

# DEVA GENERAL PARTNER LIMITED

## Report and Financial Statements Year Ended 31 December 2018

### Partnership Accounts



# DEVA GENERAL PARTNER LIMITED

## CONTENTS

## Page

General information

1

Directors' report

2

Directors' responsibilities statement

3

Profit and loss account

4

Balance sheet

5

Statement of changes in equity

6

Notes to the financial statements

7

**DEVA GENERAL PARTNER LIMITED**

**OFFICERS AND REGISTERED OFFICE**

**Directors**

I R S Prideaux

H F Jaquiss

S H Dean

**Company secretary**

S H Carss

**Registered office**

The Reay Forest Estate Office

Achfary

Sutherland

IV27 4PQ

## DIRECTORS' REPORT

The directors present their annual report on the affairs of the company together with the financial statements for the year ended 31 December 2018.

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

### Activities

The company's principal activity is to act as general partner to the Deva Private Equity Limited Partnership, a limited partnership registered in Scotland.

### Directors

The directors of the company who served during the year were:

I R S Prideaux

H F Jaquiss

S H Dean

(appointed 29 August 2018)

P L Doyle

(resigned 29 August 2018)

Approved by the Board of Directors  
and signed on its behalf by



S H Carss

Company Secretary

31 JULY 2019

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors 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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- (a) select suitable accounting policies and then apply them consistently;
- (b) make judgements and accounting estimates that are reasonable and prudent; and
- (c) 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.

DEVA GENERAL PARTNER LIMITED

**PROFIT AND LOSS ACCOUNT  
YEAR ENDED 31 DECEMBER 2018**

	<b>Note</b>	<b>2018</b> <b>£</b>	<b>2017</b> <b>£</b>
Investment income		2	3
<b>Profit for the financial year</b>	<b>2</b>	<u><b>2</b></u>	<u><b>3</b></u>

There is no income or expense for the current or preceding year other than the profit shown above. Accordingly, a separate statement of other comprehensive income has not been prepared.

All results derive from continuing operations.

DEVA GENERAL PARTNER LIMITED

**BALANCE SHEET  
AS AT 31 DECEMBER 2018**

	Note	2018	2017
		£	£
<b>Fixed assets</b>			
Investments	3	2	2
<b>Current assets</b>			
Debtors	4	7	5
<b>Creditors: amounts falling due within one year</b>		-	-
<b>Net current assets</b>		7	5
<b>Net assets</b>		<u>9</u>	<u>7</u>
<b>Capital and reserves</b>			
Called up share capital	5	4	4
Profit and loss account		5	3
<b>Shareholders' funds</b>		<u>9</u>	<u>7</u>

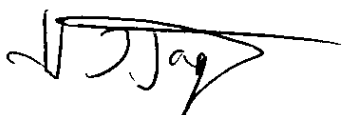
For the year ending 31 December 2018, the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

These financial statements of Deva General Partner Limited, company registration number SC293341, were approved by the Board of Directors on 31 JULY 2019 and are signed on its behalf by:



**H F Jaquiss**  
Director

**STATEMENT OF CHANGES IN EQUITY  
AS AT 31 DECEMBER 2018**

	<b>Called-up share capital £</b>	<b>Profit and loss account £</b>	<b>Total £</b>
<b>At 1 January 2017</b>	4	-	4
Total comprehensive income:			
Profit for the financial year	-	3	-
<b>At 31 December 2017</b>	<u>4</u>	<u>3</u>	<u>7</u>
Total comprehensive income:			
Profit for the financial year	-	2	2
<b>At 31 December 2018</b>	<u>4</u>	<u>5</u>	<u>9</u>



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

**1. Accounting policies**

The financial statements are prepared in accordance with applicable law and United Kingdom accounting standards. The particular accounting policies adopted are described below. The accounting policies have been applied consistently throughout the current and previous year.

**Basis of accounting**

The financial statements are prepared under the historical cost convention.

**Investments**

Shares in related undertakings are stated at cost less provision for impairment.

**2. Profit and loss account**

The Company has no employees other than the directors (2017: nil). The directors received no remuneration from the company during the year (2017: nil).

The expenses of the company are met by Deva Victrix Holdings Limited, its parent company.

**3. Fixed asset investments**

	2018 £	2017 £
<b>Unlisted shares at cost</b>		
At beginning and end of the year	<u>2</u>	<u>2</u>

The above investment is held in the Deva Private Equity Limited Partnership, a limited partnership registered in Scotland. Deva General Partner Limited is entitled to 0.00002% of the profit, loss and net assets of the partnership. At 31 December 2018 the Company's share of the partnership's accumulated undistributed profit is £1 (2017 - £2).

**4. Debtors**

	2018 £	2017 £
Amounts owed by group undertakings	4	4
Amounts owed by related undertakings	3	1
	<u>7</u>	<u>5</u>

**5. Share capital**

	2018 £	2017 £
<b>Called up, allotted and fully paid</b>		
4 ordinary shares of £1 each (2017: 4)	<u>4</u>	<u>4</u>

The company has one class of ordinary shares which carries no right to fixed income.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

**6. Ultimate parent undertaking**

The company's immediate and ultimate parent undertaking is Deva Victrix Holdings Limited, a company registered in England and Wales. Deva Victrix Holdings Limited is wholly owned by a Grosvenor Estate trust.

Deva Victrix Holdings Limited heads the largest and smallest group of undertakings of which the company is a member and for which group financial statements have been prepared for the year ended 31 March 2019.

Copies of the consolidated financial statements of Deva Victrix Holdings Limited can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

**DEVA PRIVATE EQUITY LIMITED PARTNERSHIP**

**General Partner's Report and Financial Statements**

**Year Ended 31 December 2018**

**Partnership Registration No: 5694**

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

<b>CONTENTS</b>	<b>Page</b>
General information	1
General Partner's report	2
Statement of General Partner's responsibilities	3
Independent auditor's report	4
Statement of comprehensive income	7
Balance sheet	8
Statement of changes in partnership funds	9
Cash flow statement	10
Notes to the accounts	11

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## GENERAL INFORMATION

### **Registered Office**

The Reay Forest Estate Office  
Achfary  
Sutherland  
IV27 4PQ

### **General Partner and Manager**

Deva General Partner Limited  
Reay Forest Estate Office  
Achfary  
Sutherland  
IV27 4PQ

### **Investment Manager**

*Cambridge Associates, LLC*  
125 High Street  
Boston  
Massachusetts  
USA

### **Solicitors**

Shepherd and Wedderburn  
1 Exchange Crescent  
Conference Square  
Edinburgh  
EH3 8HL

### **Bankers**

The Royal Bank of Scotland plc  
Commercial & Private Banking  
9th Floor  
250 Bishopsgate  
London  
EC2M 4AA

### **Auditor**

Deloitte LLP  
Statutory Auditor  
London  
United Kingdom

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## GENERAL PARTNER'S REPORT

The General Partner presents its report together with the audited accounts of the Deva Private Equity Limited Partnership ("the partnership") for the year ended 31 December 2018.

### Registration

The partnership was registered as a limited partnership in Scotland under the Limited Partnerships Act, 1907 on 7 March 2006.

### Principal activity

The principal activity of the partnership is to make investments in accordance with the provisions of the limited partnership agreement dated 21 February 2006.

### Results

The results for the year ended 31 December 2018 are shown in the statement of comprehensive income on page 7.

### Going concern

After making enquiries, including consideration of the outstanding commitments and positive cash balance, the General Partner has a reasonable expectation that the partnership has adequate resources to continue in existence for the foreseeable future. Any shortfall in funding the outstanding commitments will be met by further capital contributions from the limited partners.

The partnership has made a profit for the year of £1,851,477 (2017 loss: £1,063,281) and has net assets of £17,843,149 (2017: £23,741,672) and sufficient cash balances to cover net operating expenses for the foreseeable future. Cash totalling £7.75m was returned to the partners of Deva Private Equity LP during the year against its current account balance. This cash was surplus to working capital requirements. The going concern basis has therefore been adopted in the preparation of these financial statements.

### Valuation

Unquoted investments are held in the partnership accounts at valuation based on audited accounts provided by the Investee funds (see accounting policy notes for further details). The General Partner has overall responsibility for the valuation.

### Provision of information to auditor

In the case of each of the members who are members of the partnership at the date when this report is approved:

- so far as they are individually aware, there is no relevant audit information of which the partnership's auditor is unaware; and
- each of the members has taken all the steps that they ought to have taken as a member to make themselves aware of any relevant audit information and to establish that the partnership's auditor is aware of the information.

This information is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

### Auditor

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements are being made for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

## DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

### GENERAL PARTNER'S REPORT (continued)

#### STATEMENT OF GENERAL PARTNER'S RESPONSIBILITIES

The General Partner presents its report and the financial statements for the year ended 31 December 2018. The General Partner who served during the year was Deva General Partner Limited.

The General Partner is responsible for preparing the General Partner's report and the financial statements in accordance with the limited partnership agreement, United Kingdom Financial Reporting Standards and the Companies Act 2006 as applied to Limited Partnerships by Statutory Instrument 'The Partnership (Accounts) Regulations 2008 ('SI 2008/569')'.

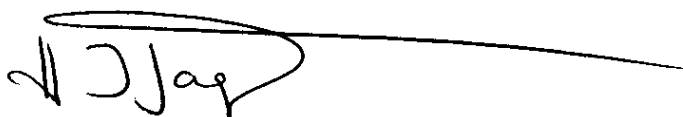
Company law requires the General Partner to prepare financial statements for each financial year. Under that law the General Partner has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the General Partner must not approve the financial statements unless it is satisfied that they give a true and fair view of the state of affairs of the partnership and of the profit or loss of the partnership for that period. In preparing these financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the partnership will continue in business.

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

In preparing this report, the General Partner has taken advantage of the small companies' exemption provided by section 415A of the Companies Act 2006; together with the exemption from preparing a Strategic Report provided by section 414B.

This report was approved by the board on 31 July 2019 and signed on its behalf.



H F Jaquiss

For and on behalf of Deva General Partner Limited

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

### Report on the audit of the financial statements

#### Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the qualifying partnership's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships.

We have audited the financial statements of Deva Equity Private Equity LP (the 'qualifying partnership') which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in partnership funds;
- the cash flow statement;
- the related notes 1 to 11.

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).

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the qualifying partnership in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the General Partner's use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the General Partner has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the qualifying partnership's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

#### Other information

The General Partner is responsible for the other information. The other information comprises the information included in the General Partner's Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DEVA PRIVATE EQUITY LIMITED PARTNERSHIP (continued)**

statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

**Responsibilities of Partners**

As explained more fully in the General Partner's responsibilities statement, the General Partner is 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 partners determine is 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 General Partner is responsible for assessing the qualifying partnership'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 partners either intend to liquidate the qualifying partnership or to cease operations, or have no realistic alternative but to do so.

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

Our 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 an auditor's report that includes our 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Report on other legal and regulatory requirements**

**Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the General Partner's report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the General Partner's report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the qualifying partnership and its environment obtained in the course of the audit, we have not identified any material misstatements in the General Partner's report.

**Matters on which we are required to report by exception**

Under the Companies Act 2006 as applied to qualifying partnerships we are required to report in respect of the following matters 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 Partners' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- The General Partner was not entitled to take advantage of the small qualifying partnership's exemption in preparing the General Partner's Report or from the requirement to prepare a Strategic Report.

We have nothing to report in respect of these matters.

## DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DEVA PRIVATE EQUITY LIMITED PARTNERSHIP (continued)

#### Use of our report

This report is made solely to the qualifying partnership's Partners, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied to qualifying partnerships. Our audit work has been undertaken so that we might state to the qualifying partnership's Partners 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 qualifying partnership and the qualifying partnership's partners as a body, for our audit work, for this report, or for the opinions we have formed.

  
Georgina Robb FCA (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom

.....6<sup>th</sup> August.....2019

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## STATEMENT OF COMPREHENSIVE INCOME YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
<b>Operating income</b>			
Income receivable from fund managers		337,063	63,784
		<u>337,063</u>	<u>63,784</u>
<b>Expenses</b>			
Share of funds net income/(expenditure)		129,172	(7,395)
Other administrative expenses		(116,739)	(120,064)
		<u>12,433</u>	<u>(127,459)</u>
<b>Other operating items</b>			
Gains on disposal of investments		2,034,343	2,626,203
Foreign exchange losses		(150)	(31,372)
Fair value movement of investment in Deva Private Equity (No.2) LP	5	456,268	(1,589,921)
Fair value losses on investments	5	(997,659)	(1,995,894)
		<u>1,492,802</u>	<u>(990,984)</u>
<b>Operating profit / (loss)</b>		1,842,298	(1,054,659)
Interest receivable		<u>9,459</u>	<u>7,926</u>
<b>Profit / (loss) before taxation</b>	4	1,851,757	(1,046,733)
Taxation	2(c)	(280)	(16,548)
<b>Profit / (loss) attributable to partners for the year and total comprehensive income</b>		<u>1,851,477</u>	<u>(1,063,281)</u>

All activities relate to continuing operations.

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## BALANCE SHEET AS AT 31 DECEMBER 2018

	Notes	2018 £	2017 £
<b>Fixed assets</b>			
Investments	5	<u>15,368,253</u>	<u>18,995,355</u>
<b>Current assets</b>			
Debtors	6	-	1,263
Cash at bank and in hand		<u>2,497,915</u>	<u>4,769,259</u>
		<u>2,497,915</u>	<u>4,770,522</u>
<b>Creditors: amounts falling due within one year</b>	7	<u>(23,019)</u>	<u>(24,205)</u>
<b>Net current assets</b>		<u>2,474,896</u>	<u>4,746,317</u>
<b>Net assets attributable to the partners</b>		<u>17,843,149</u>	<u>23,741,672</u>
<b>Represented by:</b>			
<b>General Partner's account</b>			
Capital account		2	2
Current account		1	2
<b>Limited Partners' accounts</b>			
Capital accounts		11,712,002	11,712,002
Current accounts		<u>6,131,144</u>	<u>12,029,666</u>
<b>Partnership funds</b>		<u>17,843,149</u>	<u>23,741,672</u>

The General Partner in accordance with the Limited Partnership Agreement approved the financial statements of Deva Private Equity Limited Partnership, partnership registration LP 5694

on 31 JULY 2019.



Signed on behalf of the General Partner, Deva General Partner Limited

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## STATEMENT OF CHANGES IN PARTNERSHIP FUNDS AT 31 DECEMBER 2018

	Limited Partners		General Partner		Total
	Capital accounts £	Current accounts £	Capital account £	Current account £	£
<b>As at 1 January 2017</b>	11,712,002	26,892,944	2	5	38,604,953
<b>Total comprehensive loss:</b>					
Loss for the year	-	(1,063,281)	-	-	(1,063,281)
	<u>11,712,002</u>	<u>25,829,663</u>	<u>2</u>	<u>5</u>	<u>37,541,672</u>
<b>Distributions to partners:</b>					
Cash distribution to partners	-	(13,799,997)	-	(3)	(13,800,000)
<b>As at 31 December 2017</b>	<u>11,712,002</u>	<u>12,029,666</u>	<u>2</u>	<u>2</u>	<u>23,741,672</u>
<b>Total comprehensive income:</b>					
Profit for the year	-	1,851,476	-	1	1,851,477
	<u>11,712,002</u>	<u>13,881,142</u>	<u>2</u>	<u>3</u>	<u>25,593,149</u>
<b>Distributions to partners:</b>					
Cash distribution to partners	-	(7,749,998)	-	-	(7,749,998)
Distribution due to partner	-	-	-	(2)	(2)
<b>As at 31 December 2018</b>	<u>11,712,002</u>	<u>6,131,144</u>	<u>2</u>	<u>1</u>	<u>17,843,149</u>

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## CASH FLOW STATEMENT YEAR ENDED 31 DECEMBER 2018

		2018 £	2017 £
<b>Net cash inflow/(outflow) from operating activities</b>	9	190,711	(41,360)
<b>Cash flow from investing activities</b>			
Proceeds from sale of investments		5,409,521	8,234,993
Interest received		9,459	7,926
Purchase of investments	5	(160,295)	(124,996)
<b>Net cash flow from investing activities</b>		<u>5,258,685</u>	<u>8,117,923</u>
<b>Cash flow from financing activities</b>			
Cash distribution to partners		(7,749,998)	(13,800,000)
<b>Net cash flow from financing activities</b>		<u>(7,749,998)</u>	<u>(13,800,000)</u>
<b>Net decrease in cash and cash equivalents</b>		<u>(2,300,602)</u>	<u>(5,723,437)</u>
<b>Cash and cash equivalents at beginning of year</b>		4,769,259	10,549,176
Effect of foreign exchange rate changes		29,258	(56,480)
<b>Cash and cash equivalents at end of year</b>		<u>2,497,915</u>	<u>4,769,259</u>
<b>Reconciliation to cash at bank and in hand</b>			
Cash at bank and in hand at end of year		<u>2,497,915</u>	<u>4,769,259</u>
<b>Cash and cash equivalents at end of year</b>		<u>2,497,915</u>	<u>4,769,259</u>

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2018

### 1. Partnership agreement

Deva Private Equity Limited Partnership was registered as a limited partnership in Scotland under the Limited Partnership Act 1907 on 7 March 2006. The General Partner is Deva General Partner Limited, a company incorporated in the UK under the Companies Act 2006. The address of the registered office for Deva Private Equity Limited Partnership and Deva General Partner Limited is given on page 1. The operation of the partnership is governed by the Partnership Agreement dated 21 February 2006. Under the terms of the partnership Agreement:

- (a) The profits, losses and liabilities of the partnership shall be appropriated to the partners in the proportions equal to their percentage capital contribution from time to time, unless every partner agrees otherwise.
- (b) Profits available for distribution shall be paid to the partners on the basis determined by the General Partner from time to time, taking into account working capital requirements and such other matters as the General Partner considers to be relevant.
- (c) Notwithstanding the provisions of (a) above, the liability of each Limited Partner for any losses and liabilities of the partnership shall not exceed the amount of its capital contribution.

### 2. Accounting policies

The financial statements are prepared in accordance with applicable United Kingdom law and accounting standards. The particular accounting policies adopted have been applied consistently in the current year and prior periods and are described below.

#### (a) Basis of accounting

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of investments and on a going concern basis, in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. An assessment of going concern is contained within the General Partner's Report.

The functional currency of the LP is considered to be pounds sterling because that is the currency of the primary economic environment in which the LP operates.

#### (b) Financial Instruments

Financial assets and financial liabilities are recognised when the partnership becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

##### *(i) Financial assets and liabilities*

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through the statement of comprehensive income, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the partnership intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

## DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

### NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2018

#### 2. Accounting policies (continued)

##### *(ii) Fair value measurement*

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

Investments have been classified as instruments at fair value through the statement of comprehensive income ("the fair value"). In estimating the fair value of any investments, the manager shall use the audited valuations provided by the general partners and/or administrators of the Investee funds. The valuations of the Investee funds have been reviewed since the year end to assess whether any impairment in valuations has arisen.

##### **(c) Taxation**

As a partnership, taxable income and chargeable gains and losses are borne by the individual partners and are not reflected in these accounts.

A charge of £280 (2017: £16,548) in respect of US tax liabilities was incurred by the partnership in the year, being tax withheld on distributions received.

##### **(d) Share of funds net expenditure**

Fund management expenses represents share of net income or expenditure recorded in each of the underlying funds translated into sterling using an average exchange rate for the year.

##### **(e) Foreign currency**

The partnership invests in funds based in the United States, Europe and Australasia. These investments are made in the appropriate local currency and are translated into sterling at the rate of exchange ruling at the date of the transaction.

The period end value of each investment is retranslated into sterling using the period end exchange rate and the resultant exchange gain or loss is shown in the Statement of Comprehensive Income.

Monetary assets and liabilities are translated into sterling at the month end rate, and the resultant gain or loss on exchange is reflected in the Statement of Comprehensive Income.

##### **(f) Operating income**

Income receivable from fund managers is accounted for on an accruals basis and when the Partnership is legally entitled to the income and the amount can be reliably measured.

#### 3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the partnerships accounting policies, which are described in note 2, the General Partner is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis.

In estimating the fair value of the investments, the partnership uses market observable data to the extent that it is available which approximates the share of net assets of the underlying funds as reported in their audited accounts. Apart from those involving estimations, which are dealt with separately above, there are no other critical accounting judgements.



# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2018

### 4. Profit/(loss) before taxation

Profit/(loss) before taxation is stated after charging:

	2018 £	2017 £
Fees payable to the partnership's auditor for the audit of the partnership's annual accounts	6,960	6,720

The partnership had no employees in the year (2017: none).

There were no non-audit services provided by the partnerships auditors in the current and preceding year.

### 5. Investments

	1 January 2018 £	Net (disposals)/ additions £	Fair value movement £	31 December 2018 £
<b>Private Equity Funds (i)</b>				
Dover Street VI Cayman Fund LP	523,308	(49,499)	(70,405)	403,404
TPG Endowment Fund V LP	1,392,721	(202,034)	(595,580)	595,107
Permira Equity Partners Fund IV LP	1,259,372	(332,695)	(191,799)	734,878
European By-Out Opportunities II LP	2,091,233	(156,791)	(443,507)	1,490,935
Pacific Equity Partners IV	220,084	-	(10,369)	209,715
Summit Partners Europe PE Fund LP	2,729,464	26,131	443,173	3,198,768
<b>Scottish Limited Partnership (ii)</b>				
Deva Private Equity (No.2) LP	10,779,173	(2,499,995)	456,268	8,735,446
	<u>18,995,355</u>	<u>(3,214,883)</u>	<u>(412,219)</u>	<u>15,368,253</u>

Decrease in valuation for the year:	2018 £
Fair value losses on investments	(997,659)
Share of funds net income	129,172
Fair value movement of investment in Deva Private Equity (No.2) LP	456,268
	<u>(412,219)</u>
	£
Foreign exchange gains included within fair value losses on investments	<u>209,785</u>

# DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2018

### 5. Investments (continued)

Net disposals for the year:	<b>2018</b>
	<b>£</b>
Investments acquired	160,295
Return of capital	(3,375,178)
<b>Net disposals for the year</b>	<b>(3,214,883)</b>
The historical cost of the above investments is:	<b>£</b>
Dover Street VI Cayman Fund LP	103,892
TPG Endowment Fund V LP	1,059,525
Permira IV LP	883,390
European Buy-Out Opportunities II LP	2,391,340
Pacific Equity Partners Fund IV LP	1,268,898
Summit Partners Europe PE Fund LP	2,890,033
Deva Private Equity (No.2) LP	4,803,783
	<b>13,400,861</b>

#### (i) Private Equity Funds

The value of the private equity funds represents the partnership's share of the net assets of the Investee funds as reported in their audited accounts for the year ended 31 December 2018.

(ii) Deva Private Equity Limited Partnership has a 99.9998% holding in Deva Private Equity (No.2) Limited Partnership.

Deva Private Equity (No.2) LP was registered as a Limited Partnership in Scotland on 10 November 2006. The registered office address of the partnership is The Reay Forest Estate Office, Achfary, Sutherland, Scotland, IV27 4PQ. It was formed in order to make tax efficient investments in the United States, and as at 31 December 2018 owned investments valued at £7,097,001.

The value of Deva Private Equity (No.2) LP represents the partnership's share of the net assets of the entity as reported in the audited accounts of Deva Private Equity (No. 2) LP for the year ended 31 December 2018.

Deva Private Equity LP has committed funds as follows as at 31 December 2018:

	<b>Commitment</b>	<b>Invested as at 1 January 2018</b>	<b>Net invested in year</b>	<b>Balance of Commitment at 31 December 2018</b>
Dover Street VI Cayman Fund LP	\$3,000,000	\$2,865,000	-	€135,000
TPG Endowment Fund V LP	\$6,662,316	\$6,516,231	-	\$146,085
Permira IV LP	€5,600,000	€5,485,200	€57,400	€57,400
European Buy-Out Opportunities II LP	€5,000,000	€4,890,923	(€1,904)	€110,981
Pacific Equity Partners Fund IV LP	A\$4,375,035	A\$4,326,917	-	A\$48,118
Summit Partners Europe PE Fund LP	€4,000,000	€3,616,709	€37,947	€345,344

Deva Private Equity LP holds less than 20% of each of the above funds.

**NOTES TO THE ACCOUNTS  
YEAR ENDED 31 DECEMBER 2018**

**6. Debtors**

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Other debtors	-	1,263

**7. Creditors: amounts falling due within one year**

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Accruals	14,992	16,325
Sundry creditors	8,027	7,880
	<u>23,019</u>	<u>24,205</u>

**8. Financial instruments**

The carrying values of the partnership's financial assets and liabilities are summarised by category below:

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
<b>Equity instruments measured at fair value</b>		
Fixed asset investments in unlisted instruments (note 5)	<u>15,368,253</u>	<u>18,995,355</u>

The partnership's income, expense, gains and losses in respect of financial instruments are summarised below:

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
<b>Interest income and expenses</b>		
Total interest income in cash at bank and in hand	9,459	7,926
Total interest income for financial assets measured at fair value through profit or loss	<u>606</u>	<u>15,584</u>
<b>Fair value gains and losses</b>		
On financial assets (including listed investments) measured at fair value through the statement of comprehensive income net of income/expenses (note 5)	<u>(412,219)</u>	<u>(3,593,210)</u>

**9. Reconciliation of operating profit/(loss) to net cash inflow/(outflow) from operating activities**

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Operating profit / (loss)	1,842,298	(1,054,659)
Adjustments for:		
Share of funds net (income) / expenses	(129,172)	7,395
Unrealised exchange (gains) / losses	(29,258)	56,480
Fair value losses on investments	997,659	1,995,894
Fair value movement of investment in Deva Private Equity (No.2) LP	(456,268)	1,589,921
Gains on disposal of investments	<u>(2,034,343)</u>	<u>(2,626,203)</u>
Operating cash flow before movements in working capital	190,916	(31,172)
Decrease in debtors	1,263	891
(Decrease) / increase in creditors	<u>(1,188)</u>	<u>5,469</u>
	190,991	(24,812)
Tax paid	<u>(280)</u>	<u>(16,548)</u>
<b>Net cash inflow / (outflow) from operating activities</b>	<u>190,711</u>	<u>(41,360)</u>

## DEVA PRIVATE EQUITY LIMITED PARTNERSHIP

### NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2018

#### 10. Transactions with related parties

No fees have been payable to the General Partner in the current year or preceding year.

During the year the partnership sold \$1.68m cash to Wheatsheaf Private Equity LP at an average spot rate of 1.335.

#### 11. Controlling party and ultimate parent undertaking

The General Partner and controlling party, Deva General Partner Limited is a company registered in Scotland which is wholly-owned by Deva Victrix Holdings Limited, a company registered in England and Wales which is wholly-owned by a Grosvenor trust.