#### REGISTERED NUMBER: OC346886 (England and Wales)

# REPORT OF THE MEMBERS AND AUDITED FINANCIAL STATEMENTS FOR THE PERIOD 2 JULY 2009 TO 31 DECEMBER 2010 FOR AEDOS ADVISERS (LONDON) LLP

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#### **AEDOS ADVISERS (LONDON) LLP**

#### **GENERAL INFORMATION** for the period 2 July 2009 to 31 December 2010

**DESIGNATED MEMBERS:** 

J Wood I A Barclay

**REGISTERED OFFICE:** 

3 Cadogan Gate London SW1X 0AS

**REGISTERED NUMBER:** 

OC346886 (England and Wales)

**AUDITORS:** 

Ernst & Young LLP

#### REPORT OF THE MEMBERS for the period 2 July 2009 to 31 December 2010

The members present their report with the financial statements of Aedos Advisers (London) LLP for the period 2 July 2009 to 31 December 2010

#### PRINCIPAL ACTIVITY

The principal activity of Aedos Advisers (London) LLP ("the partnership") in the period under review was that of investment services. In this capacity the Partnership is regulated by the Financial Services Authority ("FSA")

#### **REVIEW OF BUSINESS**

Aedos Advisers (London) LLP was incorporated on 2 July 2009 as SRM Advisers (London) LLP SRM Advisers (London) LLP changed its name to Aedos Advisers (London) LLP on 7 January 2011 The Partnership is investment adviser to Aedos Investment Master Fund Limited Partnership, SRM Global Master Fund Limited Partnership and their feeder funds. Turnover in the period from incorporation to 31 December 2010 was £835,627 and the Partnership made an operating profit of £9,336. The Partnership continues to invest in its people and systems and during the period increased staff numbers. Whilst the global economic recovery remains fragile the Members believe that there will be a number of interesting investment opportunities for the funds that it advises.

#### **DESIGNATED MEMBERS**

The designated members during the period under review were

J Wood I A Barclay

#### **PILLAR III DISCLOSURES**

The firm has documented the disclosures required by FSA under BIPRU 11.3. These are available from the registered office.

#### **RESULTS FOR THE PERIOD**

The profit for the period before members' remuneration and profit shares was £9,336

#### **GOING CONCERN**

The members have a reasonable expectation that the LLP has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### **FUTURE DEVELOPMENT**

There are no plans which will significant change the activities and risks of the LLP

#### **MEMBERS' PROFIT ALLOCATION**

Any profits are shared among the members as decided by the Managing Member and governed by the Limited Liability Partnership Agreement dated 9 July 2009

## REPORT OF THE MEMBERS for the period 2 July 2009 to 31 December 2010

#### POLICY FOR MEMBERS' DRAWINGS, SUBSCRIPTIONS AND REPAYMENTS OF MEMBERS' CAPITAL

Policies for members' drawings, subscriptions and repayment of members' capital are governed by the Limited Liability Partnership Agreement dated 9 July 2009

#### STATEMENT OF MEMBERS' RESPONSIBILITIES

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

The Limited Liability Partnership (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 made under the Limited Liability Partnerships Act 2000 require members to prepare financial statements for each financial year. Under that Regulation, 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 the Regulation, 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 LLP and of the profit or loss of the LLP for that period.

In preparing those financial statements, the members are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable 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 LLP will continue in business

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 to ensure that the financial statements comply with the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. The members are responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the members are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the LLP's auditors are unaware, and each member has taken all the steps that he or she ought to have taken as a member in order to make himself or herself aware of any relevant audit information and to establish that the LLP's auditors are aware of that information

#### **AUDITORS**

The auditors, Ernst & Young LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE MEMBERS:

28/1/11

Ian Barclay

Date

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF AEDOS ADVISERS (LONDON) LLP

We have audited the financial statements of Aedos Advisers (London) LLP for the period ended 31 December 2010 which comprise the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement and the related notes 1 to 9. 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 members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied 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 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 members as a body, for our audit work, for this report, or for the opinions we have formed

#### Respective responsibilities of directors and auditor

As explained more fully in the Members' Responsibilities Statement set out on page 2, 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the limited liability partnership's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the designated members, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report

#### Opinion on 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 December 2010 and
  of its profit for the period 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

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF AEDOS ADVISERS (LONDON) LLP

#### 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, or

Enot & Yours LLP

 the members were not entitled to prepare financial statements in accordance with the small limited liability partnerships' regime

Jeremy Young (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

28h April 2011

London

Date

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## PROFIT AND LOSS ACCOUNT for the period 2 July 2009 to 31 December 2010

	Notes	£
TURNOVER		835,627
Administrative expenses		826,291
OPERATING PROFIT and PROFIT FOR THE FINANCIAL BEFORE MEMBERS' REMUNE AND PROFIT SHARES AVAILA FOR DISCRETIONARY DIVISION AMONG MEMBERS	RATION ABLE	<u>9,336</u>

#### **CONTINUING OPERATIONS**

None of the Partnership's activities were acquired or discontinued during the current period

#### **TOTAL RECOGNISED GAINS AND LOSSES**

The Parternship has no recognised gains or losses other than the profit for the current period

The notes form part of these financial statements

#### BALANCE SHEET 31 December 2010

	FIVED AGOSTO	Notes	£	£	
	FIXED ASSETS Tangible assets	5		17,542	
	CURRENT ASSETS Debtors Prepayments and accrued income Cash in hand	6	44,018 8,216 340,255		
	CREDITORS Amounts falling due within one year	7	392,489 150,695		
	NET CURRENT ASSETS			241,794	
	TOTAL ASSETS LESS CURRENT LIA and NET ASSETS ATTRIBUTABLE TO M			259,336	
	LOANS AND OTHER DEBTS DUE TO MEMBERS	8		9,336	
	MEMBERS' OTHER INTERESTS Capital accounts	9		250,000	
				259,336	
	TOTAL MEMBERS' INTERESTS Loans and other debts due to member Members' other interests	s 8 9		9,336 250,000 259,336	
The financial :	statements were approved by the memb	ers of the P	artnership on	24/4/11	

lan Barclay

and were signed by

# CASH FLOW STATEMENT for the period 2 July 2009 to 31 December 2010

Not a set to flow	Notes	٤
Net cash inflow from operating activities	1	116,467
Capital expenditure	2	(26,212)
Transactions with members	2	250,000
Increase in cash in the period		340,255

Reconciliation of net cash flow to movement in net debt	3	
increase in cash in the period		340,255
Change in net debt resulting from cash flows Non-cash change in loans and other debts due to members		340,255 <u>(9,336</u> )
Movement in net debt in the period Net debt at 3 July		330,919
Net funds at 31 December		330,919

The notes form part of these financial statements

# NOTES TO THE CASH FLOW STATEMENT for the period 2 July 2009 to 31 December 2010

1	RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES				
	Operating profit Depreciation charges Increase in debtors Increase in creditors				£ 9,336 8,670 (52,234) 150,695
	Net cash inflow from operating activities				116,467
2	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEME				
					£
	Capital expenditure Purchase of tangible fixed assets				(26,212)
	Net cash outflow for capital expenditure				<u>(26,212</u> )
	Transactions with members				
	Contributions by members				250,000
	Net cash inflow from transactions with m	embers			250,000
0	ANALYSIS OF CHANGES IN NET DEDT				
3	ANALYSIS OF CHANGES IN NET DEBT			Other non-cash	At
		At 2 7 09 £	Cash flow £	changes £	31 12 10 £
	Net cash Cash at bank and in hand		340,255		340,255
			340,255		340,255
	Debt				
	Loans and other debts due to members	<u> </u>	<del></del>	(9,336)	(9,336)
				(9,336)	(9,336)
	Total	<u>-</u>	340,255	(9,336)	330,919

The notes form part of these financial statements

## NOTES TO THE FINANCIAL STATEMENTS for the period 2 July 2009 to 31 December 2010

#### 1 ACCOUNTING POLICIES

#### **Accounting convention**

The financial statements have been prepared under the historical cost convention and in accordance with the requirements of the Statement of Recommended Practice, Accounting by Limited Liability Partnerships' (SORP) issued in March 2006

#### Turnover

Turnover represents net invoiced sales of services, excluding value added tax

#### **Taxation**

No provision has been made for taxation in the financial statements. Each member is exclusively liable for any tax liabilities arising out of their interest in the LLP, which will be assessed on the individual members and not on the LLP.

#### Members' profit allocation

Discretionary profit allocations are recognised when formally approved by the management committee

Allocations made to members that are not considered discretionary have been accrued as an expense to the profit and loss account

#### Tangible fixed assets

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost or valuation less estimated residual value based on prices prevailing at the date of acquisition or revaluation, of each asset evenly over its expected useful life Computer equipment – 33% straight line

Fixtures and fittings - 33% straight line

#### 2 **EMPLOYEE INFORMATION**

	Wages and salaries Social security costs	£ 319,821 29,352 349,173
	The average monthly number of employees during the period was as follows  Administration	3
3	OPERATING PROFIT  The operating profit is stated after charging  Depreciation - owned assets Auditors' remuneration	£ 8,670 1 <u>7,500</u>
4	INFORMATION IN RELATION TO MEMBERS  The average number of members during the period was  During the period, none of the members' received remuneration from the LLP	3
	During the period, none of the members' received remuneration from the LLP	<del> </del>

# NOTES TO THE FINANCIAL STATEMENTS - continued for the period 2 July 2009 to 31 December 2010

5	TANGIBLE FIXED ASSETS	Fixtures and fittings £	Computer equipment £	Totals £
	COST Additions	124	26,088	26,212
	At 31 December 2010	124	26,088	26,212
	DEPRECIATION Charge for period	124	8,546	8,670
	At 31 December 2010	124	8,546	8,670
	NET BOOK VALUE At 31 December 2010		17,542	17,542
6	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	₹		_
	Trade debtors Amounts owed by group undertakings VAT			£ 26,244 2,186 15,588
				44,018
7	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YE	AR		£
	Trade creditors Social security and other taxes Other creditors Accruals and deferred income			64,553 8,059 3,503 74,580
				150,695
8	LOANS AND OTHER DEBTS DUE TO MEMBERS			£
	Amounts owed to members in respect of profits			9,336
	Falling due within one year			9,336

## NOTES TO THE FINANCIAL STATEMENTS - continued for the period 2 July 2009 to 31 December 2010

9	MEMBERS' INTERESTS  Members' other interests					
		Members' capital (classified as			Loans and other debts due to	
		equity)	Reserves	Total	members £	Total
	Balance at 2 July 2009 Profit for the financial period available for discretionary division among members	£	£ - 9,336	£ - 9,336	-	£ - 9,336
					<del></del>	<del></del>
	Members' interests after profit for the period Other divisions of profit Introduced by members	250,000	9,336 (9,336)	9,336 (9,336) 250,000	9,336 	9,336 250,000
	Balance at 31 December 2010	250,000		250,000	9,336	259,336