Partnership

Results and Dividends

The result for the year amounted to £nil (2014 - £nil) The Directors do not recommend the payment of a dividend

Directors

The Directors who served during the period are as shown on page 2

Directors' Interests

The Directors did not hold any interest in the share capital of the Company at any time during the period

H R Saunders, J E G Davies, B D Hobbs, D E Hammond and W J K Taylor are directors of Consortium Directors Limited

D E Hammond and W J K Taylor are members of Allsop LLP, which is the ultimate controlling party

Director's Responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable laws 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 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,
- prepare the financial statements on a 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


NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

REPORT OF THE DIRECTORS (CONTINUED)

Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

By order of the Board

A handwritten signature in black ink, appearing to read 'H R Saunders', written in a cursive style.

H R SAUNDERS
Director

8 January 2016

NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 30 APRIL 2015

	Note	2015 £	2014 £
Turnover	1	6,000	-
Administrative expenses		(6,000)	-
Profit / (loss) on ordinary activities before taxation	2	-	-
Tax on profit on ordinary activities	4	-	-
Profit / (loss) on ordinary activities after taxation	9	-	-

The Company had no other recognised gains or losses

All activities are derived from continuing operations

NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED
(Company Number 07331688)

BALANCE SHEET

AS AT 30 APRIL 2015

	Note	2015 £	2014 £
Current Assets			
Debtors	5	6,002	2
Creditors amounts falling due within one year	6	(6,000)	-
Net Current Assets		<u>2</u>	<u>2</u>
Capital and Reserves			
Called up share capital	7	2	2
Profit and loss account	9	-	-
Shareholders' Funds	8	<u>2</u>	<u>2</u>

For the period ending 30 April 2015 the Company was entitled to exemption from audit under Section 477 of the Companies Act 2006 relating to small companies

Director's responsibilities

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with Section 476
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

The financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

By order of the Board



H R SAUNDERS
Director

8 January 2016

NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

ACCOUNTING POLICIES

YEAR ENDED 30 APRIL 2015

Basis of accounting

The financial statements have been prepared in accordance with applicable United Kingdom law and accounting standards and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Turnover

Turnover represents fees receivable from the Limited Partnership for which Napier Capital General Partner No 5 Limited acts as General Partner

Related party transactions

The Company has taken advantage of the exemption in Financial Reporting Standard 8 - Related Party Transactions not to disclose transactions with group companies

Deferred taxation

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 APRIL 2015

1. Turnover

Turnover represents amounts receivable for services provided, exclusive of Valued Added Tax

2. Profit on Ordinary Activities before Taxation

This is stated after charging the following

	2015	2014
	£	£
Directors' emoluments	-	-
	<u> </u>	<u> </u>

3. Staff Costs

There were no staff costs during the year

The Directors did not receive any remuneration from the Company

4. Taxation on Profit on Ordinary Activities

The taxation charge on the profit on ordinary activities for the year was as follows

	2015	2014
	£	£
UK Corporation tax at 19%	-	-
	<u> </u>	<u> </u>

NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 30 APRIL 2015

5. Debtors

	2015	2014
	£	£
Accrued income	6,000	-
Called up share capital not yet paid	2	2
	<u>6,002</u>	<u>2</u>

Accrued income represents amounts owed by Napier Capital No 5 Limited Partnership for which the Company acts as General Partner

6 Creditors : amounts falling due within one year

	£	£
Consortium Investment Management LLP	6,000	-
	<u>6,000</u>	<u>-</u>

The company holds the title to one property on behalf of Napier Capital No 5 Limited Partnership RBS hold four charges over this property

7. Called Up Share Capital

	£	£
Called up and allotted 2 ordinary shares of £1 each	2	2
	<u>2</u>	<u>2</u>

8 Reconciliation of Movement in Shareholders' Funds

	Share Capital	Profit and loss account	Total
	£	£	£
At 1 May 2014	2	-	2
Profit / (loss) for the period	-	-	-
	<u>2</u>	<u>-</u>	<u>2</u>
At 30 April 2015	<u>2</u>	<u>-</u>	<u>2</u>

NAPIER CAPITAL GENERAL PARTNER NO. 5 LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 30 APRIL 2015

9 Profit and Loss Account

	2015	2014
	£	£
At 1 May 2014	-	-
Profit / (loss) for the period	-	-
	<hr/>	<hr/>
At 30 April 2015	-	-
	<hr/>	<hr/>

10 Controlling Party

The Company is wholly owned by Consortium Corporate Holdings Ltd

The ultimate controlling party is the members of Allsop LLP, registered in England and Wales under partnership number OC315531

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 5 APRIL 2015

Registered Number LP14916

THESE PARTNERSHIP
ACCOUNTS FORM
PART OF THE ACCOUNTS
OF COMPANY
No 7.331.688



NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP

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Statement of Total Return	2
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**NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP
Managers Report
FOR THE YEAR ENDED 5 APRIL 2015**

Manager's Responsibilities

We are required, as the Manager to prepare financial statements for each financial period in accordance with the Limited Partnership Agreement for The Napier Capital No 5 Limited Partnership ("Limited Partnership") and the accounting policies set out on page 6. In preparing those financial statements, the Manager has

- selected suitable accounting policies and then applied them consistently,
- made judgements and estimates that are reasonable and prudent,
- stated whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepared the financial statements on the going concern basis unless it was inappropriate to presume that the Limited Partnership will continue in business

We are responsible for keeping adequate accounting records which disclose, with reasonable accuracy, at any time, the financial position of the Limited Partnership. We are also responsible for safeguarding assets of the Limited Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal Activities and any Significant Changes

The Limited Partnership was incorporated on 1 March 2012. The principal activity of the Partnership is that of purchasing and renting out commercial property. The General Partner to the Limited Partnership is Napier Capital General Partner No 5 Limited.

Results and Distributions

The total return for the period is set out on page 2 to the accounts.

In accordance with the Limited Partnership agreement distributions are made to partners at the discretion of the General Partner.

The General Partner shall receive income in line with the Limited Partnership agreement.

On behalf of the Manager



H R Saunders
Designated Partner
Consortium Investment Management LLP
(Manager)

20 January 2016

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP**Statement of Total Return****For the year ended 5 April 2015**

	Note	Year ended 05/04/2015 £	Year ended 05/04/2014 £
Turnover	2	470,264	416,220
Administrative expenses	3	(85,107)	(89,470)
		<hr/>	<hr/>
Operating Profit/(Loss)	4	385,157	326,750
Profit/(Loss) on disposal of investment		-	-
Interest receivable	5	217	246
Interest payable	6	(182,515)	(174,977)
		<hr/>	<hr/>
Profit for the financial period available for division among Limited Partners	11	202,859	152,019
Profit allocated to Limited Partners		(202,859)	(152,019)
		<hr/>	<hr/>
Profit for the financial period available for discretionary division among Limited Partners		-	-
		<hr/>	<hr/>

The notes form part of these financial statements

All amounts relate to continuing activities

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP

Registered Number LP010212

Balance Sheet as at 5 April 2015

	Note	2015 £	2014 £
Fixed Assets			
Investments	7	9,450,000	8,000,000
		<hr/> 9,450,000	<hr/> 8,000,000
Current Assets			
Debtors	8	21,638	24,064
Cash at bank		443,229	395,763
		<hr/> 464,867	<hr/> 419,827
Creditors, amounts falling due within one year	9	(322,841)	(320,660)
		<hr/>	<hr/>
Net Current Assets		142,026	99,167
		<hr/>	<hr/>
Total Assets Less Current Liabilities		9,592,026	8,099,167
		<hr/>	<hr/>
Creditors, amounts falling due in more than one year	10	(4,360,000)	(4,520,000)
		<hr/>	<hr/>
Net Assets		5,232,026	3,579,167
		<hr/> <hr/>	<hr/> <hr/>
Represented by			
Loans and other debts due to Limited Partners within one year	12	5,228,176	3,575,317
Limited Partners' capital classified as a liability under FRS 25 other amounts	11	3,850	3,850
		<hr/> 5,232,026	<hr/> 3,579,167
		<hr/> <hr/>	<hr/> <hr/>

For the year ending 5 April 2015 the Limited Partnership was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies as applied to qualifying partnerships by The Partnerships (accounts) Regulations 2008

The General Partner acknowledges its responsibilities for complying with the requirements of the Act as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008 with respect to accounting records and the preparation of accounts

The General Partner has not required the Limited Partnership to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006 as applied by The Partnerships (Accounts) Regulations 2008

The financial statements were approved by the Manager on 20 January 2016 and signed on its behalf by



H R Saunders
Designated Partner
Consortium Investment Management LLP
(Manager)

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP

Financial Statements for the year ended 5 April 2015

Statement of total recognised gains and losses

	2015	2014
	£	£
Profit available to Partners for the Period	202,859	152,019
Unrealised surplus/(deficit) on revaluation	1,450,000	270,000
Total gains and losses recognised since last annual report	<u>1,652,859</u>	<u>422,019</u>

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP
Financial Statements for the year ended 5 April 2015

Notes

1 Principal Accounting Policies

(a) Basis of Preparation

The financial statements have been prepared under the historical cost convention, as modified by the valuation of investments

The accounts have been prepared on the going concern basis

(b) Tax Purposes

The taxation payable on profits is the personal liability of the Limited Partners during the period

(c) Expenses

Expenses are shown on an accruals basis

(d) Valuation of Investments

Investments are recognised at the value of the investment made allowing for annual revaluation adjustments

(e) The Limited Partnership

The Limited Partnership was established on 1 March 2012 and the length of its life is determined by various clauses within the Limited Partnership Agreement. However should any of the following events occur the Limited Partnership shall be terminated,

- (i) the General Partner resolves that the Partnership shall be dissolved
- (ii) the insolvency, dissolution or liquidation of the General Partner unless the Partnership is reconstituted in line with the Limited Partnership agreement
- (iii) the resignation of the General Partner unless the Partnership is reconstituted in line with the Limited Partnership agreement

2 Turnover

Turnover is stated net of value added taxation, and consists of income receivable from rental leases. Income is recognised on an accruals basis

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP
Financial Statements for the year ended 5 April 2015

Notes (Continued)

3 Administrative Expenses	2015	2014
	£	£
Fund management fees	34,077	32,085
Payments to General Partner	3,000	6,000
Professional fees	47,815	48,275
Property costs	-	-
Bank charges and interest	216	3,111
	<u>85,108</u>	<u>89,471</u>
4 Operating Profit/(Loss)		
This is stated after charging	2015	2014
	£	£
Amortisation	-	-
5 Interest Receivable	2015	2014
	£	£
Bank interest	217	246
6 Interest Payable	2015	2014
Bank loans and overdrafts	182,515	174,977
7 Investments		
		Total
Cost		£
B/Fwd at 6 April 2014		10,150,000
Additions		-
Revaluation		1,450,000
Disposals		-
		<u>11,600,000</u>
At 5 April 2015		11,600,000
Amortisation		
B/Fwd at 6 April 2014		-
Charge for the period		-
		<u>-</u>
At 5 April 2015		-
Net book value		
At 5 April 2015		11,600,000
		<u>11,600,000</u>
B/Fwd at 6 April 2014		10,150,000
		<u>10,150,000</u>

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP
Financial Statements for the year ended 5 April 2015

Notes (Continued)

8 Debtors	2015	2014
	£	£
Amounts due within one year		
Trade debtors	21,613	24,050
Other debtors	25	14
	<u>21,638</u>	<u>24,064</u>
	<u><u>21,638</u></u>	<u><u>24,064</u></u>
 9 Creditors. amounts falling due within one year	 2015	 2014
	£	£
Trade creditors	12,126	12,126
Accruals	127,266	124,991
Other creditors	183,449	183,543
	<u>322,841</u>	<u>320,660</u>
	<u><u>322,841</u></u>	<u><u>320,660</u></u>
 10 Creditors amounts falling due in more than one year	 2015	 2014
	£	£
	4,360,000	4,520,000
	<u>4,360,000</u>	<u>4,520,000</u>
	<u><u>4,360,000</u></u>	<u><u>4,520,000</u></u>
 11 Partners' Capital Accounts	 2015	 2014
	£	£
Limited Partners' Capital Accounts	4,423	4,423
	<u>4,423</u>	<u>4,423</u>
	<u><u>4,423</u></u>	<u><u>4,423</u></u>

NAPIER CAPITAL NO 5 LIMITED PARTNERSHIP
Financial Statements for the year ended 5 April 2015

Notes (Continued)

12 Reconciliation of Movements in Partners' Equity

	Partners' Capital £	Partners' Loans £	Partners' Current Acc £	Revaluation Reserve £	Total £
Partners interests B/Fwd at 6 April 2014	3,850	3,846,150	(256,787)	(14,046)	3,579,167
Profit allocated during the period to Partners	-	-	202,859	-	202,859
Revaluation in year	-	-	-	1,450,000	1,450,000
Priority Profit Share	-	-	-	-	-
Partners interests after profit for the year	3,850	3,846,150	(53,928)	1,435,954	5,232,026
Introduced by Partners	-	-	-	-	-
Partners interest as at 5 April 2015	3,850	3,846,150	(53,928)	1,435,954	5,232,026

13 Related Party Transactions

Consortium Directors Ltd and Ben Hobbs are the directors of the General Partner to the Limited Partnership. The sole shareholder and all the directors of Consortium Directors Ltd are members of Consortium Investment Management LLP.

During the year Consortium Investment Management LLP received management fees of £34,077 from the Limited Partnership (2014 £32,085) for their services as manager to the Limited Partnership.