Registered number: OC371035

# Alcova Asset Management LLP

Members' report and financial statements

For the year ended 31 December 2021

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## Information

Designated members
G W Assaly\*
R B Hart\*

Alcova Services Limited
Passiva Participations 2 S.a.r.l\*\*

Members

W E Keplinger\* B Silli\*

\*resigned on 29 January 2021
\*\*appointed on 29 January 2021

LLP registered number OC371035

Registered office 4th Floor Reading Bridge House George Street Reading RG1 8LS

Auditors P R Hartley PO Box 27075 London N2 0FZ

Bankers HSBC Bank PLC 70 Pall Mall London SW1Y 5EY

Solicitors
Schulte Roth & Zabel International LLP
1 Eagle Place
London
SW1Y 6AF

#### Members' report For the year ended 31 December 2021

The members present their annual report together with the audited financial statements of Alcova Asset Management LLP ("the LLP") for the year ended 31 December 2021:

#### Principal activities and review of business

The principal activity of the LLP during the year was to provide investment management services. The LLP is authorised and regulated by the Financial Conduct Authority ("FCA").

The results for the year and the financial position at the end of the year were considered satisfactory by the members. The members do not anticipate any change in the nature of these activities going forward.

#### Financial position

The LLP's statement of financial position as detailed on page 9 shows that the members' total interests amounting to £(232,054) (2020: £1,585,412).

#### Members

The members of the LLP during the year up to the date of this report were as follows:

G W Assaly (Resigned on 29 January 2021) R B Hart (Resigned on 29 January 2021) Alcova Services Limited Passiva Participations 2 S.a.r.l. (Appointed on 29 January 2021) W E Keplinger (Resigned on 29 January 2021) B Silli (Resigned on 29 January 2021)

G W Assaly, R B Hart and Alcova Services Limited were designated members of the LLP up to 29 January 2021. From 29 January 2021 the designated members are Alcova Services Limited and Passiva Participations 2 S.a.r.i.

#### Members' capital and interests

Policies for members' drawings, subscriptions and repayment of members' capital are governed by the partnership agreement dated 11 October 2012.

#### Pillar 3

Details of the LLP's unaudited Pillar 3 disclosures, required under Chapter 11 of the Financial Conduct Authority's Prudential Sourcebook for Banks, Building Societies and Investment Firms ("BIPRU"), will be available on written request from the registered office.

# Remuneration code disclosures

The remuneration code disclosures of the Partnership as required by the FCA Prudential Sourcebook for Banks, Building Societies and Investment Firms ("BIPRU") 11.5.18 and SYSC 19A — Disclosure obligations in relation to the remuneration of code staff, will be available on written request from the registered office. These disclosures are unaudited.

# Principal risks and uncertainties

The principal risks or uncertainties facing the LLP are those relating to market and competition risks. Should the investment vehicles managed by the LLP perform poorly relative to its competitors the assets under management may decline and revenues fall.

The LLP is not exposed to any significant price, credit, liquidity or cash flow risks.

Members' report (continued)
For the year ended 31 December 2021

## Going concern

The LLP's ability to continue as a going concern is dependent on its ability to retain existing clients at current levels of investment and to secure additional investment, in the funds / vehicles that it manages. As of January 2021, Passiva Participations 2 S.a.r.l. ("PP2") acquired the controlling interest in the LLP. PP2 has defined a business plan with the Executive Committee of the LLP with a plan to grow assets across multiple investment vehicles, to the point where the business can be profitable on management fees alone over the next 24 months, and is committed to funding the business until that point.

During 2021, volatility of all financial markets has been high due to the continued COVID-19 pandemic. The members consider that the impact of coronavirus would not affect the ability of the LLP to generate value in the long-term or impact its business plan such as to have a material impact on any of the balances in these financial statements.

## Statement of disclosure of Information to auditors

So far as the members are aware, there is no relevant audit information, being information needed by the auditors in connection with preparing their report, of which the LLP's auditors are unaware. The members have taken all steps that they ought to have taken as members in order to make themselves aware of any relevant audit information and to establish that the auditors are aware of this information.

## **Independent Auditors**

The auditors, P R Hartley, have indicated their willingness to continue in office. The Designated members will propose a motion re-appointing the auditors at a meeting of the members.

This report was approved by the members on 25 April 2022 and signed on their behalf by:

P J Northcott

**Director of the Designated member** 

**Alcova Services Limited** 

#### Members' responsibilities statement For the year ended 31 December 2021

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

Company law, (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008), 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law, as applied to LLPs, 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 these financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the entity 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 enable them to ensure that the financial statements comply with the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Independent auditors' report to the members of Alcova Asset Management LLP

#### Opinion

I have audited the financial statements of Alcova Asset Management LLP (the 'LLP') for the year ended 31 December 2021 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Cash Flow Statement and Notes to the Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In my opinion the financial statements:

- give a true and fair view of the state of the LLP's affairs as at 31 December 2021;
- 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 LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

#### Basis for opinion

I conducted my audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. My responsibilities under those standards are further described in the Auditor responsibilities for the audit of the financial statements section of my report. I am independent of the LLP in accordance with the ethical requirements that are relevant to my audit of the financial statements in the UK, including the FRC's Ethical Standard, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

#### Conclusions relating to going concern

In auditing the financial statements, I have concluded that the members' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work I have performed, I have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the LLP's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

My responsibilities and the responsibilities of the members with respect to going concern are described in the relevant sections of this report.

#### Other information

The members are responsible for the other information. The other information comprises the information in the Report of the Members, but does not include the financial statements and my Report of the Auditor thereon.

My opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in my report, I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If I identify such material inconsistencies or apparent material misstatements, I am required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

# Independent auditors' report to the members of Alcova Asset Management LLP

# Matters on which I am required to report by exception

I have nothing to report in respect of the following matters where the Companies Act 2006 as applied to LLPs requires me to report to you if, in my opinion:

- -adequate accounting records have not been kept, or returns adequate for my audit have not been received from branches not visited by me; or
- -the financial statements are not in agreement with the accounting records and returns; or
- -I have not received all the information and explanations I require for my audit; or
- -the members were not entitled to prepare the financial statements in accordance with the small LLPs regime.

#### Responsibilities of members

As explained more fully in the Statement of Members' Responsibilities set out on page two, the members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the members determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the members are responsible for assessing the LLP'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 the members either intend to liquidate the LLP or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the financial statements

My 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 a Report of the Auditor that includes my opinion. Reasonable assurance is a high level of assurance, but is not a 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The extent to which my procedures are capable of detecting irregularities, including fraud is detailed below:

Based on my understanding of the company and its industry, I identified that the principal risks of non-compliance with laws and regulations related to the FCA requirements, UK tax legislation, anti-bribery, corruption and fraud, money laundering, Employment Law and health and safety, and I considered the extent to which non-compliance might have a material effect on the financial statements. I also considered those laws and regulations that have a direct impact on the preparation of the financial statements, such as the Companies Act 2006.

I evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to posting manual journal entries to manipulate financial performance and management bias through judgements.

My audit procedures were designed to respond to those identified risks, including non-compliance with laws and regulations (irregularities) and fraud that are material to the financial statements. My audit procedures included but were not limited to:

- Discussing with the directors and management their policies and procedures regarding compliance with laws and regulations;
- · Remaining alert to any indications of non-compliance throughout my audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

## Independent auditors' report to the members of Alcova Asset Management LLP

My audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
   and
- Addressing the risks of fraud through management override\_ of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

A further description of my responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of my Report of the Auditor.

#### Use of my report

This report is made solely to the LLP's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied to LLPs by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. My audit work has been undertaken so that I might state to the LLP's members those matters I am required to state to them in a Report of the Auditor and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the LLP and the LLP's members as a body, for my audit work, for this report, or for the opinions I have formed.

Paul Hartley FCA Statutory Auditor PO Box 27075 London N2 0FZ

Date: 25 April 2022

# Statement of comprehensive income For the year ended 31 December 2021

	Note	2021 £	2020 £
Turnover	4	1,562,864	2,395,157
Other Income	5	10,000	19,627
Administrative expenses		(2,138,852)	57,019
Fair value movement		(9,957)	(7,208)
Operating profit	6	(575,945)	2,464,595
Interest Payable	8	(78,643)	(2,440)
(Loss)/profit for the year before members' remuneration and profit shares available for discretionary division among members		(654,588)	2,462,155

There were no recognised gains and losses for 2021 or 2020 other than those included in the statement of comprehensive income.

Alcova Asset Management LLP Registered number: OC371035

# Statement of financial position As at 31 December 2021

	Note	2021 £	2020 £
Fixed assets			
Tangible assets	10	16,185	614
Investments	11	82,618	92,575
		98,803	93,189
Current assets		•	
Debtors: amounts falling due within one year	12	2,557,753	3,922,178
Cash at bank	13	168,870	62,018
		2,726,623	3,984,196
Creditors: Amounts falling due within one year	14	(1,975,823)	(513,618)
Net current assets	_	750,800	3,470,578
Net assets	-	849,603	3,563,767
Represented by:			
Loans and other debts due to members  Members' other interests		-	1,165,707
Members' capital classified as equity		803,831	1,697,700
Members' Reserves		-	(1,231,537)
Other reserves classified as equity		45,772	1,931,897
		849,603	2,398,060
	_	849,603	3,563,767
Total Members' interests	· ·		
Amounts due from members (included in debtors)	12	(1,081,657)	(1,978,355)
Loans and other debts due to members		-	1,165,707
Members' other interests	,	849,603	2,398,060
		(232,054)	1,585,412

The financial statements were approved and authorised for issue by the members on 25 April 2022 and were signed on their behalf by:

P J Northcott

Director of the Designated member

**Alcova Services Limited** 

The notes on pages 12 to 19 form part of these financial statements.

## Reconciliation of members' interests For the year ended 31 December 2021

	Equity Members' other	r interests		Debt Loans and other debts due to members less any amounts due from members in debtors	Total members' interests
	capital (classified as equity) £	Other reserves £	Total £	Other amounts £	Total £
Amounts due to members				52,891	
Amounts due from members				(905,103)	
Balance at 1 January 2020	1,580,700	(530,258)	1,050,442	(852,212)	198,230
Profit for the year available for discretionary division among members	•	2,462,155	2,462,155		2,462,155
Members' interests after profit for the year	1,580,700	1,931,897	3,512,597	(852,212)	2,660,385
Capital introduced by members	117,000		117,000	(117,000)	-
Distributions to members	•	(1,231,537)	(1,231,537)	1,231,537	-
Other movements				(1,074,973)	(1,074,973)
Amounts due to members				1,165,707	
Amounts due from members				(1,978,355)	
Balance at 31 December 2020	1,697,700	700,360	2,398,060	(812,648)	1,585,412
Loss for the year available for discretionary division among members	-	(654,590)	(654,588)	-	(654,588)
Members' interests after loss for the year	1,697,700	45,771	1,743,472	(812,648)	930,824
Capital introduced by members	20,000	•	20,000	-	20,000
Capital repaid	(20,000)		(20,000)	· <del>-</del>	(20,000)
Reallocation of drawings by former members	(893,869)	•	(893,869)	893,869	•
Other movements	-	-	<u>-</u>	(1,162,878)	(1,162,878)
Amounts due from members				(1,081,657)	
Balance at 31 December 2021	803,831	45,771	849,603	(1,081,657)	(232,054)

The ability of the members of the LLP to reduce the amount of members' other interests is restricted by the FCA regulations pertaining to the maintenance of sufficient regulatory capital consistent with the LLP's level of activity and permissions.

The notes on pages 12 to 19 form part of these financial statements.

# Statement of cash flows For the year ended 31 December 2021

Cash flow from operating activities       (654,588)       2,462,155         Adjustments for:       2,600       830         Depreciation of tangible assets       2,600       830         Net fair value losses recognised in statement of comprehensive income       9,957       7,208         Interest expense       78,643       2,440         Decrease/(increase) in debtors       467,727       (1,542,667)         Decrease in creditors       (114,800)       (173,180)         Net cash (used in)/generated from operating activities       (210,461)       766,776         Cash flows from investing activities       (18,171)       -         Purchase of tangible fixed assets       (18,171)       -         Net cash used in investing activities       (18,171)       -         Cash flow from financing activities       (18,171)       -         Cash flow from financing activities       (1,074,973)         Net cash used in investing activities       335,484       (856,656)         Net increase/(decrease) in cash and cash equivalents       106,852       (99,880)         Cash and cash equivalents at 1 January       62,018       161,898         Cash and cash equivalents at 31 December       168,870       62,018         Cash at bank       168,870       62,018		2021 £	2020 £
(Loss)/profit for the financial year     (654,588)     2,462,155       Adjustments for:     2,600     830       Depreciation of tangible assets     2,600     830       Net fair value losses recognised in statement of comprehensive income     9,957     7,208       Interest expense     78,643     2,440       Decrease/(increase) in debtors     467,727     (1,542,667)       Decrease in creditors     (114,800)     (173,190)       Net cash (used in)/generated from operating activities     (210,461)     756,776       Cash flows from investing activities     (18,171)     -       Purchase of tangible fixed assets     (18,171)     -       Cash flow from financing activities     (18,171)     -       Cash flow from financing activities     1,498,362     218,317       Cher transactions with members     (1,162,878)     (1,074,973)       Net cash generated from/(used in) investing activities     335,484     (856,655)       Net increase/(decrease) in cash and cash equivalents     106,852     (99,880)       Cash and cash equivalents at 1 January     62,018     161,898       Cash and cash equivalents carried forward comprise:     168,870     62,018	Cash flow from operating activities		
Net fair value losses recognised in statement of comprehensive income Income Interest expense Interest expen	(Loss)/profit for the financial year	(654,588)	2,462,155
Interest expense 7,208 Interest expense 78,643 2,440 Decrease/(increase) in debtors 467,727 (1,542,667) Decrease in creditors (114,800) (173,190) Net cash (used in)/generated from operating activities before transactions with members (210,461) 756,776  Cash flows from investing activities Purchase of tangible fixed assets (18,171) -  Net cash used in investing activities Acquisition of loan 1,498,362 218,317 Other transactions with members (1,162,878) (1,074,973) Net cash generated from/(used in) investing activities 335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents 106,852 (99,880)  Cash and cash equivalents at 31 December 168,870 62,018  Cash and cash equivalents carried forward comprise:		2,600	830
Decrease/(increase) in debtors  Decrease in creditors  (114,800)  (173,190)  Net cash (used in)/generated from operating activities before transactions with members  (210,461)  Cash flows from investing activities Purchase of tangible fixed assets  (18,171)  Net cash used in investing activities  Cash flow from financing activities  Acquisition of loan  Cher transactions with members  (1,162,878)  Net cash generated from/(used in) investing activities  Net increase/(decrease) in cash and cash equivalents  Cash and cash equivalents at 1 January  Cash and cash equivalents at 31 December  Cash and cash equivalents carried forward comprise:	income	•	7,208
Decrease in creditors (114,800) (173,190)  Net cash (used in)/generated from operating activities before transactions with members (210,461) 756,776  Cash flows from investing activities  Purchase of tangible fixed assets (18,171) -  Net cash used in investing activities  Acquisition of loan (1,498,362 218,317)  Other transactions with members (1,162,878) (1,074,973)  Net cash generated from/(used in) investing activities 335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents (99,880)  Cash and cash equivalents at 1 January 62,018 161,898  Cash and cash equivalents at 31 December 168,870 62,018	•	78,643	2,440
Net cash (used in)/generated from operating activities before transactions with members  (210,461) 756,776  Cash flows from investing activities Purchase of tangible fixed assets  (18,171) -  Net cash used in Investing activities  (18,171) -  Cash flow from financing activities  Acquisition of loan  (1,498,362 218,317)  Other transactions with members  (1,162,878) (1,074,973)  Net cash generated from/(used in) investing activities  335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents  106,852 (99,880)  Cash and cash equivalents at 1 January  62,018 161,898  Cash and cash equivalents at 31 December  168,870 62,018		467,727	(1,542,667)
Cash flows from investing activities Purchase of tangible fixed assets  (18,171)  Net cash used in investing activities  (18,171)  Cash flow from financing activities  Acquisition of loan  Acquisition of loan  Other transactions with members  (1,162,878)  Net cash generated from/(used in) investing activities  Net increase/(decrease) in cash and cash equivalents  Cash and cash equivalents at 1 January  Cash and cash equivalents at 31 December  Cash and cash equivalents carried forward comprise:	Decrease in creditors	(114,800)	(173,190)_
Purchase of tangible fixed assets (18,171)  Net cash used in investing activities (18,171)  Cash flow from financing activities  Acquisition of loan 1,498,362 218,317  Other transactions with members (1,162,878) (1,074,973)  Net cash generated from/(used in) investing activities 335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents 106,852 (99,880)  Cash and cash equivalents at 1 January 62,018 161,898  Cash and cash equivalents at 31 December 168,870 62,018	Net cash (used in)/generated from operating activities before transactions with members	(210,461)	756,776
Net cash used in Investing activities  Cash flow from financing activities  Acquisition of loan  Other transactions with members  Net cash generated from/(used in) investing activities  Net increase/(decrease) in cash and cash equivalents  Cash and cash equivalents at 1 January  Cash and cash equivalents at 31 December  Cash and cash equivalents carried forward comprise:	Cash flows from investing activities		
Cash flow from financing activities  Acquisition of loan 1,498,362 218,317  Other transactions with members (1,162,878) (1,074,973)  Net cash generated from/(used in) investing activities 335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents 106,852 (99,880)  Cash and cash equivalents at 1 January 62,018 161,898  Cash and cash equivalents at 31 December 168,870 62,018  Cash and cash equivalents carried forward comprise:	Purchase of tangible fixed assets	(18,171)	-
Acquisition of loan  Other transactions with members  Net cash generated from/(used in) investing activities  Net increase/(decrease) in cash and cash equivalents  Cash and cash equivalents at 1 January  Cash and cash equivalents at 31 December  Cash and cash equivalents carried forward comprise:	Net cash used in Investing activities	(18,171)	-
Other transactions with members (1,162,878) (1,074,973)  Net cash generated from/(used in) investing activities 335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents 106,852 (99,880)  Cash and cash equivalents at 1 January 62,018 161,898  Cash and cash equivalents at 31 December 168,870 62,018  Cash and cash equivalents carried forward comprise:	Cash flow from financing activities		
Net cash generated from/(used in) investing activities  335,484 (856,656)  Net increase/(decrease) in cash and cash equivalents  106,852 (99,880)  Cash and cash equivalents at 1 January  62,018 161,898  Cash and cash equivalents at 31 December  168,870 62,018	Acquisition of loan	1,498,362	218,317
Net increase/(decrease) in cash and cash equivalents  106,852 (99,880)  Cash and cash equivalents at 1 January  62,018 161,898  Cash and cash equivalents at 31 December  168,870 62,018  Cash and cash equivalents carried forward comprise:	Other transactions with members	(1,162,878)	(1,074,973)
Cash and cash equivalents at 1 January 62,018 161,898  Cash and cash equivalents at 31 December 168,870 62,018  Cash and cash equivalents carried forward comprise:	Net cash generated from/(used in) investing activities	335,484	(856,656)
Cash and cash equivalents at 31 December 168,870 62,018  Cash and cash equivalents carried forward comprise:	Net increase/(decrease) in cash and cash equivalents	106,852	(99,880)
Cash and cash equivalents carried forward comprise:	Cash and cash equivalents at 1 January	62,018	161,898
·	Cash and cash equivalents at 31 December	168,870	62,018
Cash at bank 168,870 62,018	Cash and cash equivalents carried forward comprise:		
	Cash at bank	168,870	62,018

The notes on pages 12 to 19 form part of these financial statements.

Notes to the financial statements
For the year ended 31 December 2021

## 1. General information

Alcova Asset Management LLP is a limited liability company incorporated and domiciled in England and Wales. The address of the registered office is 4th Floor, Reading Bridge House, George Street, Reading, Berkshire, RG1 8LS and its principal place of business is 21 Knightsbridge, London, SW1X 7LY.

#### 2. Accounting policies

# 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006 and the requirements of the Statement of Recommended Practice "Accounting by Limited Liability Partnerships".

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the LLP's accounting policies (see note 3).

The following principal accounting policies have been applied:

#### 2.2 Foreign currency translation

#### Functional and presentation currency

The LLP's functional and presentational currency is British Pound Sterling.

#### Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Income statement.

## 2.3 Going concern

The LLP's ability to continue as a going concern is dependent on its ability to retain existing clients at current levels of investment and to secure additional investment, in the funds / vehicles that it manages. As of January 2021, Passiva Participations 2 S.a.r.l. ("PP2") acquired the controlling interest in the LLP. PP2 has defined a business plan with the Executive Committee of the LLP with a plan to grow assets across multiple investment vehicles, to the point where the business can be profitable on management fees alone over the next 24 months, and is committed to funding the business until that point.

During 2021, volatility of all financial markets has been high due to the continued COVID-19 pandemic. The members consider that the impact of coronavirus would not affect the ability of the LLP to generate value in the long-term or impact its business plan such as to have a material impact on any of the balances in these financial statements.

Notes to the financial statements (continued) For the year ended 31 December 2021

## 2. Accounting policies (continued)

#### 2.4 Turnover

Turnover, which is stated net of value added tax, represents fees receivable for investment management services provided during the year, recognised when the LLP obtains the right for consideration in exchange for its performance.

#### 2.5 Pensions

# Defined contribution pension plan

The LLP operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the LLP pays fixed contributions into a separate entity. Once the contributions have been paid the LLP has no further payment obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the LLP in independently administered funds.

#### 2.6 Operating leases

Rentals paid under operating leases are charged to the Statement of comprehensive income on a straight line basis over the period of the lease.

#### 2.7 Tangible assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

Furniture and fixtures
Computer equipment
Office equipment
Website Development

- 3 years straight line
- 3 years straight line
- 5 years straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of comprehensive income.

#### 2.8 Investments

Investments in unlisted shares, whose market value can be reliably determined, are remeasured to market value at each statement of financial position date. Gains and losses on remeasurement are recognised in the statement of comprehensive income for the period.

Notes to the financial statements (continued) For the year ended 31 December 2021

## 2. Accounting policies (continued)

#### 2.9 Debtors

Short term debtors are measured at transaction price, less any impairment.

#### 2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

#### 2.11 Financial instruments

The LLP has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

The basis for recognition and measurement of financial instruments is as set out in these accounting policies.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### 2.12 Creditors

Short term creditors are measured at the transaction price.

## 2.13 Taxation

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

## 2.14 Members' remuneration and members' capital

Policies for members' drawings, profit allocations, subscriptions and repayment of members' capital are governed by the partnership agreement dated 11 October 2012.

Capital contributed by members is recognised as equity in the financial statements of the partnership on the basis that, in accordance with the partnership agreement, capital is only repayable at the discretion of the Executive Committee.

The partnership has no fixed obligation to allocate profits to members, all profits are allocated on a discretionary basis. Any cash drawings withdrawn from the LLP by members in advance of a discretionary profit allocation is recognised as a loan due from members. Where profit allocations exceed drawings made by members, this is represented as a loan amount due to members.

# Notes to the financial statements (continued) For the year ended 31 December 2021

## 2. Accounting policies (continued)

#### 2.15 Government grants

Government grants are recognised using the performance model as other income in the Statement of comprehensive income.

## 3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities as at the Statement of financial position date and the amounts reported for revenues and expenses during the year.

## (a) Critical judgments in applying the entity's accounting policies

The members have not been required to use a significant degree of judgment in determining the timing and value of amounts recognised in the financial statements.

# (b) Critical accounting estimates and assumptions

The members have not been required to make significant estimates and assumptions concerning the future.

#### 4. Turnover

Turnover is attributable to the principal activity of the LLP and is earned in the United Kingdom.

#### 5. Other income

The grant amounting to £10,000 (2020: £19,627) were received under the Coronavirus Job Retention Scheme.

## 6. Operating profit

The operating loss is stated after charging/(crediting):

	2021 £	2020 £
Depreciation of tangible fixed assets	2,600	830
Fees payable to the LLP's auditor for the audit of the LLP's annual financial statements	15,000	9,000
Exchange differences	(22,190)	2,434
Other operating lease rentals	65,310	53.084

	ova Asset Management LLP		
Not For	es to the financial statements (continued) the year ended 31 December 2021		
7.	Employees	<del>and and the second of the sec</del>	
	Staff costs were as follows:		
		***	0000
		2021 £	2020 £'
	Wages and salaries	915,720	
	Social security costs	110,165	20,472
	Cost of defined contribution scheme	31,982	6,750
	•	1.057,867	227,222
	Administration	2021 No.	2020 No.
	,,		3
8.	Interest Payable		3
3.			
8.		2021 £	3 2020 £
3.		2021	2020
	Interest Payable	2021 £	2020 £
	Interest Payable  Other loan interest payable	2021 £ 	2020 £ 2.440
9.	Interest Payable  Other loan interest payable	2021 £	2020 £
	Interest Payable  Other loan interest payable	2021 £ 	2020 £ 2.440 2020
	Interest Payable  Other loan interest payable  Information in relation to members	2021 £ 	2020 £ 2.440 2020 Numbe
	Interest Payable  Other loan interest payable  Information in relation to members	2021 £ 	2020 £ 2,440 2020 Numbe

# Notes to the financial statements (continued) For the year ended 31 December 2021

## 10. Fixed Asset

	Short-term leasehold improvements	Fixtures and fittings	Computer equipment	Website Development	Total
	ુ <b>£</b>	£	£		£
Cost					
At 1 January 2021	28,422	14,546	49,434	•	92,402
Additions	~	-	9,671	8,500	18,171
Disposals	(28,422)	(14,546)	(13,671)	-	(56,639)
At 31 December 2021		<u> </u>	45,434	8,500	53,934
Depreciation					
At 1 January 2021	28,422	14,546	48,820	-	91,788
Charge for the year	-	-	2,600	-	2,600
Disposals	(28,422)	(14,546)	(13,671)		(56,639)
At 31 December 2021			37,749		37,749
Net book value					
At 31 December 2021	· <u>-</u>	_	7,685	8,500	16,185
At 31 December 2020	_		614		614

## 11. Fixed asset investments

•	Unlisted investments £
Cost or valuation At 1 January 2021 Additions Disposals Revaluations	92,575 19,117 (19,117) (9,957)
At 31 December 2021	82,618

The above represents the LLP's 0.95% (2020: 0.95%) holding in the fund. The fair value of the unlisted investments is based on the trading price provided by fund administrators. Included in the disposals is a realised gain of £nil (2020: £nil)

# Notes to the financial statements (continued) For the year ended 31 December 2021

## 12. Debtors

	2021 £	2020 £
Other debtors Prepayments and accrued income Amounts due from members	54,377 1,421,719	120,636 1,823,187
Panodilis dde nom members	1,081,657 	1,978,355 3,922.178

Debtors above, excluding prepayments and taxes recoverable totalling £65,543 (2020: £103,888) are financial assets measured at amortised cost.

# 13. Cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	168.870	62,018

# 14. Creditors: Amounts falling due within one year

	2021 £	2020 £
Trade creditors Other taxation and social security Other creditors Accruals and deferred income	146,705 78,942 1,673,445 76,731	158,284 8,459 339,259 7,616
	1.975.823	513.618

Creditors above, excluding tax liabilities of £45,008 (2020: £6,688), are financial liabilities measured at amortised cost.

## 15. Pension commitments

Pension contributions amounting to £33,934 (2020: £1,771) were payable at year end and are included in other creditors.

# Notes to the financial statements (continued) For the year ended 31 December 2021

# 16. Commitments under operating leases

At 31 December 2021 the LLP had future minimum lease payments under non-cancellable operating leases as follows:

	2021 £	2020 £
Not later than 1 year	15,166	15,166
	15,166	15,166

## 17. Related party transactions

During the year, Alcova Services Ltd recharged expenses of £131,486 to the LLP (2020: £906,678 recharged by the LLP). As at 31 December 2021 a balance of £1,081,657 was due to the LLP (2020: £1,084,486).

The members are the only key management personnel of the partnership and the aggregate of transactions with members is disclosed in the reconciliation of members' interests on page 10.

## 18. Controlling party

The LLP's ultimate controlling party is Passiva Participations 2 S.a.r.t., a company registered in Luxembourg.