

APPOSITE HEALTHCARE II GP LLP

Registration number OC401816

Unaudited financial statements

For the year ended 31 March 2020



APPOSITE HEALTHCARE II GP LLP
REGISTRATION NUMBER OC401816

1.

Designated Members

Apposite Healthcare II Member Limited
Apposite Healthcare II Member 2 Limited

Administrator

Intertrust Corporate Services (UK) Limited
1 Bartholomew Lane
London, EC2N 2AX
United Kingdom

Registered Office

1 Bartholomew Lane
London, EC2N 2AX
United Kingdom

APPOSITE HEALTHCARE II GP LLP
REGISTRATION NUMBER OC401816
STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2020

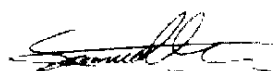
2.

	Notes	31 March 2020 GBP	31 March 2019 GBP
Assets			
Current assets			
Sundry debtors	3	1	101
Total assets		<u>1</u>	<u>101</u>
Liabilities			
Current liabilities			
Sundry creditors	4	-	(100)
Total liabilities		<u>-</u>	<u>(100)</u>
Net Assets		<u><u>1</u></u>	<u><u>1</u></u>
Represented by:			
Designated Members' capital and reserves		<u>1</u>	<u>1</u>
		<u><u>1</u></u>	<u><u>1</u></u>

For the year ended 31 March 2020, the LLP was entitled to exemption from audit under section 477 Companies Act 2006 (as applied by Limited Liability Partnership (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008) relating to small LLPs. The Designated Members acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of accounts. These unaudited financial statements have been prepared in accordance with the provisions applicable to LLPs subject to the small LLPs regime.

The profit and loss account and the designated members' report have not been delivered to the Registrar of Companies in accordance with the special provisions applicable to LLPs subject to the small LLPs regime.

These unaudited financial statements were approved by the Designated Members and signed on their behalf by:



Samuel Gray

Signed on behalf of the Designated Member
Date: 5 October 2020
Registration Number OC401816

The notes on pages 3 to 5 form an integral part of these unaudited financial statements

1. Accounting policies

1.1 Basis of accounting

These unaudited financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ('FRS 102') and the Statement of Recommended Practice 'Accounting by Limited Liability Partnerships'.

Capitalised terms used are as defined in the Limited Liability Partnership Agreement of Apposite Healthcare II GP LLP (the "LLPA").

1.2 Going concern

These unaudited financial statements are prepared on the assumption that Apposite Healthcare II GP LLP (the "LLP") is able to carry on business as a going concern, which the Designated Members consider appropriate.

The COVID-19 outbreak has caused global economic disruption, across all industries and sectors. The Designated Members continue to monitor the situation, but do not believe that the disruption caused by COVID-19 will impact the LLP's ability to continue as a going concern.

1.3 Expenses

All expenses of the LLP have been borne by Apposite Healthcare Fund II L.P. (the "Fund Partnership").

1.4 Allocation of Net Profit and Net Losses and distribution of profits

Allocations of Net Profit and Net Losses of the LLP are made in accordance with clause 10 of the LLPA.

1.5 Capital contributions

Capital contributions from Designated Members are recognised at the date such funds are due.

1.6 Priority profit share

In accordance with clauses 2.6 & 10.1 of the Amended and Restated Limited Partnership Agreement of the Fund Partnership dated 6 March 2019 (the "Fund's LPA"), the LLP as general partner of the Fund Partnership is entitled to a priority profit share. The priority profit share is recognised on an accruals basis.

In accordance with clause 9.1 of the Limited Partnership Agreement of Apposite Healthcare Co-Investment I L.P. (the "Co-Invest Partnership") dated 4 July 2017, the LLP as general partner of the Co-Invest Partnership is entitled to a priority profit share. The priority profit share is recognised on an accruals basis.

1.7 Functional and presentation currency

Items included in the LLP's unaudited financial statements are measured using the currency of the primary economic environment in which it operates (the 'functional currency'). This is pound sterling, which is most representative of the LLP's transactions. The LLP's 'presentation currency' is pound sterling, which is the same as its functional currency.

1.8 Taxation

Taxation on all of the LLP's profits is solely the personal liability of its Members. Consequently neither taxation nor related deferred taxation arising in respect of the LLP is accounted for in these unaudited financial statements.

1. Accounting policies (continued)

1.9 Statement of Cash flows

The LLP is exempt from preparing a Statement of Cash flows on the grounds that it is considered a small LLP.

2. Financial instruments

The main risks to which the LLP is exposed are: market risk (including currency risk, interest rate risk and other price risk), liquidity risk and credit risk. The LLP's exposure to these risks are discussed below:

(a) Market risk

Market price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instrument or its issue or factors affecting similar financial instruments traded in the market.

In the opinion of the Designated Members, the LLP is not susceptible to market price risk given that the LLP has no investments

(i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates

In the opinion of the Designated Members, the LLP is not directly exposed to currency risk as the priority profit share from the Fund Partnership and the Co-Invest Partnership is in GBP which is the same as the LLP's functional currency

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates

In the opinion of the Designated Members, as the LLP has no interest bearing financial instruments outstanding as at the year end, it is not subject to risk due to fluctuations in the prevailing levels of market interest rates.

(b) Liquidity risk

The liquidity risk is the risk that the LLP cannot meet its financial obligations when they fall due. The LLP has no payables outstanding, and so is therefore not subject to significant liquidity risk

(c) Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due causing a financial loss to the LLP.

In the opinion of the Designated Members, the LLP is not susceptible to this risk given the immaterial value of amounts outstanding.

APPOSITE HEALTHCARE II GP LLP

REGISTRATION NUMBER OC401816

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS - continued**FOR THE YEAR ENDED 31 MARCH 2020**

5.

3. Sundry debtors	31 March 2020 GBP	31 March 2019 GBP
Due from Designated Members - in respect of capital contribution	1	1
Due from the Co-Invest Partnership - in respect of priority profit share	-	100
	<u>1</u>	<u>101</u>

4. Sundry creditors	31 March 2020 GBP	31 March 2019 GBP
Due to Designated Members - in respect of distributions	<u>-</u>	<u>100</u>

5. Related party transactions

The LLP is the General Partner of the Fund Partnership. During the year, the LLP was allocated a negative priority profit share from the Fund Partnership amounting to GBP 127,141 (31 March 2019: GBP 185,558 positive).

The LLP is the General Partner of the Co-Invest Partnership. During the year, the LLP was allocated a priority profit share from the Co-Invest Partnership amounting to GBP 100 (31 March 2019: GBP 100). As at 31 March 2020 an amount of GBP nil was outstanding (31 March 2019: GBP 100).

During the year, the LLP allocated a loss to Apposite Healthcare II Member Limited amounting to GBP 127,041 (31 March 2019: GBP 185,658 profit). This amount was repaid to the LLP by Apposite Healthcare II Member Limited as a return of distribution. As at 31 March 2020, there was no undistributed profit due to Apposite Healthcare II Member Limited (31 March 2019: GBP 100).

6. Ultimate controlling party

Apposite Capital LLP is considered to be the ultimate controlling party.

7. Post balance sheet events

During the period from the date of the Statement of Financial Position to the date that the financial statements were approved, COVID-19 has continued to cause extensive disruption to businesses and economic activities globally. The Designated Members continue to monitor the situation, but do not expect there to be any material impact on the LLP. No other subsequent events were identified which required adjustment or disclosure in these financial statements.