

Registered number: SC211214

ALLIANCE TRUST EQUITY PARTNERS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

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ALLIANCE TRUST EQUITY PARTNERS LIMITED

COMPANY INFORMATION

DIRECTORS

Justin Atkinson
Andrew Ian Killean (appointed 1 January 2016)

COMPANY SECRETARY

Donald McPherson

REGISTERED NUMBER

SC211214

REGISTERED OFFICE

8 West Marketgait
Dundee
DD1 1QN

INDEPENDENT AUDITOR

Deloitte LLP
Hill House
1 Little New Street
London
EC4A 3TR

BANKERS

The Royal Bank of Scotland
3 High Street
Dundee
DD1 9LY

SOLICITORS

Dickson Minto WS
16 Charlotte Square
Edinburgh
EH2 4DF

ALLIANCE TRUST EQUITY PARTNERS LIMITED

CONTENTS

	Page
Strategic report	1 - 2
Directors' report	3 - 4
Independent auditor's report	5 - 6
Statement of income and retained earnings	7
Balance sheet	8
Statement of cash flows	9
Notes to the financial statements	10 - 15

ALLIANCE TRUST EQUITY PARTNERS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

PRINCIPAL ACTIVITIES

The Company is authorised by the FCA to carry out Venture Capital Business. The Company's registration number is FRN:194663. The Company's principal activity is that of private equity fund management. The Company manages ATEP 2008 Funds LP and ATEP 2009 Funds LP, which are part of the Alliance Trust PLC Group. Foresight Group LLP provides certain investment management services and Augentius UK Limited provides certain administrative services.

BUSINESS REVIEW

Following the strategic decision by the ultimate parent undertaking, Alliance Trust PLC, in 2011 to exit its private equity business, the Directors have remained focused on maximising the value to investors through the investments still held in the underlying fund structures. The Directors will continue to consider the disposal of investments held if they believe that this represents the best returns for investors.

The Company is the manager of various client funds as per the relevant investment management agreements. Previously the Company was wholly owned by Alliance Trust Equity Partners (Holdings) Limited (ATEPH) but after restructuring occurred in the year ATEPH was put in to liquidation and the Company is now wholly owned by Alliance Trust PLC.

PRINCIPAL RISKS AND UNCERTAINTIES

Financial risk management objectives and policies

The Company's activities expose it to a number of financial risks including credit risk and liquidity risk. The Company does not use derivative financial instruments for speculative purposes.

Credit and liquidity risk

The Company's principal financial assets are bank balances, inter company and other receivables. The Company's credit risk is primarily attributable to its bank counterparties and its inter company receivables and the Directors monitor the level of the inter company balances with each group member plus assess individual recoverability on a regular basis.

The credit risk on liquid funds is limited because the counterparties are banks with internationally assigned credit ratings. The Company maintains liquidity to ensure sufficient funds are available for ongoing operations through efficient working capital management.

The Directors consider these risks not to be significant for the Company.

Counterparty risk

This is the risk that a counterparty fails to discharge its obligations under a transaction, resulting in the Company suffering a loss, or that the Company fails to maintain sufficient liquidity. The significant counterparties are banks with high credit ratings and other wholly owned subsidiaries of the parent undertaking, Alliance Trust PLC. This risk is not considered to be significant.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

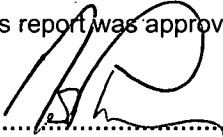
STRATEGIC REPORT (continued)

GOING CONCERN

The Company participates in Alliance Trust PLC's ("the Group's") centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. The Directors have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Company to continue as a going concern or its ability to continue with the current banking arrangements. The directors of the ultimate parent undertaking, Alliance Trust PLC, have announced an orderly wind down of the private equity activities of the Group. Management therefore expect that private equity investments will continue to be held by the Group for the foreseeable future, through the orderly wind down period.

On the basis of their assessment of the Company's financial position the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for at least 12 months from the date of these accounts albeit the Group is effecting an orderly exit strategy from its private equity activities. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

This report was approved by the board and signed on its behalf.


.....
Donald McPherson
Secretary

Date: 3 March 2016

ALLIANCE TRUST EQUITY PARTNERS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

The Directors present their report and the financial statements for the year ended 31 December 2015.

The Directors' report has been prepared in accordance with the provisions applicable to companies entitled to small companies exemption.

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors 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 the Directors must not approve the financial statements unless satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors 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 Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DIVIDENDS

Dividends paid in the year amount to £15,000 (2014 - £NIL).

RESULTS

The profit for the year, after taxation, amounted to £2,600 (2014 - loss £902).

DIRECTORS

The Directors who served during the year were:

Katherine Garrett-Cox (resigned 14 February 2016)
Alan Trotter (resigned 30 September 2015)
Justin Atkinson
Andrew Ian Killeen (appointed 1 January 2016).

FUTURE DEVELOPMENTS

The Company will continue to manage ATEP 2008 Funds LP and ATEP 2009 Funds LP.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

AUDITOR

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



.....
Donald McPherson
Secretary

Date: 3 March 2016

ALLIANCE TRUST EQUITY PARTNERS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALLIANCE TRUST EQUITY PARTNERS LIMITED

We have audited the financial statements of Alliance Trust Equity Partners Limited for the year ended 31 December 2015 which comprise the Statement of Income and Retained Earnings, the Balance Sheet, the Cash Flow Statement and related notes 1 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company'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 Company and the Company's 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 Directors' responsibilities statement, the Directors 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 Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic report and the Directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 Company's affairs as at 31 December 2015 and of its profit 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALLIANCE TRUST EQUITY PARTNERS LIMITED

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 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
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



Calum Thomson (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London
United Kingdom

3 March 2016

ALLIANCE TRUST EQUITY PARTNERS LIMITED

**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Note	2015 £	2014 £
Turnover	3	538,364	574,934
Cost of sales		(487,364)	(575,027)
Gross profit		51,000	(93)
Administrative expenses		(48,400)	(35)
Operating profit/(loss)	4	2,600	(128)
Interest receivable and similar income	6	-	128
Profit on ordinary activities before taxation		2,600	-
Taxation on profit/(loss) on ordinary activities	7	-	(902)
Profit/(loss) on ordinary activities after taxation		2,600	(902)
Retained earnings at the beginning of the year		65,140	66,042
Profit for the year		2,600	(902)
Dividends declared and paid	8	(15,000)	-
Retained earnings at the end of the year		52,740	65,140

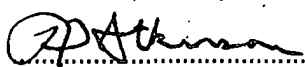
All amounts relate to continuing operations.

ALLIANCE TRUST EQUITY PARTNERS LIMITED
REGISTERED NUMBER:SC211214

BALANCE SHEET
AS AT 31 DECEMBER 2015

	Note	2015 £	2014 £
Current assets			
Debtors: Amounts falling due within one year	9	378	33,165
Cash at bank and in hand		99,784	45,699
		<u>100,162</u>	<u>78,864</u>
Creditors: Amounts falling due within one year	10	(37,422)	(3,724)
Net current assets		<u>62,740</u>	<u>75,140</u>
Net assets		<u><u>62,740</u></u>	<u><u>75,140</u></u>
Capital and reserves			
Called up share capital	13	10,000	10,000
Profit and loss account	12	52,740	65,140
		<u><u>62,740</u></u>	<u><u>75,140</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


 Justin Atkinson
 Director

Date: 3 March 2016

The notes on pages 10 to 15 form part of these financial statements.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2015**

	2015 £	2014 £
Cash flows from operating activities		
Profit for the financial year	2,600	(902)
Adjustments for:		
Interest received	-	(128)
Taxation	-	902
Decrease in prepayments and accrued income	600	3,027
Decrease/(increase) in amounts owed by groups	32,187	(31,583)
Increase in creditors	34,600	-
Decrease in amounts owed to groups	(902)	(1,026)
Corporation tax	-	(902)
Net cash flows/(used) from operating activities	<u>69,085</u>	<u>(30,612)</u>
Cash flows from investing activities		
Interest received	-	128
Net cash from investing activities	<u>-</u>	<u>128</u>
Cash flows from financing activities		
Dividends paid	(15,000)	-
Net cash used in financing activities	<u>(15,000)</u>	<u>-</u>
Net increase / (decrease) in cash and cash equivalents	54,085	(30,484)
Cash and cash equivalents at beginning of year	45,699	76,183
Cash and cash equivalents at the end of year	<u>99,784</u>	<u>45,699</u>
Cash at bank and in hand	<u>99,784</u>	<u>45,699</u>

ALLIANCE TRUST EQUITY PARTNERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES

GENERAL INFORMATION AND BASIS OF PREPARATION OF FINANCIAL STATEMENTS

Alliance Trust Equity Partners Limited is a company incorporated in the United Kingdom under the Companies Act. The address of the registered office is provided within the Company Information page. The nature of the Company's operations and its principal activities are set out in the Strategic Report on pages 1 - 2.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 16.

The functional currency of Alliance Trust Equity Partners Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The following principal accounting policies have been applied:

GOING CONCERN

The Company participates in the Group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. The Directors have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Company to continue as a going concern or its ability to continue with the current banking arrangements.

The directors of the parent company, Alliance Trust PLC, have announced an orderly wind down of the private equity activities of the Group. Management therefore expect that private equity investments will continue to be held by the Group for the foreseeable future, through the orderly wind down period.

On the basis of their assessment of the Company's financial position, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for at least 12 months from the date of these accounts albeit the Group is effecting an orderly exit strategy from its private equity activities. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

TURNOVER

Turnover is the total amount receivable by the Company for services provided during the period excluding VAT and arises solely within the United Kingdom. Services comprise the recharge of costs incurred on behalf of ATEP 2008 GP Limited and ATEP 2009 GP Limited. Turnover from the provision of services is recognised on production of the sales invoice after the services have been provided to the customer.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

1. ACCOUNTING POLICIES (continued)

FINANCIAL INSTRUMENTS

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties or related parties.

All financial assets and liabilities are initially measured at transaction price (including transaction costs).

DIVIDENDS

Equity dividends are recognised when they become legally payable.

TAXATION

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

2. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 1, it has not been necessary for the Directors to make any significant judgements, estimates or assumptions.

3. ANALYSIS OF TURNOVER

The whole of the turnover is attributable to private equity fund management.

All turnover arose within the United Kingdom.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

4. OPERATING PROFIT/(LOSS)

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

	2015 £	2014 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	5,000	-

In 2014 £4,900 in relation to audit fees and £3,350 (2014:£3,300) in relation to other services pursuant to legislation were borne by the immediate parent company.

5. EMPLOYEES

The Company has no employees other than the Directors, who did not receive any remuneration (2014 - £NIL).

6. INTEREST RECEIVABLE

	2015 £	2014 £
Other interest receivable	-	128

7. TAXATION

	2015 £	2014 £
Corporation tax		
Current tax on profits for the year	-	902
Total current tax	-	902

ALLIANCE TRUST EQUITY PARTNERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

7. TAXATION (continued)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than (2014 - lower than) the standard rate of corporation tax in the UK of 20.3% (2014 - 21.5%). The differences are explained below:

	2015 £	2014 £
Profit on ordinary activities before tax	2,600	-
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.3% (2014 - 21.5%)	528	-
Effects of:		
Group relief	(528)	902
Total tax charge for the year	-	902

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

There are no significant factors that may affect future tax charges.

8. DIVIDENDS

	2015 £	2014 £
Ordinary Shares		
Equity dividends paid	15,000	-

9. DEBTORS

	2015 £	2014 £
Due within one year		
Amounts owed by group undertakings	-	32,187
Other debtors	378	378
Prepayments and accrued income	-	600
	378	33,165

ALLIANCE TRUST EQUITY PARTNERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

10. CREDITORS: Amounts falling due within one year

	2015 £	2014 £
Amounts owed to group undertakings	-	902
Other creditors	37,422	2,822
	<u>37,422</u>	<u>3,724</u>

11. FINANCIAL INSTRUMENTS

	2015 £	2014 £
Financial assets		
Measured at undiscounted amount receivable - Bank	99,784	45,699
Measured at undiscounted amount receivable - Amounts owed by group undertakings	-	32,187
Measured at undiscounted amount receivable - Other debtors	378	378
	<u>100,162</u>	<u>78,264</u>
Financial liabilities		
Measured at undiscounted amount payable - Amounts owed to group undertakings	-	(902)
Measured at undiscounted amount payable - Other creditors	(37,422)	(2,822)
	<u>(37,422)</u>	<u>(3,724)</u>

12. RESERVES

Profit and loss account

The profit and loss account includes all current and prior period retained profits and losses.

ALLIANCE TRUST EQUITY PARTNERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

13. SHARE CAPITAL

	2015 £	2014 £
Authorised, allotted, called up and fully paid		
10,000 Ordinary Shares shares of £1 each	<u>10,000</u>	<u>10,000</u>

14. RELATED PARTY TRANSACTIONS

As a wholly owned subsidiary of Alliance Trust PLC, which prepares consolidated financial statements, the Company is exempt from the requirements of s.33 of FRS 102 to disclose transactions with other members of the group.

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

During the year the Alliance Trust Group underwent a period of restructuring and as a result the immediate parent undertaking and controlling party is Alliance Trust PLC, whose Report and Accounts may be obtained from its registered office at 8 West Marketgait, Dundee, DD1 1QN or online at www.alliancetrust.co.uk.

16. FIRST TIME ADOPTION OF FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on the opening equity position, equity or profit or loss in the current or prior year.