

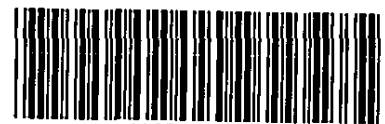
Co House

Core Capital LLP

REPORT AND FINANCIAL STATEMENTS

for the year ended
31 March 2013

WEDNESDAY



A2DR5MOP

A56

31/07/2013

#164

COMPANIES HOUSE

Registration No OC307285

Core Capital LLP
CONTENTS
for the year ended 31 March 2013

	Page
Members and advisers	1
Members' report	2
Statement of members' responsibilities in respect of the financial statements	3
Independent auditor's report	4
Profit and loss account	5
Statement of total recognised gains and losses	6
Balance sheet	7
Cash flow statement	8
Accounting policies	9 - 10
Notes to the financial statements	11 - 16

Core Capital LLP

MEMBERS AND ADVISERS

for the year ended 31 March 2013

DESIGNATED MEMBERS

Fakhry, Walid
Edwards, Stephen
Dancaster, David

REGISTERED OFFICE

9 South Street
London W1K 2XA

AUDITOR

Baker Tilly UK Audit LLP
Registered Auditor
Chartered Accountants
25 Farringdon Street
London EC4A 4AB

BANKERS

Barclays Bank Plc
PO Box 3333
One Snowhill
Queensway
Birmingham B3 2WN

Core Capital LLP

MEMBERS' REPORT

for the year ended 31 March 2013

The members submit their report and the financial statements of Core Capital LLP for the year ended 31 March 2013

PRINCIPAL ACTIVITY

The principal activity of the limited liability partnership is the provision of fund management and advisory services in the UK

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The members consider the results for the year to be satisfactory and that future results will be of a similar nature

DESIGNATED MEMBERS

The following designated members have held office throughout the year

Fakhry, Walid
Edwards, Stephen
Dancaster, David

TRANSACTIONS WITH MEMBERS

The Partnership Agreement dated 10 July 2006 governs the allocation of profit among the members. The agreement also governs policies for members' drawings, subscriptions and repayment of members' capital

The members participate fully in the firm's profit, share the risks and subscribe the firm's capital

An individual member's capital requirement is linked to his or her share of profit and the financing requirement of the firm. There is no opportunity for appreciation of the capital subscribed. Just as incoming members introduce their capital at 'par', so retiring members are repaid their capital at 'par'. The firm's drawings policy allows each member to draw a proportion of their anticipated profit in twelve monthly instalments with the balance of their profits, net of tax retention, paid in subsequent periods. All payments are made subject to the cash requirements of the business and maintaining regulatory capital. The LLP does not have a conditional right to reclaim drawings. Loans from members are subordinated to other creditors.

AUDITOR

A resolution to reappoint Baker Tilly UK Audit LLP, Chartered Accountants, will be put to the members of the limited liability partnership

On behalf of the members,



Walid Fakhry, Designated Member
Dated 23 July 2013

Core Capital LLP

STATEMENT OF MEMBERS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The members are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Limited Liability Partnership law requires the members to prepare financial statements for each financial year. Under that law the members 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, as applicable to limited liability partnerships, 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 and of the profit or loss for that year.

In preparing those financial statements, the members are required to

- a) Select suitable accounting policies and then apply them consistently,
- b) Make judgements and estimates that are reasonable and prudent,
- c) State whether applicable UK accounting standards have been followed, and
- d) *Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the limited liability partnership will continue in business.*

The members are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the financial position of the limited liability partnership and to enable them to ensure that the financial statements comply with the requirements of the Companies Act 2006 as applicable to limited liability partnerships. The members are also responsible for safeguarding the assets of the limited liability partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

These responsibilities are exercised by the designated members on behalf of the members.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CORE CAPITAL LLP

We have audited the financial statements on pages 5 to 16. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the limited liability partnership's members as a body, in accordance with Chapter 3 of Part 16 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. Our audit work has been undertaken so that we might state to the limited liability partnership'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 limited liability partnership and the limited liability partnership's members as a body for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of members and auditors

As more fully explained in the Members' Responsibilities Statement set out on page 3, 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 (APB'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 APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the limited liability partnership's affairs as at 31 March 2013 and of its loss 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 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, 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
- we have not received all the information and explanations we require for our audit.

Baker Tilly UK Audit LLP

DAVID BLACHER (Senior Statutory Auditor)
For and on behalf of BAKER TILLY UK AUDIT LLP Statutory Auditor
Chartered Accountants
25 Farringdon Street
London EC4A 4AB

Dated 25 July 2013

Core Capital LLP
PROFIT AND LOSS ACCOUNT
for the year ended 31 March 2013

	<i>Notes</i>	2013 £	2012 £
FEE INCOME		1,118,205	1,079,934
Cost of sales		-	(6,250)
Gross profit		1,118,205	1,073,684
Operating expenses		(378,052)	(483,734)
Operating profit	1	740,153	589,950
PROFIT FOR THE FINANCIAL YEAR BEFORE MEMBERS' REMUNERATION & PROFIT SHARES		740,153	589,950
Members' remuneration charged as an expense	2	(1,450,752)	(1,304,628)
LOSS FOR THE FINANCIAL YEAR	7	(710,599)	(714,678)

The loss for the year arises from the limited liability partnership's continuing operations

Core Capital LLP

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES for the year ended 31 March 2013

	<i>Note</i>	2013 £	2012 £
Loss for the financial year		(710,599)	(714,678)
Unrealised (deficit)/surplus on revaluation of fixed asset investments	10	(491,700)	(1,940,520)
Total recognised losses and gains for the financial year		<u>(1,202,299)</u>	<u>(2,655,198)</u>

Core Capital LLP

BALANCE SHEET

at 31 March 2013

Registration No OC307285

	Notes	2013 £	2012 £
FIXED ASSETS			
Tangible assets	3	1,654	8,311
Fixed asset investments	4	2,279,487	2,564,592
		<u>2,281,141</u>	<u>2,572,903</u>
CURRENT ASSETS			
Debtors	5	292,103	366,476
Cash at bank and in hand		201,279	167,192
		<u>493,382</u>	<u>533,668</u>
CREDITORS Amounts falling due within one year	6	(181,537)	(184,523)
NET CURRENT ASSETS		<u>311,845</u>	<u>349,145</u>
NET ASSETS ATTRIBUTABLE TO MEMBERS		<u>2,592,986</u>	<u>2,922,048</u>
Represented by			
LOANS AND OTHER DEBTS DUE TO MEMBERS			
Members' capital classified as a liability under FRS25	7	1,328,832	2,752,741
		<u>1,328,832</u>	<u>2,752,741</u>
MEMBERS' OTHER INTERESTS			
Members' capital	7	5,000	5,000
Accumulated losses after members remuneration	7	1,259,154	(2,334,759)
Revaluation reserve	7	-	2,499,066
		<u>1,264,154</u>	<u>169,307</u>
TOTAL MEMBERS' INTERESTS			
Loans and other debts due to members	7	1,328,832	2,752,741
Members' other interests	7	1,264,154	169,307
		<u>2,592,986</u>	<u>2,922,048</u>

These financial statements were approved by the designated members of Core Capital LLP and authorised for issue on 23 July 2013

Signed on behalf of the members

Walid Fakhry, Designated Member

Core Capital LLP
CASH FLOW STATEMENT
for the year ended 31 March 2013

	<i>Notes</i>	2013 £	2012 £
Net cash inflow from operating activities	<i>8A</i>	818,547	632,382
Capital expenditure and financial investment	<i>8B</i>	(206,945)	(820)
Transactions with members and former members	<i>8C</i>	(577,515)	(550,752)
INCREASE IN CASH IN THE YEAR		<u>34,087</u>	<u>80,810</u>

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS

	2013 £	2012 £
Increase in cash in the year	34,087	80,810
Movement in net funds in the year	<u>34,087</u>	<u>80,810</u>
NET FUNDS AT 1 APRIL	167,192	86,382
NET FUNDS AT 31 MARCH	<i>8D</i> <u>201,279</u>	<u>167,192</u>

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2013

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost convention in accordance with applicable accounting standards and the Statement of Recommended Practice "Accounting by Limited Liability Partnerships" (SORP). They present information about Core Capital LLP as an individual undertaking. Group accounts have not been prepared on the basis that the subsidiary undertakings are immaterial to Core Capital LLP.

FEE INCOME

Fee income represents revenue earned for the provision of advisory services to investee company boards and fund management services in the UK. Revenue is recognised as earned when, and to the extent that, Core Capital LLP obtains the right to consideration in exchange for its performance under agreed contracts.

Fee income that is contingent on events outside the control of Core Capital LLP is recognised when the contingent event occurs.

TANGIBLE FIXED ASSETS

Tangible fixed assets are stated at historic cost.

Depreciation is provided on all tangible fixed assets at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows:

Office and computer equipment	Over a period of four years
Furniture, fixtures and fittings	Over a period of four years

INVESTMENTS

Fixed asset investments in securities are stated at market value. Gains or losses arising on revaluation are credited or charged to the revaluation reserve. Where losses exceed any balance within the revaluation reserve, the amount is charged to the profit and loss account.

Investments in subsidiary undertakings are stated at cost. Provisions are made for any permanent diminutions in value.

TAXATION

The taxation payable on profits is the personal liability of the members during the year.

CAPITAL AND DRAWINGS

The LLP does not have an unconditional right to reclaim drawings, therefore, drawings are treated as members' remuneration charged as an expense in the profit and loss account. The terms of the members' agreement require that capital be returned on the members' retirement, therefore, members' capital is classified as a liability as per FRS25.

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2013

GOING CONCERN

The members, after considering the limited liability partnership's cash flow requirements, have concluded that the business will have adequate financial resources to continue in operation for the foreseeable future. In the future capital contributions will be provided by members on a regular basis to fund working capital requirements. The members have therefore prepared the financial statements on a going concern basis.

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2013

1	OPERATING PROFIT	2013 £	2012 £
	Operating profit is stated after charging		
	Depreciation	6,474	6,519
	Auditor's remuneration for statutory audit	13,500	14,500
	Auditor's remuneration for other services	7,000	10,250
	Loss on disposal of fixed asset	533	-
		<u> </u>	<u> </u>

2 INFORMATION IN RELATION TO MEMBERS

	2013 No	2012 No
Average monthly number of members	7	7
	<u> </u>	<u> </u>

The highest paid member received £319,833 (2012 £1,304,626) during the year by way of drawings

3	TANGIBLE FIXED ASSETS	Office and computer equipment £	Furniture, fixtures and fittings £	Total £
	Cost			
	At 1 April 2012	11,880	14,838	26,718
	Additions	351	-	351
	Disposals	(2,099)	-	(2,099)
	At 31 March 2013	<u>10,132</u>	<u>14,838</u>	<u>24,970</u>
	Depreciation			
	At 1 April 2012	7,920	10,487	18,407
	Charged in the year	2,764	3,710	6,474
	Disposals	(1,565)	-	(1,565)
	At 31 March 2013	<u>9,119</u>	<u>14,197</u>	<u>23,316</u>
	Net book value			
	At 31 March 2013	<u>1,013</u>	<u>641</u>	<u>1,654</u>
	Net book value			
	At 31 March 2012	<u>3,960</u>	<u>4,351</u>	<u>8,311</u>

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2013

4 FIXED ASSET INVESTMENTS

	Listed investments £	Unlisted investments £	Total £
Cost or valuation At 1 April 2012	2,553,314	11,278	2,564,592
Additions	46,404	160,190	206,594
Revaluation	(480,233)	(11,466)	(491,699)
At 31 March 2013	2,119,485	160,002	2,279,487
Impairment At 1 April 2012 and 31 March 2013	-	-	-
Net book value At 31 March 2013	2,119,485	160,002	2,279,487
Net book value At 31 March 2012	2,553,314	11,278	2,564,592

The fixed asset listed investments comprise 21,194,848 (2012 20,426,515) B Shares of 0.01p each in Core VCT PLC (a company incorporated and registered in England and Wales). The market value of the B shares at the year end was 10.00p (2012 12.50p). The historical cost of the listed investments was £100,652 (2012 £54,248).

The fixed asset unlisted investments comprise equity shares in subsidiaries and trade investments revalued to nil at the year end.

The partnership holds more than 20% of the nominal value of any class of share capital in the following undertakings:

	Class of holding	Proportion directly held %	Nature of Business	Capital £
Core (GP) Limited	Ordinary	100	Dormant	1
Core Partners (GP) Limited	Ordinary	100	Dormant	1

All entities are incorporated in Great Britain.

The LLP has not prepared consolidated accounts on the basis that the subsidiaries have not traded during the year and that the investments are immaterial.

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2013

5	DEBTORS	2013 £	2012 £
	Falling due within one year		
	Trade debtors	178,552	167,311
	Other debtors	36,300	100
	Prepayments and accrued income	77,248	199,062
		<hr/>	<hr/>
		292,100	366,473
	Falling due after more than one year		
	Prepayments	3	3
		<hr/>	<hr/>
		292,103	366,476
		<hr/>	<hr/>
6	CREDITORS Amounts falling due within one year	2013 £	2012 £
	Trade creditors	18,208	106,242
	Other creditors	48,759	15,082
	Accruals	114,570	63,199
		<hr/>	<hr/>
		181,537	184,523
		<hr/>	<hr/>

Core Capital LLP
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 March 2013

7 MEMBERS' INTERESTS

	Members' other interests			Loans and other amounts due to/(from) members			
	Revaluation reserve £	Accumulated Profits/ (Losses) £	Members' capital £	Total £	Members' capital classed as a liability £	Other amounts £	Total £
At 31 March 2012	2,499,066	(2,334,759)	5,000	169,307	2,752,741	-	2,752,741
Members' remuneration charged as an expense	-	-	-	-	-	1,450,752	1,450,752
Loss for the financial year	-	(710,599)	-	(710,599)	-	-	(710,599)
Members' interests after loss for the year	2,499,066	(3,045,358)	5,000	(541,292)	2,752,741	1,450,752	4,203,493
Loss arising on revaluation of fixed asset investments	(491,700)	-	-	(491,700)	-	-	-
Distributions to members	-	-	-	-	-	(1,450,752)	(1,450,752)
Other divisions of profits and losses	(2,007,366)	1,267,214	-	(740,152)	-	-	(740,152)
Capital introduced	-	-	-	-	1,613,389	-	1,613,389
Other movements	-	3,037,298	-	3,037,298	(3,037,298)	-	(3,037,298)
At 31 March 2013	-	1,259,154	5,000	1,264,154	1,328,832	-	1,328,832
							2,592,986

Members' interests rank after unsecured creditors in the event of the winding up of the limited liability partnership All amounts due to members relate to items falling due within one year

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2013

8 CASH FLOWS

		2013 £	2012 £
A	Reconciliation of operating profit to net cash inflow from operating activities		
	Operating profit	740,153	589,950
	Depreciation	6,474	6,519
	Loss on disposal of fixed assets	533	-
	Movements in		
	Debtors	74,373	(44,066)
	Creditors	(2,986)	79,979
	Net cash inflow from operating activities	818,547	632,382
		2013 £	2012 £
B	Capital expenditure and financial investment		
	Purchase of tangible fixed assets	(351)	(1,120)
	Payments to acquire fixed asset investments	(206,594)	300
		(206,945)	(820)
C	Transactions with members and former members		
	Payments to and on behalf of members	(2,190,904)	(1,304,628)
	Capital contributions	1,613,389	753,876
		(577,515)	(550,752)
		34,087	80,810
D	Analysis of change in net funds		
		At 1 April 2012 £	At 31 March 2013 £
	Cash at bank and in hand	167,192	201,279
		167,192	201,279

Core Capital LLP

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2013

9 RELATED PARTY TRANSACTIONS

The members of the limited liability partnership are also members and directors of the majority of companies to which fund management and advisory services are provided

	2013 £	2012 £
During the year there were transactions with and amounts due (to)/from the following related parties Abriand Ltd, Allied International Holdings Ltd, Ark Home Healthcare Ltd, Camwatch, Colway Ltd, Cording Land LLP, Core Capital Partners LLP, Crossbridge Merchant Banking LLP, Georgina Goodman Ltd, Kelway Holdings Ltd, Pureleaf Ltd Income earned from related parties during the year	797,204	848,127
Amounts due from related entities at the year end	190,484	87,962

10 REVALUATION RESERVE

	2013 £
At 1 April 2012	2,499,066
Revaluation losses during the year	(491,700)
Divisions of unrealised profits	(2,007,366)
At 31 March 2013	-

During the year, the Revaluation Reserve was allocated amongst the Members. The Deed permits allocations between Members and on such terms as the Members unanimously agree from time to time, hence this does not trigger a change on accounting policy.

11 ULTIMATE CONTROLLING PARTY

In the opinion of the members there is no ultimate controlling party as defined by the Financial Reporting Standard No 8 'Related party disclosures'.