Advent Venture Partners LLP

Annual Report and Consolidated Financial Statements for the year ended 31 March 2014

Registered in England and Wales Number: OC302716

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Members' Report

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The Members present their report and consolidated financial statements for the year ended 31 March 2014.

Principal activity and business review

The principal activity of Advent Venture Partners LLP ("the LLP") is the promotion of venture capital investment funds and the provision of venture capital investment management services in respect of such funds. The LLP is authorised to conduct investment business by the Financial Conduct Authority.

After making enquiries the members have a reasonable expectation that the LLP has adequate resources to continue in operational existence for the foreseeable future. Accordingly it continues to adopt the going concern basis in preparing the report and financial statements.

Principal subsidiaries

Details of principal subsidiaries and their activities are given in Notes 7 and 14.

Results and distributions

The results for the year are shown in the consolidated profit and loss account on page 6. The Members' distributions in the year ended 31 March 2014 amounted to £1,333,506 (2013: £899,996). The Group and LLP's balance sheet as detailed on page 8 and 9 show a satisfactory position with Members' interests amounting to £480,963 (2013: 949,595) and £396,305 (2013: £883,546) respectively.

Members' profit allocation

The Partnership Agreement dated 16 December 2002 (revised and updated 11th November 2008 and 1st April 2010), governs the policies for Members' drawings, subscriptions and repayment of Members' capital.

Members' profit and losses are allocated between them based on their respective profit share entitlement during the financial period as determined by the members. Drawings are paid monthly as working capital permits.

Business review

In the period under review the LLP provided investment management services to two venture capital funds and trustee in liquidation services to a further fund.

Investment management services:

Advent Private Equity Fund III (APEF III)

In February 2011 the LLP agreed with the Limited Partners in APEF III to extend the life of the Fund by a single three-year extension period following the expiry of the original ten-year term on 9 February 2011. This period came to an end on 9 February 2014 at which time the Fund entered liquidation with the LLP acting as Trustee in Liquidation. No payments were payable under the incentive mechanism that had been introduced based upon the gross realisation proceeds generated from the remaining investments in the portfolio during the extension period. Seven holdings remain in the portfolio at 31 March 2014. The holdings in Vernalis,

31 March 2014

Aepona, Neverfail and Medigene were realised in the period. The holdings in Amberfin Ltd and EverTeam S.A. were realized post 31 March 2014. Fees for the first two years of the liquidation have been fixed at £75,000 per annum.

Advent Private Equity Fund IV (APEF IV)

APEF IV is in the ninth year of its initial ten-year term. The Fund has drawn down 100% of investors' commitments and has an unrealised portfolio of ten holdings. During the period, the Fund realised its holdings in Yelp Inc, Ubiquisys Ltd and Algeta ASA.

Advent Life Sciences Fund I (ALSF I)

The LLP provided back-office and administrative services to ALSF I, a venture capital fund. The contract expired on 30 June 2013.

The members consider that the key performance indicators used to measure the performance of the LLP comprise the returns of the venture capital funds under management. The Members consider the performance returns of the funds for the year ended 31 March 2014 to be satisfactory.

Trustee in liquidation services:

Advent Private Equity Fund II (APEF II)

APEF II reached the end of its initial ten-year term in May 2009 and was put into liquidation on 14 May 2011, with the LLP acting as Trustee in Liquidation. The portfolio has two active investments remaining and as Trustee in Liquidation the LLP is seeking realisations of the holdings in each company at the earliest opportunity.

Principal risks and uncertainties

The LLP derives the majority of its income from the management of venture capital funds, and this income is based upon the quantum of funds under management. Funds are legally committed by the investors in the Funds under the terms of the respective limited partnership agreements. The LLP can be dismissed by the investors on a 75% majority but would receive two year's fees as compensation. Fees derived from the venture capital funds decrease as the fund matures and at the present time there is no prospect of new funds being raised to supplement the existing income.

Members

The profit sharing Members of the LLP during the year were as follows:

P.A. Baines*
M.S.A. Malik
F.P. Court
M.H Chalfen
S. Gabriel

L.I. Gabb* R.B. Parekh L. A. Gabb M. Baines J.C Parekh

^{*}Designated Members

Members' interests

The interests of the Members in the LLP at 31 March 2014 and in the partnership capital of Advent Management II Limited Partnership ("AMIILP") which is the general partner of the Advent Private Equity Fund II partnerships, in the partnership capital of Advent Management III Limited Partnership ("AMIIILP") which is the general partner of the Advent Private Equity Fund III partnerships and in the partnership capital of Advent Management IV Limited Partnership ("AMIVLP") which is the general partner of the Advent Private Equity Fund IV partnership were as follows:

		Capital contribution as at 31.03.14				
	AMIILP	AMIILP	AMIVLP	AVP LLP		
	£	£	£	£		
P.A. Baines	-	-	422	282,865		
L.I. Gabb	28	226	175	167,186		
M.S.A. Malik	9	452	422	319,024		
F.P. Court	-	226	309	175,266		
R.B. Parekh	-	245	422	358,548		
M.H. Chalfen	_	_	232	152,740		
L.A. Gabb	_	-	-	27,412		
M. Baines	-	-	-	33,833		
S. Gabriel	-	-	-	31,800		

Disclosure of information to auditor

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

Auditor

Pursuant to Section 485 of the Companies Act 2006, the auditor will be deemed to be appointed and KPMG LLP will therefore continue in office.

By order of the Members on 23 June 2014

P.A. Baines

Designated Member

L.I. Gabb

Designated Member

Statement of Members' Responsibilities in Respect of the Members' Report and the Financial Statements

The members are responsible for preparing the Members' Report and the group and LLP financial statements in accordance with applicable law and regulations.

The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 require the members to prepare group and LLP financial statements for each financial year. Under that law the members have elected to prepare both the group and LLP financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

Under Regulation 8 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 the members 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 group and LLP and of the profit or loss of the group and LLP for that period. In preparing these financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and LLP will continue in business.

Under Regulation 6 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008, the members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that its financial statements comply with those regulations. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and to prevent and detect fraud and other irregularities.

Independent Auditor's Report to the Members of Advent Venture Partners LLP

We have audited the group and LLP financial statements ("the financial statements") of Advent Venture Partners LLP for the year ended 31 March 2014 set out on pages 6 to 22. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the Members of the Limited Liability Partnership (LLP), as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by Regulation 39 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP'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 LLP and the LLP's Members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of members and auditor

As explained more fully in the Members' Responsibilities Statement set out on page 4, the members 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, and express an opinion on, 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

A description of the scope of an audit of financial statements is provided on the Financial reporting councils website at www.frc.org.uk/auditscopeukprivate

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of affairs of the group and of the LLP as at 31 March 2014 and of the loss of the group for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

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 as applied to limited liability partnerships requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the LLP, or returns adequate for our audit have not been received from branches not visited by us; or
- the LLP's individual financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

Jonathan Martin (Senior Statutory Auditor) for and on behalf of KPMG LLP, Statutory Auditor Chartered Accountants

8 Salisbury Square London EC4Y 8BB

25th June 2014

Consolidated Profit and Loss Account

For the year ended 31 March 2014

	Notes	2014	2013
		£	£
Group turnover	2	1,143,448	1,806,447
Staff costs	3	(216,705)	(582,678)
Depreciation		-	(124,250)
Other Income		250,000	-
Other operating expenses	4	(420,564)	(561,187)
Group operating profit	4	756,179	538,332
Gain from other fixed asset investments	5	110,621	44,531
Other interest receivable and similar income		779	1,819
Profit for the year before Members' remuneration and profit shares		867,579	584,682
Members' Remuneration charged as an expense		(1,333,506)	(899,996)
Loss on ordinary activities before taxation		(465,927)	(315,314)
Tax charge on loss on ordinary activities	6	(2,705)	(109)
Loss for the year available for distribution amongst members		(468,632)	(315,423)
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There were no other recognised gains and losses in the year other than the loss of £468,632 (2013: £315,423).

In respect of the loss for the year, there is no difference between the figures stated above and their historical cost equivalents.

The notes on pages 11 to 22 form part of these financial statements.

All profit and loss items in the above statement derive from continuing operations.

Partnership Profit and Loss Account

For the year ended 31 March 2014

	2014	2013
	£	£
2	1,128,543	1,864,689
	(631,233)	(1,346,549)
4	497,310	518,140
	250,000	-
	678	1,762
5	98,277	43,852
tion and	846,265	563,754
	4	£ 2 1,128,543 (631,233) 4 497,310 250,000 678 5 98,277

There were no other recognised gains and losses in the year other than the profit of £846,265 (2013: £563,754).

In respect of the profit for the year, there is no difference between the figures stated above and their historical cost equivalents.

All profit and loss items in the above statement derive from continuing operations.

Consolidated Balance Sheet

As at 31 March 2014

	Notes	2014	2013
		£	£
Fixed assets	_		
Investments	7	29,859	36,377
Current assets		29,859	36,377
Debtors	8	273,779	479,251
Cash at bank and in hand	_	246,909	621,043
		520,688	1,100,294
Creditors: Amounts falling due within one year	9	(69,584)	(187,076)
Net current assets		451,104	913,218
Total assets less current liabilities		480,963	949,595
Net assets attributable to members		480,963	949,595
Represented by:			
Loans and other debts due to members			
Members capital classified as a liability under FRS 25		3,428,042	2,581,778
Other amounts		(2,957,079)	(1,642,183)
		470,963	939,595
Equity			
Members' other interests – Other reserves classified as equity under FRS 25		10,000	10,000
Total Members' Interests	10	480,963	949,595

These financial statements were approved by the Members on 23 June 2014 and signed on their behalf by:

P.A. BAINES

Designated Member

L.I. GABB

Designated Member

Partnership Balance Sheet

As at 31 March 2014

Notes	2014	2013
	£	£
7	17,916	17,916
7	9,737	13,890
	27,653	31,806
8	267,269	479,251
	165,500	547,919
	432,769	1,027,170
9	(64,117)	(175,430)
	368,652	851,740
10	396,305	883,546
10	386,305	873,546
10	10,000	10,000
	396,305	883,546
	7 7 8 9 10	£ 7 17,916 7 9,737 27,653 8 267,269 165,500 432,769 9 (64,117) 368,652 10 396,305 10 386,305

These financial statements were approved by the Members on 23 June 2014 and signed on their behalf by:

P.A. BAINES

Designated Member

L.I. GABB

Designated Member

Consolidated Cash Flow Statement

For the year ended 31 March 2014

1 of the year office of March 2011			
	Notes	2014 £	2013 £
Operating activities		L	L
Net cash inflow from operating activities	11	856,883	749,851
Returns on investments and servicing of finance			
Interest received		779	1,819
Net cash inflow from operating activities and returns on investments and servicing of finance		857,662	751,670
returns on investments and servicing or imance			
Taxation		,	
Income tax		(220)	-
Capital expenditure and financial investment Purchase of fixed assets		-	(3,390)
Net cash outflow from capital expenditure			(3,390)
and financial investment			(0,000)
Net cash inflow before transactions with members		857,442	748,280
Transactions with Members and former Members			
Carry Profit received on investments		101,930	81,599
Payments to members		(1,333,506)	(899,996)
Net cash outflow from transaction with members		(1,231,576)	(818,397)
Decrease in cash		(374,134)	(70,117)
Cash and cash equivalents at 1 April 2013		621,043	691,160
Cash and cash equivalents at 31 March 2014		246,909	621,043
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Notes to the Financial Statements

1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements:

a) Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom and the Limited liability Partnerships Act 2000, under the historical cost convention and in accordance with the Statement of Recommended Practice ("SORP") Accounting for Limited Liability Partnerships issued by the Consultative Committee of Accounting Bodies.

The financial statements consolidate the accounts of Advent Venture Partners LLP and all its subsidiary undertakings, subject to (b) below, drawn up to their respective year ends.

As noted in the members' report, the financial statements have been prepared on a going concern basis.

b) Consolidation

The group includes certain subsidiaries that are the General Partners of venture capital limited partnerships. The nature of these limited partnerships is such that, although the General Partner has minimal economic interest in the limited partnership (less than 1%), they are under the control of the General Partner. The General Partners are therefore technically subsidiaries of the group as are the venture capital limited partnerships of which they are the General Partner.

The Members are of the opinion that to fully consolidate these limited partnerships in the financial statements of Advent Venture Partners LLP would mean that the accounts would not give a true and fair view. Therefore the group consolidates its attributable proportion of the assets and income from these limited partnership.

The effect of this departure from the requirements of the Companies Act 2006 is a decrease in profit of £54,975,000 (2013: £5,024,000) and a decrease in net assets of £140,536,000 (2013: £153,573,000).

The accounts of each subsidiary undertaking have been prepared to 31 March 2014 other than Advent Management II Limited and Advent Management III Limited, both of which have been prepared to 31 December 2013. All intra-group profits are eliminated on consolidation. These subsidiaries year ends are coterminous with the year ends of the underlying limited partnerships.

c) Turnover

Turnover comprises fees receivable for business advisory and investment management services and is accounted for net of value added tax. A substantial proportion of the group's income is received in the form of non-recourse loans by way of general partner share in limited partnerships. This loan is recognised as income in the period in which the investment management or other services are provided.

1. Accounting policies (continued)

d) Taxation

The LLP itself does not pay tax on profits earned. The tax liability to any profits earned in the partnership is with the members. The tax included in the consolidated accounts is therefore only tax incurred in the group subsidiary companies.

e) Deferred taxation

FRS 19 "Deferred Tax" has been adopted in these financial statements and a provision is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. Deferred tax assets are recognised only to the extent that it is considered more likely than not that there will be suitable taxable profits in the future against which the asset can be offset. Deferred tax is measured on an undiscounted basis at the rates that are expected to apply in the periods in which the timing differences reverse.

f) Fixed Asset Investment

Investments are valued at cost less impairment.

g) Foreign currencies

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

h) Financial instruments

Financial assets classified as loans and receivables are carried at amortised cost using the effective interest rate method, less impairment losses, if any. Financial liabilities are measured at amortised cost using effective interest rate.

i) Members' capital & FRS 25

The Members have adopted FRS 25. Based on the conditions of repayment of members' capital in the partnership deed, members' capital is classified as debt in accordance with FRS 25.

2. Turnover

	Group 2014	Group 2013	LLP 2014	LLP 2013
	£	£	£	£
Management fees	1,049,166	1,621,816	1,034,261	1,680,058
Other income	94,282	184,631	94,282	184,631
	1,143,448	1,806,447	1,128,543	1,864,689

Included within other income is £32,550 (2013: £131,204) for the services provided to Advent Life Sciences Fund I LP.

3. Staff costs

	Group 2014 £	Group 2013 £	LLP 2014 £	LLP 2013 £
Employee Costs:				
Wages and salaries	213,274	493,148	213,274	493,148
Social security costs	9,389	49,905	9,389	49,905
Other pension costs	(5,958)	39,625	(5,958)	39,625
	216,705	582,678	216,705	582,678

Average number of employees: 3 (2013: 8). Split between Investment: 0 (2013: 2) and Administration: 3 (2013: 6)

4. Operating profit

Operating profit is stated after charging:

	Group 2014 £	Group 2013 £	LLP 2014 £	LLP 2013 £
Operating lease rentals – land & buildings Auditor's remuneration:	36,941	157,439	36,941	157,439
Audit of financial statements pursuant to legislation	16,500	15,000	16,500	15,000

A final lease payment was made in June 2013 and no further lease commitments remain outstanding.

5. Income from other fixed assets investments

The following gains and losses arose from Group's investing interests.

	Group 2014 £	Group 2013 £	LLP 2014 £	LLP 2013 £
AVP's movement in unrealised loss in AMIILP	(4,153)	(7,747)	(4,153)	(7,747)
GPIC's loss on disposal of investment in AMIIILP	(1,653)	1,228	-	-
GPIC's movement in unrealised loss in AMIIILP	1,266	(549)	-	-
GPIC's gain on disposal of investment in ALS LLP	12,731	-	-	-
Carried Interest realised on investment in AMIVLP	101,930	81,599	101,930	81,599
Movement in unrealised profit on sale of Advent Ltd	500	(30,000)	500	(30,000)
	110,621	44,531	98,277	43,852

6. Tax on loss on ordinary activities

	Group	Group
	2014	2013
Current tax	£	£
UK corporation tax on profit of the period at 23% (2013: 24%)	2,705	109
Tax charge/(credit) on profit on ordinary activities	2,705	109

6. Tax on loss on ordinary activities (continued)

Factors affecting tax charge for the year:

	2014 £	2013 £
Consolidated profit on ordinary activities before tax	867,579	584,682
Corporation tax at 23% (2013: 24%)	199,543	140,324
Effects of:		
Brought forward losses utilised in year Expenses not deductible for tax	-	(496,847)
purposes	(1,813)	9,684
Depreciation in excess of capital allowances for period	-	7,536
Profits taxable on partners	(192,827)	(152,389)
Losses unutilised carried forward	8,218	100,753
Timing differences on GPS loan	249,139	1,033,197
Indexation allowance	(18,246)	(252,912)
Non taxable income	(241,309)	(389,237)
Tax charge on loss on ordinary activities	2,705	109

Factors that may affect future tax charges:

The budget announced that the main UK corporation tax rate will be unified with the small companies rate at 20% from 1 April 2015. A reduction in the rate from 24% to 23% was effective from 1 April 2013, with a further reduction to 21% (effective from 1 April 2014) This will reduce the company's future current tax charge accordingly.

During the year the Group has not recognised a deferred tax asset as there are no taxable profits expected to be generated in future years for which the asset maybe offset.

7. Investments

	Group	Group	LLP	LLP
	2014	2013	2014	2013
	£	£	£	£
Subsidiary undertakings (note 14) Other unlisted investments	17,102	17,102	17,916	17,916
	12,757	19,275	9,737	13,890
	29,859	36,377	27,653	31,806

In the group accounts, other unlisted investments for the current year represent the interest in Advent Private Equity GmbH and the interests of Advent GPIC Limited in Advent Management III Limited Partnership and Advent Life Sciences LLP. These have not been consolidated on the grounds of materiality. Subsidiary undertakings of the LLP represent the LLP's holding in AMIILP.

a) Investment movements

Movements in investments for the group during the year are summarised as follows:

	Subsidiary undertaking	Unlisted investments	Total
	£	£	£
Net book value at 1 April 2013 Movements in the year:	17,102	19,275	36,377
Net disposal of investment in AMIIILP	-	(1,653)	(1,653)
Net disposal of investment in ALS LLP	-	(1,978)	(1,978)
Increase in provision	-	(2,887)	(2,887)
Net book value at 31 March 2014	17,102	12,757	29,859

7. Investments (continued)

Movement in investments for the LLP during the year are summarised as follows:

				Subsidiary	Unlisted
			ur	ndertakings £	investments £
	Net book value at 1 April 2013			17,916	13,890
	Movement of investment in AMIILP			-	(4,153)
	Net book value at 31 March 2014			17,916	9,737
8.	Debtors				
		Group 2014 £	Group 2013 £	LLP 2014 £	LLP 2013 £
	Trade debtors Other debtors Prepayments and accrued income VAT	131,181 109,912 15,500 17,186 273,779	208,031 187,095 70,711 13,414 479,251	131,181 103,692 15,500 16,896 267,269	208,031 187,095 70,711 13,414 479,251
9.	Creditors: amounts falling due wit	hin one yea	r		
		Group 2014 £	Group 2013 £	LLP 2014 £	LLP 2013 £
	Trade and other creditors Amounts owed to subsidiaries Accruals and deferred income Other taxes and social security	12,841 359 51,674 2,595	89,451 89 77,855 9,833	11,821 622 51,674	87,280 462 77,855 9,833
	Amounts owed to related parties	2,115	9,842	-	-
		69,584	187,076	64,117	175,430

10. Reconciliation of movement in Members' interests

Group

	Loans and other debts due to members:		Equity:	Total Members' Interests
	Members capital (classified as liability)	Other amounts	Members other interests	
	£	£	£	£
At 1 April 2013	2,581,778	(1,642,183)	10,000	949,595
Members remuneration charged as an expense	1,333,506	-	-	1,333,506
Loss for the year		(468,632)		(468,632)
Members' interests after profit for the year	3,915,284	(2,110,815)	10,000	1,814,469
Allocated profits	846,265	(846,265)	-	-
Drawings	(1,333,506)	-	-	(1,333,506)
At 31 March 2014	3,428,042	(2,957,079)	10,000	480,963

10. Reconciliation of movement in Members' interests (Continued)

LLP

	Loans and other debts due to Members:		Equity:	Total Members' interests
	Members capital (classified as liability	Other amounts	Members other interests	
	£	£	£	£
At 1 April 2013	873,546	-	10,000	883,546
Profit for the year available for division amongst members		846,265	<u> </u>	852,065
Members' interests after profit for the year	873,546	846,265	10,000	1,729,811
Allocation of profits	846,265	(846,265)	-	-
Drawings	(1,333,506)	-	-	(1,333,506)
At 31 March 2014	386,305	-	10,000	396,305

The average number of members for the year to 31 March 2014 was 10 (2013: 10). The highest profit sharing member was allocated profits of £141,894 (2013: £106,766).

11. Reconciliation of group operating profit to net cash inflow from operating activities

	Group	Group
	2014	2013
	£	£
Operating profit	756,179	538,332
Depreciation	-	124,250
Gain from other investments	11,820	28,683
Provision for diminution in value of other investments	2,887	8,296
Decrease in debtors	205,577	258,167
(Decrease) in creditors	(120,080)	(177,877)
Advent Ltd post liquidation Profit and loss	500	(30,000)
Net cash inflow from operating activities	856,883	749,851
	5. 1 1. 10 10 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Angel 3

12. Other financial commitments

At 31 March 2014, Advent GPIC Limited, a wholly-owned subsidiary of Advent Venture Partners LLP, had an outstanding commitment in respect of undrawn loan commitments as a limited partner in Advent Management III Limited Partnership amounting to £750 (2013: £750).

13. **Pension costs**

Advent Venture Partners LLP operates a defined contribution pension scheme. The assets of the scheme are held separately in an independently administered fund. The scheme is operated for a single pensioner, whilst the other salaried employees are members of personal defined contribution schemes to which the LLP contributes. There were pension cost charges for the period amounting to £4,313 (2013: £39,625) which represents contributions payable by the LLP to the various employee schemes. However an over accrual of pension costs amounting to £10,271 in previous years has been written back to the accounts resulting in a negative charge of £5,958 in the current year. The LLP ceased making any pension contributions as of 30 June 2013.

14. Particulars of subsidiary undertakings

The following are the subsidiary undertakings at 31 March 2014

Advent Management II Limited

General Partner of Advent Private Equity Fund II LP

A wholly owned subsidiary of Advent

(Issued share capital of 2 £1 ordinary

Venture Partners LLP (100%)

Registered in Scotland

shares.)

Advent Management III Limited

General Partner of Advent Private Equity Fund III LP

A wholly owned subsidiary of Advent

(Issued share capital of 1 £1 ordinary

Venture Partners LLP (100%)

shares.)

Registered in Scotland

Advent Management IV Limited

General Partner of Advent Private Equity Fund IV LP

A wholly owned subsidiary of Advent

(Issued share capital of 1 £1 ordinary

Venture Partners LLP (100%)

shares.)

Registered in Scotland

Advent Nominees Limited

Nominee Company

A wholly owned subsidiary of Advent

(Issued share capital of 2 £1 ordinary

Venture Partners LLP (100%)

Registered in England.

shares.)

Advent GPIC Limited

Holder of investments in Venture Capital Funds

A wholly owned subsidiary of Advent

Venture Partners LLP (100%)

(Issued share capital of 1 £1 ordinary shares.)

Registered in England.

Advent 2 Fund Managers Limited

Dormant Company

A wholly owned subsidiary of Advent

(Issued share capital of 1,000 £1

Venture Partners LLP (100%)

Registered in England.

ordinary shares.)

Advent Private Equity GmbH

(Issued share capital of 25,000 €1

ordinary shares.)

Managing Limited Partner of German Venture Capital Fund

A wholly owned subsidiary of Advent Venture Partners LLP (100%) Registered in Germany.

Advent Management II Limited Partnership ("AMIILP")

A Scottish limited partnership whose principal place of business is at 50 Lothian Road, Festival Square, Edinburgh EH3 9BY and of which Advent Management II Limited is the general partner. A subsidiary undertaking of Advent Management II Limited by virtue of Section 1162 (2)(c)(i) of the Companies Act 2006.

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Advent Private Equity Fund II 'A'

Advent Private Equity Fund II 'B'

Advent Private Equity Fund II 'C'

Advent Private Equity Fund II 'D'

) (the "APEF II partnerships")

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English limited partnerships whose principal place of business is at 158-160 North Gower Street, London NW1 2ND and of which AMIILP is in each case the general partner. Subsidiary undertakings of AMIILP by virtue of Section 1162(2)(c)(i) of the Companies Act 2006.

Advent Management III Limited Partnership ("AMIILP")

A Scottish limited partnership whose principal place of business is at 50 Lothian Road, Festival Square, Edinburgh EH3 9BY and of which Advent Management III Limited is the general partner. A subsidiary undertaking of Advent Management III Limited by virtue of Section 1162 (2)(c)(i) of the Companies Act 2006.

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Advent Private Equity Fund III 'A'

Advent Private Equity Fund III 'B'

Advent Private Equity Fund III 'C'

Advent Private Equity Fund III 'D'

Advent Private Equity Fund III 'Affiliates'

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English limited partnerships whose principal place of business is at 158-160 North Gower Street, London NW1 2ND and of which AMIIILP is in each case the general partner. Subsidiary undertakings of AMIIILP by virtue of Section 1162(2)(c)(i) of the Companies Act 2006.

Advent Private Equity Fund III GmbH & Co 'KG'

A German limited partnership whose principal place of business is at Theresienstrasse 6, 80333 Munich, Germany, and of which the AMIIILP is the managing limited partner. A subsidiary undertaking of AMIIILP by virtue of Section 1162(2)(c)(i) of the Companies Act 2006.

Advent Management IV Limited Partnership ("AMIVLP")

A Scottish limited partnership whose principal place of business is at 50 Lothian Road, Festival Square, Edinburgh EH3 9BY and of which Advent Management IV Limited is the general partner. A subsidiary undertaking of Advent Management IV Limited by virtue of Section 1162 (2)(c)(i) of the Companies Act 2006.

Advent Private Equity Fund IV

English limited partnership whose principal place of business is at 158-160 North Gower Street, London NW1 2ND and of which AMIVLP is the general partner. Subsidiary undertaking of AMIVLP by virtue of Section 1162(2)(c)(i) of the Companies Act 2006.

15. Related party transactions.

In the first quarter of the year Advent Venture Partners LLP holds an agreement with Advent Life Sciences Fund I LP ("ALSF I") in respect to services provided to ALSF I. The net charge to ALSF I to 30 June 2013 was £32,550 (2013: £131,204) in respect for the services provided.

Advent Venture Partners now holds an agreement with Advent LS Services Limited in respect to services provided by the company. The net charge to Advent Venture Partners LLP to 31 March 2014 was £79,730 (2013: £nil).

Loans of £344,417 were made to partners of AMIIILP and AMIVLP by those respective entities in the period. These partners are also members of the LLP.

16. **Controlling Party**

In the Members' opinion there is no ultimate controlling party.

17. Contingent liabilities and guarantees

The following entities which are wholly owned subsidiaries and that have been included in these consolidated accounts have taken the qualifying subsidiary exemption under S479A of the CA2006, releasing them from the requirement to have their statutory accounts audited. As prescribed under S479A of the CA2006 Advent Venture Partners LLP has therefore guaranteed all outstanding liabilities to which the subsidiary companies are subject as at 31 March 2014, until they are satisfied in full and note that the guarantee is enforceable against Advent Venture Partners LLP by any person to whom the subsidiary company is liable in respect of those liabilities. The total liabilities guaranteed by Advent Venture Partners LLP as at 31 March 2014 under this exemption amount to £3,494 (2013: £11,881).

Advent Management II Ltd Advent Management III Ltd Advent Management IV Ltd

Advent 2 Fund Managers Ltd Advent GPIC Ltd