

**Partnership
Accounts**

SLCP (General Partner NASP 2008) Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2019

Registration number: SC293348

COMPANIES HOUSE

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Company Information

Directors	I Harris S Hay R J Pim
Company secretary	SLA Corporate Secretary Limited
Registered office	1 George Street Edinburgh Scotland EH2 2LL
Auditor	KPMG LLP Chartered Accountants and Statutory Auditor Saltire Court 20 Castle Terrace Edinburgh EH1 2EG

Directors' Report for the Year Ended 31 December 2019

The Directors present their annual report together with the audited financial statements of SLCP (General Partner NASP 2008) Limited ("the Company") for the year ended 31 December 2019.

The Company qualifies as a small company in accordance with Sections 381-382 of the Companies Act 2006. The Directors have taken advantage of the small companies exemption provided by Section 414B of the Companies Act 2006 and have not prepared a Strategic Report.

Business review and future developments

The Company's principal activity is to act as a General Partner of a Limited Partnership, NASP 2008 General Partner Limited Partnership, which is the General Partner of NASP 2008 ("the Fund"), whose activity is to make private equity investments, primarily in North America. The Company has entered into a management agreement with SL Capital Partners LLP, authorising it to manage the business of the Fund.

The Company is part of Standard Life Aberdeen plc ("SLA plc" or, together with its subsidiaries, "the Standard Life Aberdeen Group"). There are no plans to change the principal activity of the Company.

Directors of the Company

The Directors, who held office during the year, were as follows:

I Harris

S Hay

P A McKellar (resigned 30 September 2020)

R J Pim

The Company's ultimate parent company, SLA plc maintains directors' and officers' liability insurance on behalf of its directors and officers.

Company secretary

The Company secretary during the year, was as follows:

H S Kidd (resigned 31 May 2020)

The following Company secretary was appointed after the year end:

SLA Corporate Secretary Limited - Director (appointed 31 May 2020)

Result for the year

The result for the year ended 31 December 2019 is a profit after tax of £nil. (2018: £nil).

Directors' Report for the Year Ended 31 December 2019 (continued)

Principal risks and uncertainties

The management of the business and execution of the Company's strategy are subject to a number of risks.

The Standard Life Aberdeen Group, of which the Company is a part, has established a governance framework for monitoring and overseeing strategy, conduct of business standards and operations of the business across SLA plc that includes a clearly stated corporate organisational structure, appropriately delegated authorities and independent internal audit and risk management functions. Risk management for the Company operates within this governance framework.

The principal risks and uncertainties facing the Company are integrated into the principal risks of the Standard Life Aberdeen Group and are therefore not managed separately. Accordingly, the principal risks and uncertainties of SLA plc, which include those of the Company, are discussed fully in the SLA plc Annual Report and Accounts which does not form part of this report.

The principal risks to which the Company is most specifically exposed can be categorised as follows:

Brexit

The Company has considered the impact of Brexit and does not consider there to be any material impact on the Company's financial statements during 2020 and beyond. All regulated investment management activity pertaining to the vehicle is sub delegated to another Standard Life Aberdeen Group undertaking. Consequently any profits or losses in the Company are absorbed by the sub delegated investment management undertaking. Accordingly, Brexit is not expected to have a significant impact on the structure or operations of the Company.

Operational risk

Notably IT failure and security including cyber risk; third party oversight including both outsourcing and supplier relationships; process execution failure; and the impact of inaccurate or incomplete information for financial management and decision making. The risks are mitigated by the Company and the Standard Life Aberdeen Group maintaining a strong and well established risk management framework as a foundation for the effective management of process risk across the business.

Strategic risk

Notably investment performance; ensuring we meet the evolving needs of our clients and customers and adapting to preference changes. Geopolitical unrest and associated risks continue to be a key strategic risk and can impact the market in which we operate, impact our reputation and increase our capital exposure. Risks are mitigated by ongoing Board consideration of strategic risks.

Coronavirus (COVID-19)

In early 2020, the existence of a new coronavirus, now known as COVID-19, was confirmed and since this time COVID-19 has spread across China and to a significant number of other countries. COVID-19 has caused disruption to businesses and economic activity which has been reflected in recent fluctuations in global stock markets. The Standard Life Aberdeen Group is utilising business continuity and resilience processes with the objective of mitigating the impact of COVID-19.

Directors' Report for the Year Ended 31 December 2019 (continued)

Going concern

The Board's assessment of going concern took into account recent market developments and the uncertainty caused by COVID-19. The Board considered the impact of reasonably possible downside scenarios as a result of COVID-19. Based on their assessment, the Board is satisfied that the Company has and will maintain sufficient resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. Further information is available in Note 1.

Dividends

No dividend was paid during the year (2018: £nil) to the Company's immediate parent, namely SLCP (Holdings) Limited.

Political donations

It is the Company's policy not to make donations for political purposes.

Independent auditor

The Independent Auditor, KPMG LLP, has indicated their willingness to continue in office.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information. The Directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Directors' Report for the Year Ended 31 December 2019 (continued)

Statement of Directors' Responsibilities

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

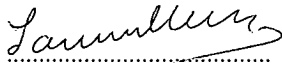
Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

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 year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Approved by the Board on 9 December 2020 and signed on its behalf by:



I Harris
Director

Independent Auditor's Report to the Members of SLCP (General Partner NASP 2008) Limited

Opinion

We have audited the financial statements of SLCP (General Partner NASP 2008) Limited ('the Company') for the year ended 31 December 2019, which comprise the Profit and Loss Account, Balance Sheet, Statement of Changes in Equity, and Notes to the Financial Statements, including the accounting policies note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its results for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion

Going concern

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the Directors' conclusions, we considered the inherent risks to the Company's business model, including the impact of Brexit, and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

Independent Auditor's Report to the Members of SLCP (General Partner NASP 2008) Limited (continued)

Directors' Report

The Directors are responsible for the Directors' Report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the Directors' Report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the Directors' Report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors responsibilities

As explained more fully in their statement set out on page 5, the Directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company'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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

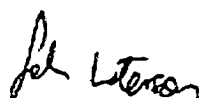
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Independent Auditor's Report to the Members of SLCP (General Partner NASP 2008) Limited (continued)

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



John Waterson (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor

Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG

10 December 2020

Profit and Loss Account for the Year Ended 31 December 2019

	Note	2019 £	2018 £
Revenue	3	241,355	438,608
Administrative expenses		<u>(241,355)</u>	<u>(438,608)</u>
Result for the year		<u><u>-</u></u>	<u><u>-</u></u>

The Company has not recorded any other comprehensive income during the years to 31 December 2019 or 31 December 2018. A separate statement of comprehensive income is therefore not disclosed.


The statutory audit fee of £3,451 (2018: £3,000) has been paid by a fellow Standard Life Aberdeen Group undertaking.

The notes on pages 12 to 18 form an integral part of these financial statements.

Balance Sheet as at 31 December 2019

	Note	2019 £	2018 £
Assets			
Current assets			
Trade and other receivables	4	<u>1,222</u>	<u>14,399</u>
Total current assets		<u>1,222</u>	<u>14,399</u>
Equity and liabilities			
Equity			
Share capital	5	<u>100</u>	<u>100</u>
Equity attributable to equity holders of the parent		<u>100</u>	<u>100</u>
Liabilities			
Current liabilities			
Trade and other payables	6	<u>1,122</u>	<u>14,299</u>
Total current liabilities		<u>1,122</u>	<u>14,299</u>
Total equity and liabilities		<u>1,222</u>	<u>14,399</u>

Approved by the Board on 9 December 2020 and signed on its behalf by:



I Harris
Director

Registration number: SC293348

The notes on pages 12 to 18 form an integral part of these financial statements.

Statement of Changes in Equity for the Year Ended 31 December 2019

	Share capital £	Total £
At 1 January 2018	100	100
At 31 December 2018	100	100
	Share capital £	Total £
At 1 January 2019	100	100
At 31 December 2019	100	100

The notes on pages 12 to 18 form an integral part of these financial statements.

Notes to the Financial Statements for the Year Ended 31 December 2019

1 Accounting policies

Summary of significant accounting policies and key accounting estimates

The following accounting policies have been applied consistently to all years presented when dealing with items which are considered material in relation to the Company's financial statements.

Basis of preparation

The Company meets the definition of a qualifying entity under Application of Financial Reporting Requirements 100 as issued by the Financial Reporting Council. Accordingly, the financial statements for year ended 31 December 2019 have been prepared in accordance with FRS 101 as issued by the Financial Reporting Council.

Summary of disclosure exemptions

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- International Accounting Standard ("IAS") 1 Presentation of Financial Statements requirement for comparative period reconciliations for share capital;
- IAS 1 Presentation of Financial Statements disclosures in respect of capital management;
- IAS 7 Statement of Cash Flows and related notes;
- IAS 8 Accounting Policies requirement to disclose the effects of new but not yet effective International Financial Reporting Standards ("IFRSs"); and
- IAS 24 Related Party disclosures in respect of transactions with wholly owned subsidiaries.

As the consolidated financial statements of SLA plc include the equivalent disclosures, the Company has also taken the exemption under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 7 Financial Instrument Disclosures.

The Company is a wholly owned subsidiary of SLA plc which prepares consolidated financial statements and is therefore exempt from the requirement to prepare consolidated accounts by virtue of section 400 of the Companies Act 2006.

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

1 Accounting policies (continued)

Going concern

The Company's business activities, together with the factors likely to affect its future development and financial position, are set out in the Directors' Report.

The Company traded during the year but exists to make no profit or loss. This is because all regulated investment management activity pertaining to the vehicle is sub delegated to another Standard Life Aberdeen Group undertaking. Consequently any profits or losses in the Company are absorbed by the sub delegated investment management undertaking. Amounts payable to the sub delegated investment management undertaking are discretionary, so could be reduced should the Company be required to pay its own audit fee or other similar costs.

The Directors have considered the uncertainty created by COVID-19 concluding this will have no impact on the Company for the reason noted above and consequently the Directors are satisfied that the Company remains in a position to continue as a going concern for at least the next 12 months.

Changes in accounting policy

The Company has completed an analysis of new standards, interpretations and amendments effective for the first time from 1 January 2019 and it has been determined they have no impact on the Company.

Revenue recognition

The Company's primary source of revenue is fee income from investment management activities. Management fees are generated through investment management agreements and are generally based on agreed rates as a percentage of assets under management ("AUM"). The fees are recognised as the service is provided and in accordance with the performance obligations of the agreements.

Administrative expenses

Administrative expenses are recognised on an accruals basis.

Financial assets

(i) Amortised cost

These instruments are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These instruments are included in current assets and consist of amounts owed by Standard Life Aberdeen Group undertakings. These instruments are initially recognised at fair value, net of any transaction costs, and subsequently at amortised cost using the effective interest rate method.

The Company has adopted trade date accounting. Accordingly, a financial asset is recognised on the date the Company commits to its purchase and derecognised on the date on which the Company commits to its sale.

Financial liabilities

(i) Amortised cost

These instruments include amounts owed to the Fund. These instruments are initially recognised at fair value and subsequently at amortised cost using the effective interest rate method.

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

2 Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements can necessitate the use of key estimates and judgements. These estimates and judgements can affect the reported amounts of assets and liabilities, contingent or otherwise, at the balance sheet date as well as affecting the reported profit or loss for the year. Key judgements are disclosed beneath:

Critical judgements:

Disclosure of interest in other entities - The Company has interests in unconsolidated structured entities during the year and management's judgement has been exercised when assessing the relationship with these entities and exposures to variable returns from the performance of that entity.

3 Revenue

The analysis of the Company's revenue for the year from continuing operations is as follows:

	2019 £	2018 £
Management fees	241,355	438,608
Total revenue	241,355	438,608

4 Trade and other receivables

	2019 £	2018 £
Current trade and other receivables:		
Amounts owed by Standard Life Aberdeen Group undertakings	1,222	14,399
Total current trade and other receivables	1,222	14,399

Amounts owed by Standard Life Aberdeen Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

5 Share capital

Allotted, called up and fully paid shares

	2019		2018	
	No.	£	No.	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

6 Trade and other payables

	2019	2018
	£	£
Current trade and other payables:		
Amounts owed to the Fund	<u>1,122</u>	<u>14,299</u>
Total current trade and other payables	<u>1,122</u>	<u>14,299</u>

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

7 Unconsolidated structured entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only, or when the relevant activities are directed by means of contractual arrangements.

The Company has assessed whether the funds it manages are structured entities, through review of the above factors, including the rights to remove the Company as fund manager or other key management role. The Company considers the following as structured entities - limited partnerships.

The structured entities are generally financed by the purchase of units or shares by investors, although some funds are able to obtain external debt financing, and allow clients to invest in a portfolio of assets in order to provide a return through capital appreciation and/or investment income. Accordingly, they are susceptible to market price risk arising from uncertainties about future values of the assets they hold.

AUM within unconsolidated structured entities is shown below:

	2019	2018
	£	£
Unconsolidated structured entities	<u>96,349,690</u>	<u>126,889,304</u>

The table below summarises the revenue & carrying values in the balance sheet:

	2019	2018
	£	£
Revenue	241,355	438,608
Payables	<u>1,122</u>	<u>14,299</u>

Maximum exposure to loss

The Company does not have a direct exposure to the AUM it manages, with the associated risks and rewards residing with external investors. The Company's maximum exposure to loss is therefore limited to future fee income, where investors decide to withdraw funds, reducing the net asset value of the entities and the fair value of any investments in structured entities held by the Company at each reporting date.

Financial support

The Company has not provided financial support to any unconsolidated structured entity through guarantees over the repayment of borrowings, or otherwise, and has no contractual obligations or current intention of providing financial support in the future.

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

8 Related party transactions

In the normal course of business, the Company enters into transactions with related parties in respect of investment management business.

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries.

The following are details of significant transactions with related parties (excluding fellow wholly owned subsidiaries and key management personnel) during the year and the year end balances arising from such transactions.

	2019			
	Revenue £	Expenses £	Receivables £	Payables £
Fund	241,355	-	-	1,122
	<u>241,355</u>	<u>-</u>	<u>-</u>	<u>1,122</u>

	2018			
	Revenue £	Expenses £	Receivables £	Payables £
Fund	438,608	-	-	14,299
Standard Life Aberdeen Group undertakings	-	438,608	14,299	-
	<u>438,608</u>	<u>438,608</u>	<u>14,299</u>	<u>14,299</u>

SL Capital Partners LLP became a wholly owned subsidiary as of 10 July 2019 and as such transactions are no longer disclosed for 2019.

9 Parent and ultimate parent undertaking

The Company's immediate parent is SLCP (Holdings) Limited and its ultimate parent is SLA plc, both of which are incorporated in the United Kingdom and registered in Scotland.

The most senior parent entity producing publicly available financial statements is SLA plc. Copies of the consolidated Annual Report and Accounts are available to the public from 1 George Street, Edinburgh, EH2 2LL, or to download on the website www.standardlifeaberndeen.com.

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

10 Events after the balance sheet date

In early 2020, the existence of a new coronavirus, now known as COVID-19, was confirmed and since this time COVID-19 has spread across China and to a significant number of other countries. COVID-19 has caused disruption to businesses and economic activity which has been reflected in recent fluctuations in global stock markets. The Company considers the emergence and spread of COVID-19 to be a non-adjusting post balance sheet event. Given the inherent uncertainties, it is not practicable at this time to determine the impact of COVID-19 on the Company or to provide a quantitative estimate of this impact.

11 Investment holdings

In line with Companies Act requirements, the Company considers the Fund to be a subsidiary entity.

Name of undertaking: NASP 2008 Limited Partnership

Country of registration: United Kingdom

Registered office: 1 George Street, Edinburgh EH2 2LL, United Kingdom

The Company acts as a General Partner of the below listed Limited Partnership

Name of undertaking: SLCP (General Partner NASP 2008) Limited.

Country of registration: United Kingdom.

Registered office: 1 George Street, Edinburgh, EH2 2LL.

NASP 2008 General Partner Limited Partnership

Financial Statements for the year ended 31 December 2019

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Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report.

Manager, General Partner and Advisors

Manager and Principal Place of Business	SL Capital Partners LLP 1 George Street Edinburgh, EH2 2LL U.K.
General Partner	SLCP (General Partner NASP 2008) Limited 1 George Street Edinburgh, EH2 2LL U.K.
Legal Advisor	Goodwin Procter (UK) LLP 100 Cheapside London, EC2V 6DY U.K.
Tax Advisor	Deloitte LLP 150 Midsummer Boulevard Milton Keynes Buckinghamshire, MK9 1FD U.K.
Independent Auditor	Nexia Smith & Williamson 25 Moorgate London, EC2R 6AY U.K.
Administrator	IQ EQ Administration Services (UK) Ltd Two London Bridge London, SE1 9RA U.K.
Inception Date	4 May 2007

Report of the General Partner

The General Partner, SLCP (General Partner NASP 2008) Limited, presents the audited financial statements for NASP 2008 General Partner Limited Partnership ("the Partnership") for the year ended 31 December 2019.

Structure of the Partnership

The Partnership is a Scottish Limited Partnership and commenced trading on 4 May 2007. The purpose of the Partnership is to act as the General Partner and Carried Interest Partner in the various limited partnerships constituting the North American Strategic Partners 2008 Fund ("the NASP 2008 Fund"). On 18 September 2009, thirteen Carried Interest Partners were admitted to the Partnership with aggregate commitments of US\$19. The structure of the Partnership is detailed further in note 1 to the financial statements.

Directors of the General Partner

SLCP (General Partner NASP 2008) Limited has acted as the General Partner of the Partnership throughout the year and there have been no changes to the Directors of the General Partner during the year.

Distributions

Distributions of US\$Nil were made to the Carried Interest Partners during the year (2018: US\$Nil).

Results, activities and future developments

The results for the year are set out in the Statement of Comprehensive Income on page 7. A description of the principal activity of the Partnership is provided in note 1 to the financial statements.

Events after the reporting date

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in certain equity and debt markets. The global impact of the outbreak is rapidly evolving and on 11 March 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The General Partner, as part of the Standard Life Aberdeen plc group, is utilising business continuity and resilience processes with the objective of mitigating the impact of COVID-19. The General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Further details can be found in note 12 to the financial statements.

Disclosure of information to auditor

At the date of this report, the General Partner confirms that:

- As far as the General Partner is aware, there is no relevant information of which the Partnership's auditor is unaware; and
- The General Partner has taken all the steps that it ought to have taken as a General Partner in order to make it aware of any relevant audit information and to establish that the Partnership's auditor is aware of that information.

Independent auditor

The General Partner has appointed Nexia Smith & Williamson as auditor to the Partnership in accordance with Section 485 of the Companies Act 2006.

Data protection

SL Capital Partners LLP has implemented measures that it believes are necessary in order to comply with the General Data Protection Regulation.

Report of the General Partner (continued)

Strategic report

The Partnership is considered as "small" under Section 414B of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and is therefore exempt from preparing a strategic report.

Signed on behalf of the General Partner

A handwritten signature in black ink, appearing to read 'Ian Harris', with a long horizontal flourish extending to the right.

Ian Harris

Director, SLCP (General Partner NASP 2008) Limited

29 May 2020

Statement of General Partner's Responsibilities

The General Partner is responsible for preparing the Report of the General Partner and the financial statements in accordance with applicable law and regulations.

Company law as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 ("the Regulations") requires the General Partner to prepare financial statements for each financial year. Under that law, the General Partner has prepared the Partnership's financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 102 "The Financial Reporting Standard Applicable in the U.K. and Republic of Ireland" ("FRS 102").

Under Company law as applied to qualifying partnerships, the General Partner 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 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;
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations. 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.

Independent Auditor's Report to the Partners of NASP 2008 General Partner Limited Partnership

Opinion

We have audited the financial statements of NASP 2008 General Partner Limited Partnership (the 'Qualifying Partnership') for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Net Assets Attributable to Partners, the Statement of Cash Flows and the 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

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 2019 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 as applied to qualifying partnerships.

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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the General Partner's use of the going concern basis of accounting in the 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.

Emphasis of matter – impact of COVID-19

We draw attention to notes 3.2 and 12 of the financial statements, which describe the impact of COVID-19 on the partnership. Our opinion is not modified in respect of this matter.

Other information

The other information comprises the information included in the Financial Statements, other than the financial statements and our auditor's report thereon. The General Partner is responsible for the other information. 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 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 this regard.

Opinion on other matters prescribed by the Companies Act 2006 as applied to qualifying partnerships

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

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

Independent Auditor's Report to the Partners NASP 2008 General Partner Limited Partnership (continued)

Matters on which we are required to report by exception

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 material misstatements in the Report of the General Partner.

We have nothing to report in respect of the following matters where the Companies Act 2006 as applied to qualifying partnerships requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of the General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the General Partner was not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

Responsibilities of the General Partner

As explained more fully in the Statement of General Partner's Responsibilities set out on page 4, 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 General Partner determines 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 General Partner either intends to liquidate the Qualifying Partnership or to cease operations, or has 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. This description forms part of our auditor's report.

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.

Nexia Smith & Williamson

Lindsay Manson
Senior Statutory Auditor, for and on behalf of
Nexia Smith & Williamson
Statutory Auditor
Chartered Accountants

25 Moorgate
London
EC2R 6AY

29 May 2020

Statement of Comprehensive Income

		Year ended 31 December 2019	Year ended 31 December 2018
	Notes	US\$	US\$
Income			
Management profit share	5	290,354	613,453
Total income		<u>290,354</u>	<u>613,453</u>
Expenses			
Administrative expenses	6	(6,650)	(4,899)
Total expenses		<u>(6,650)</u>	<u>(4,899)</u>
Operating profit		<u>283,704</u>	<u>608,554</u>
Profit for the financial year		<u>283,704</u>	<u>608,554</u>

All results shown in the Statement of Comprehensive Income are from continuing operations.

The Partnership has no components of other comprehensive income in the current and comparative year.

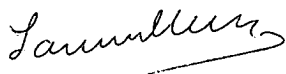
The notes 1 to 12 form an integral part of these financial statements.

Statement of Financial Position

		At 31 December 2019 US\$	At 31 December 2018 US\$
Fixed assets			
Financial assets at fair value through profit or loss	10	<u>101</u>	<u>101</u>
Current assets			
Cash and cash equivalents	3.6	<u>30</u>	<u>30</u>
Current liabilities			
Creditors due within one year	7	<u>(89,300)</u>	<u>(82,650)</u>
Net current liabilities		<u>(89,270)</u>	<u>(82,620)</u>
Net liabilities attributable to Partners		<u>(89,169)</u>	<u>(82,519)</u>
Partners' capital			
General Partner		-	-
Carried Interest Partners		<u>(89,169)</u>	<u>(82,519)</u>
Total Partners' capital		<u>(89,169)</u>	<u>(82,519)</u>

The notes 1 to 12 form an integral part of these financial statements.

The financial statements set out on pages 7 to 18 were approved by the General Partner on 29 May 2020 and signed on its behalf by:



Ian Harris
Director, SLCP (General Partner NASP 2008) Limited

Statement of Changes in Net Assets Attributable to Partners for the year ended 31 December 2019

	General Partner	Carried Interest Partners	Total
	US\$	US\$	US\$
Net liabilities attributable to Partners at the start of the year	-	(82,519)	(82,519)
Distributions to Partners	(290,354)	-	(290,354)
Net distributed	(290,354)	-	(290,354)
Profit / (loss) for the financial year	290,354	(6,650)	283,704
Net liabilities attributable to Partners at the end of the year	-	(89,169)	(89,169)

Net Assets Attributable to Partners since inception to 31 December 2019

	General Partner	Carried Interest Partners	Total
	US\$	US\$	US\$
Partners' capital drawn	-	19	19
Distributions to Partners	(18,876,767)	-	(18,876,767)
Net (distributed) / drawn	(18,876,767)	19	(18,876,748)
Profit / (loss) for the financial period	18,876,767	(89,188)	18,787,579
Net liabilities attributable to Partners at the end of the period	-	(89,169)	(89,169)

The notes 1 to 12 form an integral part of these financial statements.

Statement of Changes in Net Assets Attributable to Partners for the year ended 31 December 2018

	General Partner US\$	Carried Interest Partners US\$	Total US\$
Net liabilities attributable to Partners at the start of the year	-	(77,620)	(77,620)
Distributions to Partners	(613,453)	-	(613,453)
Net distributed	(613,453)	-	(613,453)
Profit / (loss) for the financial year	613,453	(4,899)	608,554
Net liabilities attributable to Partners at the end of the year	-	(82,519)	(82,519)

Net Assets Attributable to Partners since inception to 31 December 2018

	General Partner US\$	Carried Interest Partners US\$	Total US\$
Partners' capital drawn	-	19	19
Distributions to Partners	(18,586,413)	-	(18,586,413)
Net (distributed) / drawn	(18,586,413)	19	(18,586,394)
Profit / (loss) for the financial period	18,586,413	(82,538)	18,503,875
Net liabilities attributable to Partners at the end of the period	-	(82,519)	(82,519)

The notes 1 to 12 form an integral part of these financial statements.

Statement of Cash Flows

		Year ended 31 December 2019	Year ended 31 December 2018
	Note	US\$	US\$
Cash flows from operating activities			
Profit for the financial year		283,704	608,554
Increase in creditors due within one year	7	6,650	4,875
Net cash inflow from operating activities		290,354	613,429
Cash flows from financing activities			
Distributions to Partners		(290,354)	(613,453)
Net cash outflow from financing activities		(290,354)	(613,453)
Net increase / (decrease) in cash and cash equivalents		-	(24)
Cash and cash equivalents at the start of the year		30	54
Cash and cash equivalents at the end of the year		30	30

The notes 1 to 12 form an integral part of these financial statements.

Notes to the Financial Statements

1. Partnership background

The Partnership was organised as a limited partnership registered in Scotland under the Limited Partnerships Act 1907 and commenced trading on 4 May 2007. The Partnership's registered office is 1 George Street, Edinburgh, EH2 2LL, U.K. The purpose of the Partnership is to act as the General Partner and Carried Interest Partner in the various limited partnerships constituting the NASP 2008 Fund. The NASP 2008 Fund is a collection of Scottish Limited Partnerships except where stated otherwise, being North American Strategic Partners 2008 L.P., a Delaware Partnership ("NASP 2008"), North American Strategic Partners (Feeder) 2008 L.P. ("NASP (Feeder) 2008") and NASP 2008 Special Limited Partnership ("NASP 2008 Special") and the Partnership.

The term of the Partnership is to continue until 90 days after the termination of NASP 2008. The initial term of NASP 2008 expired on the twelfth anniversary of the final closing, being 6 June 2019, following which the General Partner exercised its discretion to extend the term by two additional one year periods to 6 June 2021. The General Partner has the discretion to extend the term by up to one more additional one year period.

The Partnership became the general partner of NASP 2008 and NASP (Feeder) 2008 at their inception on 14 May and 4 May 2007 respectively. The Partnership's General Partner, SLCP (General Partner NASP 2008) Limited, is a company incorporated in Scotland.

The NASP 2008 Fund held a first and final close on 6 June 2007 when NASP (Feeder) 2008 contributed the initial portfolio as a capital contribution of US\$7.5 million out of a US\$250.0 million commitment. At that time, the Partnership made a commitment of US\$1 to NASP (Feeder) 2008 and a commitment of US\$100 to NASP 2008. On 18 September 2009 the Partnership made a commitment of US\$19 to NASP 2008 Special as carried interest partner. On 1 October 2012, NASP (Feeder) 2008 reduced its commitment to NASP 2008 from US\$250 million to US\$235 million in order to make a direct US\$15 million investment in SL Capital NASF I A LP, in turn reducing the total fund size to US\$235 million.

SL Capital Partners LLP acts as Manager and is authorised and regulated by the Financial Conduct Authority and is a U.S. Securities and Exchange Commission registered investment advisor based in Edinburgh, U.K. IQ EQ Administration Services (UK) Ltd acts as the Administrator to the Partnership. Societe Generale acts as the Partnership's bank. The Partnership has no employees.

2. Statement of compliance

The financial statements of the Partnership have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102, the Companies Act 2006 and the Regulations.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1 Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value through profit or loss. The financial statements are presented in U.S. Dollar (US\$), which is also the Partnership's functional currency. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires the General Partner to exercise its judgement in the process of applying the Partnership's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant, are disclosed in note 4.

3.2 Going concern

The General Partner has made an assessment of the Partnership's ability to continue as a going concern and is satisfied that the Partnership, along with the ongoing financial support of Standard Life Investments Limited, a related party to the Manager, the commitment to which has been provided in writing to the directors of the General Partner, has the resources to continue in business for the foreseeable future.

In preparing these financial statements, the General Partner has considered the uncertainty created by COVID-19, focusing specifically on:

- the level of liquid resources, including cash and cash equivalents, compared to the level of creditors; The Manager regularly monitors the Partnership's cash position to ensure sufficient cash is held to meet liabilities as they fall due;
- the effectiveness of the General Partner's operational resilience processes, including the ability of key outsourcers to continue to provide services; and
- the impact of potential downside scenarios on asset valuations and liquidity, including potential management actions.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.2 Going concern (continued)

As with any entity placing reliance on other group entities for financial support, the General Partner acknowledges that there can be no certainty that this support will continue although, at the date of approval of these financial statements, has no reason to believe that it will not do so.

Based on a review of the above, the General Partner is satisfied that the Partnership has, and will maintain, sufficient resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. Accordingly, the financial statements have been prepared on a going concern basis. Please refer to note 12 for specific considerations around Novel Coronavirus.

3.3 Consolidation and subsidiaries

The Partnership does not have any subsidiaries other than those determined to be controlled subsidiary investments. Controlled subsidiary investments are measured at fair value in accordance with FRS 102. The fair value of controlled subsidiary investments is determined on a consistent basis to all other investments measured at fair value, and as described in the notes below.

Where the Partnership is deemed to control an underlying subsidiary, whereby the control be via voting rights or through the ability to direct the relevant activities in return for access to a significant portion of the variable gains and losses derived from those relevant activities, the underlying subsidiary and its results are also not consolidated and are instead reflected as financial assets at fair value with changes in fair value reflected in the Statement of Comprehensive Income.

The Partnership has a controlled subsidiary which is held as part of its investment portfolio and is measured at fair value. As such no consolidated financial statements are prepared.

3.4 Income, expenses, gains and losses

All income and expenses, inclusive of realised gains and losses, are accounted for on an accruals basis in the Statement of Comprehensive Income.

Net income, gains and losses of the Partnership are allocated under the terms of the Limited Partnership Agreement. Details are set out in note 3.8.

3.5 Financial instruments

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

a) Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost, using the effective interest method.

Investments in NASP 2008 and NASP (Feeder) 2008 are held as equity investments and are therefore treated as other financial assets, which are initially measured at fair value and subsequently carried at fair value. Changes in fair value are recognised in the Statement of Comprehensive Income.

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.

b) Financial liabilities

Basic financial liabilities, including trade and other payables, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future outflows/payments discounted at a market rate of interest.

These financial liabilities are subsequently carried at amortised cost, using the effective interest method.

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

3.6 Cash and cash equivalents

Cash includes cash in hand and cash with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and that are subject to an insignificant risk of change in value. At 31 December 2019 and 31 December 2018, there were no cash equivalents.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.7 Taxation

No provision has been made in the financial statements for taxation of the General Partner and the Carried Interest Partners. All Partners are individually responsible for reporting their share of the Partnership's income, gains and losses for taxation purposes.

3.8 Distribution of income proceeds and capital proceeds between Partners

The Limited Partnership Agreement provides that the General Partner and each Limited Partner share in the profits and losses of NASP 2008 and NASP 2008 Special except that no Limited Partner will become liable for obligations of the Partnership in excess of their commitments. Profits and losses are allocated on the last day of each period.

Per clause 4.3 of the Limited Partnership Agreement, after payment of any properly incurred expenses and liabilities of the Partnership, distributions shall be apportioned as follows:

- i) Amounts received by the Partnership as the entitlement to Management Profit Share in respect of NASP 2008 or NASP (Feeder) 2008 LP shall be paid to the General Partner;
- ii) Amounts received by the Partnership from NASP 2008 Special and attributable to the Partnership's interest as a carried interest partner in that entity shall be distributed amongst the Carried Interest Partners. Allocations shall be made in accordance with agreed distribution percentages at the date of the relevant allocation, as described further in clause 4.3.1 and Schedule 1 of the Agreement;
- iii) Amounts received by the Partnership from NASP 2008 or NASP 2008 Special and attributable to the Partnership's interest as an Investor shall be paid to the Co-Investment Partners in proportion to their respective Investor Commitments (if any) as at the date of the relevant allocation to which the distribution relates;
- iv) Amounts of capital contribution of NASP 2008 or NASP 2008 Special which are repaid to the Partnership shall be paid to the Limited Partners in proportion to the balances in the capital contribution accounts as Carried Interest Partners or Co-Investment Partners as applicable; and
- v) Other Distributions: Distributions not described above shall be made to the Carried Interest Partners in proportion to their respective Carried Interest Shares as at the date of the relevant allocation to which the distribution relates.

At 31 December 2019, no carried interest allocation had been made to the Partnership as the hurdle had not been met (2018: US\$Nil).

Based on a hypothetical liquidation of the investments held by the Partnership at the Statement of Financial Position date, NASP 2008 GP would become entitled to carried interest from NASP 2008 Special of US\$5,528,625 (2018 Restated: US\$5,164,821). This amount is not guaranteed and has not become payable by NASP 2008 Special. Consequently, in accordance with the accounting policy and FRS 102 this amount has not been recognised in the financial statements.

3.9 Prior year restatement

A restatement of note 3.8 in respect of the carried interest entitlement has arisen due to a review of the calculation of the carried interest entitlement as set out in the Limited Partnership Agreement. The restatement as at 31 December 2018 above does not result in a change to the Statement of Comprehensive Income or Statement of Financial Position. The impact of the restatement was to increase the carried interest entitlement from US\$4,116,201 to US\$5,164,821, an increase of US\$1,048,620.

4. Critical accounting estimates and judgements

The preparation of the financial statements in conformity with generally accepted accounting practice requires management to apply judgements and estimates of the carrying value of certain assets and liabilities in applying the Partnership's accounting policies that have a significant impact on the amounts recognised in the financial statements.

4.1 Judgements

There are no significant judgements in the view of management.

Notes to the Financial Statements (continued)

4. Critical accounting estimates and judgements (continued)

4.2 Sources of estimation uncertainty

There are key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Partnership based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Partnership. Such changes are reflected in the assumptions when they occur.

4.3 Fair value of investments not quoted in an active market

When the fair value of financial assets cannot be derived from an active market, their fair value is determined by using a variety of valuation techniques such as comparable recent arm's length transactions, capital asset pricing model and discounted cash flow.

The investments in NASP 2008, NASP (Feeder) 2008 and NASP 2008 Special are currently stated at fair value as estimated by the General Partner. The General Partner considers the balance of the Partnership's capital account in these partnerships as being equal to fair value.

Notwithstanding this basis of valuation, the eventual realisation proceeds will inevitably differ from the valuation and those differences could be significant.

5. Management profit share

	Year ended 31 December 2019	Year ended 31 December 2018
	US\$	US\$
Management profit share received from NASP 2008	290,254	613,353
Management profit share received from NASP (Feeder) 2008	100	100
	<u>290,354</u>	<u>613,453</u>

The management profit share ranks as the first charge on net income and realised gains in any accounting period and is paid in full by NASP 2008 and NASP (Feeder) 2008 whether or not there are sufficient net income and realised gains to cover the amount. Such sums are not recoverable, except against future net income and realised gains of the Partnership.

6. Administrative expenses

	Year ended 31 December 2019	Year ended 31 December 2018
	US\$	US\$
Audit fees	5,167	4,875
Tax advisory fees	1,483	-
Bank charges	-	24
	<u>6,650</u>	<u>4,899</u>

7. Creditors due within one year

	At 31 December 2019	At 31 December 2018
	US\$	US\$
Due to NASP 2008	84,105	77,848
Accrued expenses	5,129	4,736
Due to Carried Interest Partners	66	66
	<u>89,300</u>	<u>82,650</u>

Notes to the Financial Statements (continued)

8. Related party transactions (continued)

The Limited Partnership Agreement provides that the Partnership shall act as General Partner and is entitled to a management profit share as described in note 5. During the year the Partnership was allocated management profit share of US\$290,354 (2018: US\$613,453). The General Partner is a wholly owned subsidiary of the immediate controlling party, SLCP (Holdings) Limited, which is a subsidiary of the ultimate parent, Standard Life Aberdeen plc. The General Partner is entitled to receive distributions equal to amounts received by the Partnership from NASP 2008 and NASP (Feeder) 2008 in respect of management profit share.

Key management are those persons having authority and responsibility for planning, controlling and directing the activities of the Partnership. The key management personnel for the Partnership is considered to be the General Partner. During the year ended 31 December 2019, there was no compensation paid (2018: US\$Nil) to the General Partner for management services provided.

Certain employees of the Manager are Carried Interest Partners of the Partnership and are entitled to participate in the profits as disclosed in note 3.8.

At 31 December 2019, US\$84,105 (2018: US\$77,848) was due to NASP 2008 in relation to expenses paid on the Partnership's behalf.

At 31 December 2019, US\$66 (2018: US\$66) was due to Carried Interest Partners in respect of overpaid capital contributions.

9. Risk management

The Partnership's financial assets are predominantly unsecured investments in a single limited partnership, in which the maximum risk is considered to be the amount committed to the fund investment.

The Partnership's investing activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The most important types of financial risks which NASP 2008 and therefore the Partnership are exposed to are market risk, credit risk and liquidity risk. The risk management policies employed by the Partnership are detailed below:

9.1 Market risk

The Partnership is at risk of the economic cycle impacting the quoted markets and hence potentially the pricing of investment deals, the valuation of the underlying investments and the price and timing of exits. Market risk comprises interest rate risk, currency risk and price risk.

The Partnership has no material exposure to interest rate risk, currency risk or price risk at 31 December 2019 and 31 December 2018. Therefore, no sensitivity analysis has been performed.

9.2 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Partnership's credit risk is mainly arising from the Partnership's investment in a limited partnership interest in NASP 2008. The Partnership monitors the performance of NASP 2008 and its underlying investments.

The Partnership places cash with authorised deposit takers and, therefore, is potentially at risk from the failure of any such institution. At 31 December 2019, all of the Partnership's cash was held by Societe Generale which was rated "A" by Standard & Poor's as at the date of the Report of the General Partner.

At 31 December 2019, the assets held by the Partnership are not past due or impaired (2018: US\$Nil).

9.3 Liquidity risk

Liquidity risk is the risk that the Partnership may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

Investments in unquoted equity are less marketable than those in quoted equity, as they have to be sold privately via a secondary market subject to approval of the General Partner of the Partnership rather than on a public stock market. As a result, the Partnership may not be able to quickly liquidate its investments at an amount equal to their fair value in order to meet its liquidity requirements, or to respond to specific events such as deterioration in the creditworthiness of any particular issuer.

During the year ended 31 December 2019, the Partnership generated an operating profit of US\$283,704 (2018: US\$608,554) and cash resources at the year end amounted to US\$30 (2018: US\$30). The liabilities of the Partnership are due on demand.

Notes to the Financial Statements (continued)

9. Risk management

9.4 Capital risk management

The capital of the Partnership is represented by the net assets attributable to Partners. The Partnership's objective when managing the capital is to safeguard the ability to continue as a going concern in order to provide returns for Partners and benefits for other stakeholders and to maintain a strong capital base to support the development of the investment activities of the Partnership. In order to maintain or adjust the capital structure, the General Partner may call unfunded commitments from the Limited Partners or distribute funds to the Limited Partners.

The General Partner monitors capital on the basis of the value of net assets attributable to Partners.

The Partnership has no material exposure to capital risk at 31 December 2019 and 31 December 2018. Therefore, no sensitivity analysis has been performed.

The Partnership does not have any externally imposed capital requirements.

10. Financial assets at fair value through profit or loss

FRS 102 requires a three-level hierarchy disclosure for categorising financial assets and liabilities carried at fair value and requires enhanced disclosures about fair value measurement. The fair value hierarchy classifies financial assets and liabilities according to the source of inputs ranked according to availability of observable market prices used in measuring fair value as follows:

- Level 1 The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly.
- Level 3 Inputs that are unobservable (i.e. for which market data is unavailable) for the asset or liability.

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety should be determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

The categorisation of the Partnership's investment within the hierarchy is based upon the pricing transparency of that investment and does not necessarily correspond to the General Partner's perceived risk of the investment. The investments are classified as Level 3 as they have unobservable inputs and trade infrequently or not at all.

The determination of what constitutes "observable" requires significant judgement by the General Partner. The General Partner considers observable data to be that market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, provided by multiple, independent sources that are actively involved in the relevant market.

The following tables analyse within the fair value hierarchy the Partnership's investments measured at fair value:

At 31 December 2019

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss	-	-	101	101

At 31 December 2018

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss	-	-	101	101

There were no transfers between levels during the current and comparative years.

Determining the fair value of the Partnership's investments requires judgement and considers factors specific to the investment. The valuation policies applied by the General Partner are detailed in note 4.3.

There were no changes in the investments measured at fair value for which the Partnership has used Level 3 inputs to determine fair value during the current and comparative years.

Notes to the Financial Statements (continued)

11. Commitments and contingencies

At 31 December 2019, the Partnership has committed and funded US\$101 (2018: US\$101) as the Founder Partner in NASP 2008. Note 1 provides further information on commitment timeframe and funding.

There are no contingent liabilities that require disclosure in the financial statements at the year end. Please refer to note 3.8 for further details on contingent assets.

12. Events after the reporting date

Subsequent events have been evaluated up to 29 May 2020.

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in equity and debt markets around the world. The global impact of the outbreak is rapidly evolving and on 11 March 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The outbreak of COVID-19 and the resulting financial and economic market uncertainty could have a significant adverse impact on the Partnership, including the fair value of its investments. The most significant conditions relating to COVID-19 arose after the reporting period and as a result the General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Any future impact on the Partnership is likely to be in connection with the assessment of the fair value of investments at future dates. At the date of reporting it is not possible to quantify the future financial impact of COVID-19 on the Partnership's investments with any degree of certainty. The General Partner will continue to closely analyse and review the impact of COVID-19 on the Partnership and will take appropriate action as required.

NASP 2008 Special Limited Partnership

Financial Statements for the year ended 31 December 2019

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Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report.

Manager, General Partner and Advisors

Manager and Principal Place of Business	SL Capital Partners LLP 1 George Street Edinburgh, EH2 2LL U.K.
General Partner	SLCP (General Partner NASP 2008) Limited 1 George Street Edinburgh, EH2 2LL U.K.
Legal Advisor	Goodwin Procter (UK) LLP 100 Cheapside London, EC2V 6DY U.K.
Tax Advisor	Deloitte LLP 150 Midsummer Boulevard Milton Keynes Buckinghamshire, MK9 1FD U.K.
Independent Auditor	Nexia Smith & Williamson 25 Moorgate London, EC2R 6AY U.K.
Administrator	IQ EQ Administration Services (UK) Ltd Two London Bridge London, SE1 9RA U.K.
Inception Date	4 May 2007

Report of the General Partner

The General Partner, SLCP (General Partner NASP 2008) Limited, presents the audited financial statements of NASP 2008 Special Limited Partnership ("the Partnership") for the year ended 31 December 2019.

Structure of the Partnership

The Partnership is a Scottish Limited Partnership. On 18 September 2009, six Carried Interest Partners were admitted to the Partnership with aggregate commitments of US\$28. The structure of the Partnership is detailed further in note 1 to the financial statements.

Directors of the General Partner

SLCP (General Partner NASP 2008) Limited has acted as the General Partner of NASP 2008 Special Limited Partnership throughout the year and there have been no changes to the Directors of SLCP (General Partner NASP 2008) Limited during the year.

Distributions

Distributions of US\$Nil (2018: US\$Nil) were made to Partners during the year.

Results, activities and future developments

The results for the year are set out in the Statement of Comprehensive Income on page 7. A description of the principal activity of the Partnership is provided in note 1 to the financial statements.

Events after the reporting date

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in certain equity and debt markets. The global impact of the outbreak is rapidly evolving and on 11 March 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The General Partner, as part of the Standard Life Aberdeen plc group, is utilising business continuity and resilience processes with the objective of mitigating the impact of COVID-19. The General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Further details can be found in note 11 to the financial statements.

Disclosure of information to auditor

At the date of this report, the General Partner confirms that:

- As far as the General Partner is aware, there is no relevant information of which the Partnership's auditor is unaware; and
- The General Partner has taken all the steps that it ought to have taken as a General Partner in order to make it aware of any relevant audit information and to establish that the Partnership's auditor is aware of that information.

Independent auditor

The General Partner has appointed Nexia Smith & Williamson as auditor to the Partnership in accordance with Section 485 of the Companies Act 2006.

Data protection

SL Capital Partners LLP has implemented measures that it believes are necessary in order to comply with the General Data Protection Regulation.

Report of the General Partner (continued)

Strategic report

The Partnership is considered as "small" under Section 414B of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and is therefore exempt from preparing a strategic report.

Signed on behalf of the General Partner

A handwritten signature in black ink, appearing to read 'Ian Harris', with a horizontal line underneath.

Ian Harris
Director, SLCP (General Partner NASP 2008) Limited
29 May 2020

Statement of General Partner's Responsibilities

The General Partner is responsible for preparing the Report of the General Partner and the financial statements in accordance with applicable law and regulations.

Company law as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 ("the Regulations") requires the General Partner to prepare financial statements for each financial year. Under that law, the General Partner has prepared the Partnership's financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 102 "The Financial Reporting Standard Applicable in the U.K. and Republic of Ireland" ("FRS 102").

Under Company law, as applied to qualifying partnerships, the General Partner 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 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;
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations. 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.

Independent Auditor's Report to the Partners of NASP 2008 Special Limited Partnership

Opinion

We have audited the financial statements of NASP 2008 Special Limited Partnership (the 'Qualifying Partnership') for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Net Assets Attributable to Partners, the Statement of Cash Flows and the 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

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 2019 and of its loss 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 as applied to qualifying partnerships.

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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the General Partner's use of the going concern basis of accounting in the 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.

Emphasis of matter – impact of COVID-19

We draw attention to notes 3.2 and 11 of the financial statements, which describe the impact of COVID-19 on the partnership. Our opinion is not modified in respect of this matter.

Other information

The other information comprises the information included in the Financial Statements, other than the financial statements and our auditor's report thereon. The General Partner is responsible for the other information. 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 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 this regard.

Opinion on other matters prescribed by the Companies Act 2006 as applied to qualifying partnerships

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

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

Independent Auditor's Report to the Partners of NASP 2008 Special Limited Partnership (continued)

Matters on which we are required to report by exception

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 material misstatements in the Report of the General Partner.

We have nothing to report in respect of the following matters where the Companies Act 2006 as applied to Qualifying Partnerships requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of the General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the General Partner was not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

Responsibilities of the General Partner

As explained more fully in the Statement of General Partner's Responsibilities set out on page 4, 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 General Partner determines 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 General Partner either intends to liquidate the Qualifying Partnership or to cease operations, or has 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. This description forms part of our auditor's report.

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.

Nexia Smith & Williamson

Lindsay Manson
Senior Statutory Auditor, for and on behalf of
Nexia Smith & Williamson
Statutory Auditor
Chartered Accountants

25 Moorgate
London
EC2R 6AY

29 May 2020

Statement of Comprehensive Income

	Year ended 31 December 2019 US\$	Year ended 31 December 2018 US\$
Expenses		
Audit fees	(12,087)	(11,024)
Tax advisory fees	(3,434)	-
Loss for the financial year	(15,521)	(11,024)

All results shown in the Statement of Comprehensive Income are from continuing operations.

The Partnership has no components of other comprehensive income in the current and comparative year.

The notes 1 to 11 form an integral part of these financial statements.

Statement of Financial Position

		At 31 December 2019 US\$	At 31 December 2018 US\$
	Notes		
Fixed assets			
Financial assets at fair value through profit or loss	5,9	<u>28</u>	<u>28</u>
Current liabilities			
Creditors due within one year	6	<u>(123,669)</u>	<u>(108,148)</u>
Net current liabilities		<u>(123,669)</u>	<u>(108,148)</u>
Net liabilities attributable to Partners		<u>(123,641)</u>	<u>(108,120)</u>
Partners' capital			
Carried Interest Partners		<u>(123,641)</u>	<u>(108,120)</u>
Total Partners' capital		<u>(123,641)</u>	<u>(108,120)</u>

The notes 1 to 11 form an integral part of these financial statements.

The financial statements set out on pages 7 to 18 were approved by the General Partner on 29 May 2020 and signed on its behalf by:



Ian Harris
Director, SLCP (General Partner NASP 2008) Limited

Statement of Changes in Net Assets Attributable to Partners for the year ended 31 December 2019

	Carried Interest Partners US\$	Limited Partners US\$	Total US\$
Net liabilities attributable to Partners at the start of the year	(108,120)	-	(108,120)
Loss for the financial year	(15,521)	-	(15,521)
Net liabilities attributable to Partners at the end of the year	<u>(123,641)</u>	<u>-</u>	<u>(123,641)</u>

Net Assets Attributable to Partners since inception to 31 December 2019

	Carried Interest Partners US\$	Limited Partners US\$	Total US\$
Partners' capital drawn	28	-	28
Total drawn	<u>28</u>	<u>-</u>	<u>28</u>
Loss for the financial period	(123,669)	-	(123,669)
Net liabilities attributable to Partners at the end of the period	<u>(123,641)</u>	<u>-</u>	<u>(123,641)</u>

The notes 1 to 11 form an integral part of these financial statements.

Statement of Changes in Net Assets Attributable to Partners for the year ended 31 December 2018

	Carried Interest Partners US\$	Limited Partners US\$	Total US\$
Net liabilities attributable to Partners at the start of the year	(97,096)	-	(97,096)
Loss for the financial year	(11,024)	-	(11,024)
Net liabilities attributable to Partners at the end of the year	<u>(108,120)</u>	<u>-</u>	<u>(108,120)</u>

Net Assets Attributable to Partners since inception to 31 December 2018

	Carried Interest Partners US\$	Limited Partners US\$	Total US\$
Partners' capital drawn	28	-	28
Total drawn	<u>28</u>	<u>-</u>	<u>28</u>
Loss for the financial period	(108,148)	-	(108,148)
Net liabilities attributable to Partners at the end of the period	<u>(108,120)</u>	<u>-</u>	<u>(108,120)</u>

The notes 1 to 11 form an integral part of these financial statements.

Statement of Cash Flows

		Year ended 31 December 2019 US\$	Year ended 31 December 2018 US\$
	Note		
Cash flows from operating activities			
Loss for the financial year		(15,521)	(11,024)
Increase in creditors due within one year	6	15,521	11,024
Net cash inflow / (outflow) from operating activities		<u>-</u>	<u>-</u>
Net increase / (decrease) in cash and cash equivalents		-	-
Cash and cash equivalents at the start of the year		-	-
Cash and cash equivalents at the end of the year		<u>-</u>	<u>-</u>

The notes 1 to 11 form an integral part of these financial statements.

Notes to the Financial Statements

1. Partnership background

The Partnership was organised as a Limited Partnership registered in Scotland under the Limited Partnerships Act 1907 and commenced trading on 4 May 2007. The Partnership's registered office is 1 George Street, Edinburgh, EH2 2LL, U.K. The purpose of the Partnership is to be a Founder Partner in North American Strategic Partners 2008 L.P. ("NASP 2008"). At its first close and final close on 6 June 2007, NASP 2008 had a total fund size of US\$250 million. At that time the Partnership made a commitment of US\$200 of capital as the Founder Partner in NASP 2008. At 1 January 2009 the Partnership's commitment to NASP 2008 was reduced to US\$28 in accordance with clause 3.2 of the Limited Partnership Agreement ("the Agreement"). The other investors in NASP 2008 are North American Strategic Partners (Feeder) 2008 ("NASP (Feeder) 2008") and the General Partner. On 18 September 2009, the General Partner made a commitment as a carried interest partner of US\$19 to the Partnership in addition to its commitment of US\$100 made directly to NASP 2008. In addition, on 18 September 2009 US\$9 was committed directly to the Partnership by its carried interest partners. On 1 October 2012 NASP (Feeder) 2008 reduced its commitment to NASP 2008 from US\$250 million to US\$235 million in order to make a direct US\$15 million investment in SL Capital NASF I A LP, in turn reducing the total fund size to US\$235 million. The term of the Partnership is to continue until 90 days after the termination of NASP 2008. The initial term of NASP 2008 expired on the twelfth anniversary of the final closing, being 6 June 2019, following which the General Partner exercised its discretion to extend the term by two additional one year periods to 6 June 2021. The General Partner has the discretion to extend the term by up to one more additional one year period.

The Partnership's General Partner, SLCP (General Partner NASP 2008) Limited, is a company incorporated in Scotland. SL Capital Partners LLP acts as Manager and is authorised and regulated by the Financial Conduct Authority and is a U.S. Securities and Exchange Commission registered investment advisor based in Edinburgh, U.K. IQ EQ Administration Services (UK) Ltd acts as the Administrator to the Partnership. Societe Generale acts as the Partnership's bank. The Partnership has no employees.

2. Statement of compliance

The financial statements of the Partnership have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102, the Companies Act 2006 and the Regulations.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1 Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value through profit or loss. The financial statements are presented in U.S. Dollar (US\$), which is also the Partnership's functional currency. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires the General Partner to exercise its judgement in the process of applying the Partnership's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant, are disclosed in note 4.

3.2 Going concern

The General Partner has made an assessment of the Partnership's ability to continue as a going concern and is satisfied that the Partnership, along with the ongoing financial support of Standard Life Investments Limited, a related party to the Manager, the commitment to which has been provided in writing to the directors of the General Partner, has the resources to continue in business for the foreseeable future.

In preparing these financial statements, the General Partner has considered the uncertainty created by COVID-19, focusing specifically on:

- the level of liquid resources, including cash and cash equivalents, compared to the level of creditors; The Manager regularly monitors the Partnership's cash position to ensure sufficient cash is held to meet liabilities as they fall due;
- the effectiveness of the General Partner's operational resilience processes, including the ability of key outsourcers to continue to provide services; and
- the impact of potential downside scenarios on asset valuations and liquidity, including potential management actions.

As with any entity placing reliance on other group entities for financial support, the General Partner acknowledges that there can be no certainty that this support will continue although, at the date of approval of these financial statements, has no reason to believe that it will not do so.

Based on a review of the above, the General Partner is satisfied that the Partnership has, and will maintain, sufficient resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. Accordingly, the financial statements have been prepared on a going concern basis. Please refer to note 11 for specific considerations around Novel Coronavirus.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.3 Consolidation and subsidiaries

The Partnership does not have any subsidiaries other than those determined to be controlled subsidiary investments. Controlled subsidiary investments are measured at fair value in accordance with FRS 102. The fair value of controlled subsidiary investments is determined on a consistent basis to all other investments measured at fair value, and as described in the notes below.

Where the Partnership is deemed to control an underlying subsidiary, whereby the control be via voting rights or through the ability to direct the relevant activities in return for access to a significant portion of the variable gains and losses derived from those relevant activities, the underlying subsidiary and its results are also not consolidated and are instead reflected as financial assets at fair value with changes in fair value reflected in the Statement of Comprehensive Income.

The Partnership has a controlled subsidiary which is held as part of its investment portfolio and is measured at fair value. As such no consolidated financial statements are prepared.

3.4 Income, expenses, gains and losses

All income and expenses, inclusive of realised gains and losses, are accounted for on an accruals basis in the Statement of Comprehensive Income.

Net income, gains and losses of the Partnership are allocated under the terms of the Limited Partnership Agreement. Details are set out in note 3.8.

3.5 Financial instruments

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

a) Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost, using the effective interest method.

Investment in NASP 2008 is held as an equity investment and is therefore treated as other financial assets, which are initially measured at fair value and subsequently carried at fair value. Changes in fair value are recognised in the Statement of Comprehensive Income.

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.

b) Financial liabilities

Basic financial liabilities, including trade and other payables, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future outflows/payments discounted at a market rate of interest.

These financial liabilities are subsequently carried at amortised cost, using the effective interest method.

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

3.6 Cash and cash equivalents

Cash includes cash in hand and cash with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and that are subject to an insignificant risk of change in value. At 31 December 2019 and 31 December 2018, there were no cash equivalents.

3.7 Taxation

No provision has been made in the financial statements for taxation of the General Partner and the Carried Interest Partners. All Carried Interest Partners are individually responsible for reporting their share of the Partnership's income, gains and losses for taxation purposes.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.8 Distribution of income proceeds and capital proceeds between Partners

The Limited Partnership Agreement provides that the General Partner and each Limited Partner shall share in the profits and losses of NASP 2008 except that no Limited Partner will become liable for obligations of the Partnership in excess of their commitments. Profits and losses are allocated on the last day of each period.

Per clause 4.3 of the Agreement, after payment of any properly incurred expenses and liabilities of the Partnership, distributions shall be apportioned as follows:

- i) Amounts received by the Partnership from NASP 2008 and attributable to the Partnership's interest in NASP 2008 as the Founder Partner and not as an investor shall be allocated to the Carried Interest Partners in proportion to their respective Carried Interest Shares as at the date of the relevant allocation to which the distribution relates;
- ii) Amounts received by the Partnership from NASP 2008 and attributable to the Partnership's interest in NASP 2008 as an Investor shall be allocated to the Carried Interest Partners in proportion to their respective Investor Commitments (if any) as at the date of the relevant allocation to which the distribution relates;
- iii) Any amounts of capital contribution of NASP 2008 which are repaid to the Partnership shall be paid to the Limited Partners in proportion to the balances in the capital contribution accounts of such Limited Partners; and
- iv) Other Distributions: Distributions not described above shall be made to the Carried Interest Partners in proportion to their respective Carried Interest Shares as at the date of the relevant allocation to which the distribution relates.

At 31 December 2019, no carried interest allocation had been made to the Partnership as the hurdle had not been met (2018: US\$Nil).

Based on a hypothetical liquidation of the investment held by the Partnership at the Statement of Financial Position date, the Founder Partner would become entitled to carried interest from NASP 2008 of US\$8,331,362 (2018 Restated: US\$7,783,128, please see note 3.9 for details). This amount is not guaranteed and has not become payable by NASP 2008. Consequently, in accordance with the accounting policy and FRS 102 this amount has not been recognised in the financial statements.

3.9 Prior year restatement

A restatement of note 3.8 in respect of the carried interest entitlement has arisen due to a review of the calculation of the carried interest entitlement as set out in the Limited Partnership Agreement. The restatement as at 31 December 2018 above does not result in a change to the Statement of Comprehensive Income or Statement of Financial Position. The impact of the restatement was to increase the carried interest entitlement from US\$6,202,909 to US\$7,783,128, an increase of US\$1,580,219.

4. Critical accounting estimates and judgements

The preparation of the financial statements in conformity with generally accepted accounting practice requires management to apply judgements and estimates of the carrying value of certain assets and liabilities in applying the Partnership's accounting policies that have a significant impact on the amounts recognised in the financial statements.

4.1 Judgements

There are no significant judgements in the view of management.

4.2 Sources of estimation uncertainty

There are key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Partnership based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Partnership. Such changes are reflected in the assumptions when they occur.

Notes to the Financial Statements (continued)

4. Critical accounting estimates and judgements (continued)

4.3 Fair value of investments not quoted in an active market

When the fair value of financial assets cannot be derived from an active market, their fair value is determined by using a variety of valuation techniques such as comparable recent arm's length transactions, capital asset pricing model and discounted cash flow.

The Partnership's investment in NASP 2008 is currently stated at fair value as estimated by the General Partner. The General Partner considers the balance of the Partnership's capital account in NASP 2008 as being equal to fair value.

Notwithstanding this basis of valuation, the eventual realisation proceeds will inevitably differ from the valuation and those differences could be significant.

5. Investment in NASP 2008

The Partnership is the Founder Partner of NASP 2008 and is entitled to its share of the carried interest from NASP 2008. NASP 2008's limited partnership agreement (clause 7.2) provides that the Partners of NASP 2008 will receive distributions equalling the sum of: (i) repayment of Partners' Outstanding Capital Commitments; and (ii) Preferred return calculated daily at 8% on the Outstanding Capital Commitments compounded annually.

In general, subsequent distributions will be allocated 100% to the Founder Partner until the Founder Partner has received aggregate distributions equalling 5% of net profits from Limited Partnership Interest investments and 15% from Non-marketable Securities investments.

All remaining distributions in excess of the catch up amount, described above, will be allocated: (a) Non-marketable Securities: 15% to the Founder Partner and 85% to all Limited Partners in proportion to their Loan Commitments; (b) Limited Partnership Interest: 5% to the Founder Partner and 95% to all Limited Partners in proportion to their Loan Commitments.

The Partnership has been involved with NASP 2008 since its inception on 6 June 2007. The maximum exposure to loss from the Partnership's investment in NASP 2008 is its Capital Commitment.

6. Creditors due within one year

	At 31 December 2019 US\$	At 31 December 2018 US\$
Due to NASP 2008	111,620	97,212
Accrued expenses	12,049	10,936
	<u>123,669</u>	<u>108,148</u>

7. Related party transactions

The General Partner's general partner is SLCP (General Partner NASP 2008) Limited, a subsidiary of the immediate controlling party, SLCP (Holdings) Limited, which is a subsidiary of the ultimate parent, Standard Life Aberdeen plc.

Key management are those persons having authority and responsibility for planning, controlling and directing the activities of the Partnership. The key management personnel for the Partnership is considered to be the General Partner. During the year ended 31 December 2019, there was no compensation paid (2018: US\$Nil) to the General Partner for management services provided.

Certain employees of the Manager are Carried Interest Partners in the General Partner of the Partnership or the Partnership itself.

At 31 December 2019, US\$111,620 (2018: US\$97,212) was due to NASP 2008 in relation to expenses paid on the Partnership's behalf.

8. Risk management

The Partnership's financial asset is predominantly unsecured investment in a single limited partnership, in which the maximum risk is considered to be the amount committed to the fund investment.

Notes to the Financial Statements (continued)

8. Risk Management (continued)

The Partnership's investing activities of NASP 2008 expose it to various types of risk that are associated with the financial instruments and markets in which NASP 2008 invests. The most important types of financial risks which NASP 2008 and therefore the Partnership are exposed to are market risk, credit risk and liquidity risk. The risk management policies employed by the Partnership are detailed below:

8.1 Market risk

The Partnership is at risk of the economic cycle impacting the quoted markets and hence potentially the pricing of investment deals, the valuation of the underlying investment and the price and timing of exits. Market risk comprises interest rate risk, currency risk and price risk.

The Partnership has no material exposure to interest rate risk, currency risk or price risk at 31 December 2019 and 31 December 2018. Therefore no sensitivity analysis has been performed.

8.2 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Partnership's credit risk is mainly arising from the Partnership's investment in NASP 2008. The Partnership monitors the performance of NASP 2008 and its underlying investments.

The Partnership places cash with authorised deposit takers and, therefore, is potentially at risk from the failure of any such institution. At 31 December 2019, all of the Partnership's cash was held by Societe Generale which was rated "A" by Standard & Poor's as at the date of the Report of the General Partner.

At 31 December 2019, the assets held by the Partnership are not past due or impaired (2018: US\$Nil).

8.3 Liquidity risk

Liquidity risk is the risk that the Partnership may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

Investments in unquoted equity are less marketable than those in quoted equity, as they have to be sold privately via a secondary market subject to approval of the general partner of NASP 2008 rather than on a public stock market. As a result, the Partnership may not be able to quickly liquidate its investment at an amount equal to fair value in order to meet its liquidity requirements, or to respond to specific events such as deterioration in the creditworthiness of any particular issuer.

All financial liabilities at the year end are due on demand.

8.4 Capital risk management

The capital of the Partnership is represented by the net assets attributable to Partners. The Partnership's objective when managing the capital is to safeguard the ability to continue as a going concern in order to provide returns for Partners and benefits for other stakeholders and to maintain a strong capital base to support the development of the investment activities of the Partnership. In order to maintain or adjust the capital structure, the General Partner may call unfunded commitments from the Limited Partners or distribute funds to the Limited Partners.

The General Partner monitors capital on the basis of the value of net assets attributable to Partners.

The Partnership has no material exposure to capital risk at 31 December 2019 and 31 December 2018. Therefore, no sensitivity analysis has been performed.

The Partnership does not have any externally imposed capital requirements.

Notes to the Financial Statements (continued)

9. Financial assets at fair value through profit or loss

FRS 102 requires a three-level hierarchy disclosure for categorising financial assets and liabilities carried at fair value and requires enhanced disclosures about fair value measurement. The fair value hierarchy classifies financial assets and liabilities according to the source of inputs ranked according to availability of observable market prices used in measuring fair value as follows:

Level 1	The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date.
Level 2	Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly.
Level 3	Inputs that are unobservable (i.e. for which market data is unavailable) for the asset or liability.

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety should be determined on the basis of the lowest-level input that is significant to the fair value measurement in its entirety.

The categorisation of the Partnership's investment within the hierarchy is based upon the pricing transparency of that investment and does not necessarily correspond to the General Partner's perceived risk of the investment. The investment is classified within Level 3 as it has unobservable inputs and trades infrequently or not at all.

The determination of what constitutes "observable" requires significant judgement by the General Partner. The General Partner considers observable data to be that market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, provided by multiple, independent sources that are actively involved in the relevant market.

The following tables analyse within the fair value hierarchy the Partnership's investment measured at fair value:

At 31 December 2019

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss	-	-	28	28

At 31 December 2018

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss	-	-	28	28

There were no transfers between levels during the current and comparative year.

Determining the fair value of the Partnership's investment requires judgement and considers factors specific to the investment. The valuation policies applied by the General Partner are detailed in note 4.3.

There were no changes in the investment measured at fair value for which the Partnership has used Level 3 inputs to determine fair value during the current and comparative year.

10. Commitments and contingencies

At 31 December 2019, the Partnership has committed and funded US\$28 (2018: US\$28) as the Founder Partner in NASP 2008. Note 1 provides further information on commitment timeframe and funding.

There are no contingent liabilities that require disclosure in the financial statements at the year end. Please refer to note 3.8 for further details on contingent assets.

Notes to the Financial Statements (continued)

11. Events after the reporting date

Subsequent events have been evaluated up to 29 May 2020.

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in equity and debt markets around the world. The global impact of the outbreak is rapidly evolving and on 11 March 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The outbreak of COVID-19 and the resulting financial and economic market uncertainty could have a significant adverse impact on the Partnership, including the fair value of its investments. The most significant conditions relating to COVID-19 arose after the reporting period and as a result the General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Any future impact on the Partnership is likely to be in connection with the assessment of the fair value of investments at future dates. At the date of reporting it is not possible to quantify the future financial impact of COVID-19 on the Partnership's investments with any degree of certainty. The General Partner will continue to closely analyse and review the impact of COVID-19 on the Partnership and will take appropriate action as required.

North American Strategic Partners (Feeder) 2008 Limited Partnership

Financial Statements for the year ended 31 December 2019

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Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report.

Manager, General Partner and Advisors

Manager and Principal Place of Business	SL Capital Partners LLP 1 George Street Edinburgh, EH2 2LL U.K.
General Partner	NASP 2008 General Partner Limited Partnership 1 George Street Edinburgh, EH2 2LL U.K.
Legal Advisor	Goodwin Procter (UK) LLP 100 Cheapside London, EC2V 6DY U.K.
Tax Advisor	Deloitte LLP 150 Midsummer Boulevard Milton Keynes Buckinghamshire, MK9 1FD U.K.
Independent Auditor	Nexia Smith & Williamson 25 Moorgate London, EC2R 6AY U.K.
Administrator	IQ EQ Administration Services (UK) Ltd Two London Bridge London, SE1 9RA U.K.
Inception Date	4 May 2007

Report of the General Partner

The General Partner, NASP 2008 General Partner Limited Partnership, presents the audited financial statements for North American Strategic Partners (Feeder) 2008 Limited Partnership ("the Partnership") for the year ended 31 December 2019.

Structure of the Partnership

The Partnership is a Scottish Limited Partnership and held its first and final close on 6 June 2007 with aggregate commitments of US\$250 million from one Limited Partner. On 1 October 2012 the Partnership reduced its commitment to North American Strategic Partners 2008 L.P. ("NASP 2008") from US\$250 million to US\$235 million in order to make a direct US\$15 million investment in SL Capital NASF I A LP ("NASF I A"). NASP 2008 and NASF I A are together "the Underlying Funds".

The structure of the Partnership is detailed further in note 1 to the financial statements.

Directors of the General Partner

NASP 2008 General Partner Limited Partnership has acted as the General Partner of the Partnership throughout the year and there have been no changes to its Limited Partners during the year. SLCP (General Partner NASP 2008) Limited has acted as the General Partner of NASP 2008 General Partner Limited Partnership throughout the year and there have been no changes to the Directors of SLCP (General Partner NASP 2008) Limited during the year.

Distributions

Distributions of US\$47,255,848 (2018: US\$69,271,274) were made during the year of which US\$327,090 (2018: US\$2,146,040) was temporary return of capital, which is recallable.

Results, activities and future developments

The results for the year are set out in the Statement of Comprehensive Income on page 7. A description of the principal activity of the Partnership is provided in note 1 to the financial statements.

The manager's report for NASP 2008, which is issued separately from the financial statements of the Partnership, contains detailed analysis of each of NASP 2008's investments, together with commentary on the economic climate and how this impacts the private equity market.

Events after the reporting date

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in certain equity and debt markets. The global impact of the outbreak is rapidly evolving and on 11 March 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The General Partner, as part of the Standard Life Aberdeen plc group, is utilising business continuity and resilience processes with the objective of mitigating the impact of COVID-19. The General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Further details can be found in note 14 to the financial statements.

Disclosure of information to auditor

At the date of this report, the General Partner confirms that:

- As far as the General Partner is aware, there is no relevant information of which the Partnership's auditor is unaware; and
- The General Partner has taken all the steps that it ought to have taken as a General Partner in order to make it aware of any relevant audit information and to establish that the Partnership's auditor is aware of that information.

Report of the General Partner (continued)

Independent auditor

The General Partner has reappointed Nexia Smith & Williamson as auditor to the Partnership in accordance with Section 485 of the Companies Act 2006.

Data protection

SL Capital Partners LLP has implemented measures that it believes are necessary in order to comply with the General Data Protection Regulation.

Strategic report

The Partnership is considered as "small" under Section 414B of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and is therefore exempt from preparing a strategic report.

Signed on behalf of the General Partner



Ian Harris

Director, SLCP (General Partner NASP 2008) Limited

22 May 2020

Statement of General Partner's Responsibilities

The General Partner is responsible for preparing the Report of the General Partner and the financial statements in accordance with applicable law and regulations.

Company law as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 ("the Regulations") requires the General Partner to prepare financial statements for each financial year. Under that law, the General Partner has prepared the Partnership's financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 102 "The Financial Reporting Standard Applicable in the U.K. and Republic of Ireland" ("FRS 102").

Under Company law as applied to qualifying partnerships, the General Partner 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 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;
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations. 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.

Independent Auditor's Report to the Partners of North American Strategic Partners (Feeder) 2008 Limited Partnership

Opinion

We have audited the financial statements of North American Strategic Partners (Feeder) 2008 Limited Partnership (the "qualifying partnership") for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Net Assets Attributable to Partners, the Statement of Cash Flows and the 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

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 2019 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 as applied to qualifying partnerships.

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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the General Partner's use of the going concern basis of accounting in the 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.

Emphasis of matter – impact of COVID-19

We draw attention to notes 3.2 and 14 of the financial statements, which describe the impact of COVID-19 on the partnership. Our opinion is not modified in respect of this matter.

Other information

The other information comprises the information included in the Financial Statements, other than the financial statements and our auditor's report thereon. The General Partner is responsible for the other information. 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 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 this regard.

Opinion on other matters prescribed by the Companies Act 2006 as applied to qualifying partnerships

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

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

Independent Auditor's Report to the Partners of North American Strategic Partners (Feeder) 2008 Limited Partnership (continued)

Matters on which we are required to report by exception

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 material misstatements in the Report of the General Partner.

We have nothing to report in respect of the following matters where the Companies Act 2006 as applied to qualifying partnerships requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of the General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the General Partner was not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

Responsibilities of the General Partner

As explained more fully in the Statement of General Partner's Responsibilities set out on page 4, 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 General Partner determines 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 General Partner either intends to liquidate the qualifying partnership or to cease operations, or has 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. This description forms part of our auditor's report.

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.

Nexia Smith & Williamson

Lindsay Manson
Senior Statutory Auditor, for and on behalf of
Nexia Smith & Williamson
Statutory Auditor
Chartered Accountants

25 Moorgate
London
EC2R 6AY

22 May 2020

Statement of Comprehensive Income

		Year ended 31 December 2019 US\$	Year ended 31 December 2018 US\$
	Note		
Income			
Net unrealised movement on investments		11,685,811	24,233,908
Total income		11,685,811	24,233,908
Expenses			
Withholding tax		(226,806)	(45,391)
Other expenses		96,435	-
Management profit share	7	(100)	(100)
Total expenses		(130,471)	(45,491)
Operating profit		11,555,340	24,188,417
Profit for the financial year		11,555,340	24,188,417

All results shown in the Statement of Comprehensive Income are from continuing operations.

The Partnership has no components of other comprehensive income in the current and comparative year.

The notes 1 to 14 form an integral part of these financial statements.

Statement of Financial Position

	Notes	At 31 December 2019 US\$	At 31 December 2018 US\$
Fixed assets			
Financial assets at fair value through profit or loss	12	101,747,038	133,461,151
Current assets			
Cash		104,588	8,253
Debtors	8	-	4,775
		<u>104,588</u>	<u>13,028</u>
Current liabilities			
Creditors due within one year	9	-	(4,775)
Net current assets		<u>104,588</u>	<u>8,253</u>
Net assets attributable to Partners		<u>101,851,626</u>	<u>133,469,404</u>
Partners' Capital			
General Partner		1	1
Limited Partner		101,851,625	133,469,403
Total Partners' Capital		<u>101,851,626</u>	<u>133,469,404</u>

The notes 1 to 14 form an integral part of these financial statements.

The financial statements set out on pages 7 to 18 were approved by the General Partner on 22 May 2020 and signed on its behalf by:



Ian Harris
Director, SLCP (General Partner NASP 2008) Limited

Statement of Changes in Net Assets Attributable to Partners for the year ended 31 December 2019

	General Partner US\$	Limited Partner US\$	Total US\$
Net assets attributable to Partners at the start of the year	1	133,469,403	133,469,404
Partners' loan drawn	-	4,082,730	4,082,730
Temporary return of capital to Partners	-	(327,090)	(327,090)
Distributions to Partners	-	(46,928,758)	(46,928,758)
Net distributed	-	(43,173,118)	(43,173,118)
Profit for the financial year	-	11,555,340	11,555,340
Net assets attributable to Partners at the end of the year	1	101,851,625	101,851,626

Net Assets Attributable to Partners since inception to 31 December 2019

	General Partner US\$	Limited Partner US\$	Total US\$
Partners' capital drawn	1	250	251
Partners' loan drawn	-	232,247,950	232,247,950
Temporary return of capital to Partners	-	(22,240,549)	(22,240,549)
Distribution to Partners	-	(277,588,047)	(277,588,047)
Net drawn / (distributed)	1	(67,580,396)	(67,580,395)
Profit for the financial period	-	169,432,021	169,432,021
Net assets attributable to Partners at the end of the period	1	101,851,625	101,851,626

The notes 1 to 14 form an integral part of these financial statements.

Statement of Changes in Net Assets Attributable to Partners for the year ended 31 December 2018

	General Partner US\$	Limited Partner US\$	Total US\$
Net assets attributable to Partners at the start of the year	1	173,695,462	173,695,463
Partners' loan drawn	-	4,856,798	4,856,798
Temporary return of capital to Partners	-	(2,146,040)	(2,146,040)
Distributions to Partners	-	(67,125,234)	(67,125,234)
Net distributed	-	(64,414,476)	(64,414,476)
Profit for the financial year	-	24,188,417	24,188,417
Net assets attributable to Partners at the end of the year	1	133,469,403	133,469,404

Net Assets Attributable to Partners since inception to 31 December 2018

	General Partner US\$	Limited Partner US\$	Total US\$
Partners' capital drawn	1	250	251
Partners' loan drawn	-	228,165,220	228,165,220
Temporary return of capital to Partners	-	(21,913,459)	(21,913,459)
Distribution to Partners	-	(230,659,289)	(230,659,289)
Net drawn / (distributed)	1	(24,407,278)	(24,407,277)
Profit for the financial period	-	157,876,681	157,876,681
Net assets attributable to Partners at the end of the period	1	133,469,403	133,469,404

The notes 1 to 14 form an integral part of these financial statements.

Statement of Cash Flows

		Year ended 31 December 2019	Year ended 31 December 2018
	Notes	US\$	US\$
Cash flows from operating activities			
Operating profit		11,555,340	24,188,417
Decrease / (increase) in debtors	8	4,775	(4,750)
(Decrease) / increase in creditors due within one year	9	(4,775)	4,775
Net unrealised movement on investments		(11,685,811)	(24,233,908)
Contributions to Underlying Funds		(3,855,924)	(3,213,945)
Distributions from Underlying Funds		47,255,848	67,673,421
Net cash inflow from operating activities		43,269,453	64,414,010
Cash flows from financing activities			
Partners' loan drawn		4,082,730	4,856,798
Temporary return of capital to Partners		(327,090)	(2,146,040)
Distributions to Partners		(46,928,758)	(67,125,234)
Net cash outflow from financing activities		(43,173,118)	(64,414,476)
Net increase / (decrease) in cash and cash equivalents		96,335	(466)
Cash and cash equivalents at the start of the year		8,253	8,719
Cash and cash equivalents at the end of the year		104,588	8,253

The notes 1 to 14 form an integral part of these financial statements.

Notes to the Financial Statements

1. Partnership background

The Partnership was organised as a Limited Partnership registered in Scotland under the Limited Partnerships Act 1907. The Partnership commenced trading activities and held its first and final close on 6 June 2007, with one Limited Partner committing US\$250 million. On 1 October 2012 the Partnership reduced its commitment to NASP 2008 from US\$250 million to US\$235 million in order to make a direct US\$15 million investment in NASF I A. The term of the Partnership is expected to continue until 90 days after the termination of NASF I A; which is in turn expected to continue until the expiry of 90 days after the fourteenth anniversary of the final closing, being 4 September 2021, of SL Capital NASF I LP ("NASF I").

The Partnership's investment objective is to carry on the business of an investor in funds and in particular, but without limitation, as an investor in the Underlying Funds which will carry on the business of an investor investing in unquoted securities based primarily in North America. The financial statements of NASP 2008, including the Schedule of Investments, are provided separately to investors and should be read with the Partnership's financial statements. The percentage of NASP 2008 and NASF I A owned by the Partnership at 31 December 2019 was 100.0% and 20.1%, respectively.

Investment in the Partnership may be deemed speculative and involves significant risk factors and is suitable only for sophisticated investors who have limited need for liquidity in their investment and can accept a high degree of risk in their investment.

The Partnership's General Partner, NASP 2008 General Partner Limited Partnership, is a Scottish limited partnership. SL Capital Partners LLP acts as Manager and is authorised and regulated by the Financial Conduct Authority and is a U.S. Securities and Exchange Commission registered investment advisor based in Edinburgh, U.K. IQ EQ Administration Services (UK) Ltd acts as the Administrator to the Partnership. Societe Generale acts as the Partnership's bank.

The structure of the Partnership at 31 December 2019 was as follows:

	At 31 December 2019 \$
Commitments	250,000,001
Partners' capital drawn	251
Partners' loan drawn	232,247,950
Temporary return of capital to Partners	(22,240,549)
Funded	210,007,652
% of Commitments	84.0%
Distribution to Partners:	
Paid to Limited Partner	277,588,049
Total distributed	277,588,049
Limited Partner's % distributed of Funded Commitments	132.2%
Net distributed to all Partners	(67,580,397)

2. Statement of compliance

The financial statements of the Partnership have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102, the Companies Act 2006 and the Regulations.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1 Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value through profit or loss. The financial statements are presented in U.S. Dollar (US\$), which is also the Partnership's functional currency. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires the General Partner to exercise its judgement in the process of applying the Partnership's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant, are disclosed in note 4.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.2 Going concern

The General Partner has made an assessment of the Partnership's ability to continue as a going concern and is satisfied that the Partnership has the resources to continue in business for the foreseeable future. In preparing these financial statements, the General Partner has considered the uncertainty created by COVID 19, focusing specifically on:

- the level of liquid resources, including cash and cash equivalents, compared to the level of creditors. The Manager regularly monitors the Partnership's cash position to ensure sufficient cash is held to meet liabilities as they fall due;
- the level of undrawn commitments available from Limited Partners, which are due on demand in accordance with the Limited Partnership Agreement, compared to the future obligations to Partnership Investments and working capital requirements;
- the effectiveness of the General Partner's operational resilience processes, including the ability of key outsourcers to continue to provide services; and
- the impact of potential downside scenarios on asset valuations and liquidity, including potential management actions.

Based on a review of the above, the General Partner is satisfied that the Partnership has, and will maintain, sufficient resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. Accordingly, the financial statements have been prepared on a going concern basis. Please refer to note 14 for specific considerations around Novel Coronavirus.

3.3 Consolidation and subsidiaries

The Partnership does not have any subsidiaries other than those determined to be controlled subsidiary investments. Controlled subsidiary investments are measured at fair value in accordance with FRS 102. The fair value of controlled subsidiary investments is determined on a consistent basis to all other investments measured at fair value, and as described in the notes below.

Where the Partnership is deemed to control an underlying subsidiary, whereby the control be via voting rights or through the ability to direct the relevant activities in return for access to a significant portion of the variable gains and losses derived from those relevant activities, the underlying subsidiary and its results are also not consolidated and are instead reflected as financial assets at fair value with changes in fair value reflected in the Statement of Comprehensive Income.

The Partnership has a controlled subsidiary which is held as part of its investment portfolio and is measured at fair value. As such no consolidated financial statements are prepared.

3.4 Income, expenses, gains and losses

All income and expenses, inclusive of realised gains and losses, are accounted for on an accruals basis in the Statement of Comprehensive Income.

Net income, gains and losses of the Partnership are allocated under the terms of the Limited Partnership Agreement. Details are set out in note 3.9.

3.5 Financial instruments

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

a) Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost, using the effective interest method.

Investments in NASP 2008 and NASF I A are held as an equity investment and are therefore treated as other financial assets, which are initially measured at fair value and subsequently carried at fair value. Changes in fair value are recognised in the Statement of Comprehensive Income.

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.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.5 Financial instruments (continued)

b) Financial liabilities

Basic financial liabilities, including trade and other payables, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future outflows/payments discounted at a market rate of interest.

These financial liabilities are subsequently carried at amortised cost, using the effective interest method.

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

3.6 Cash and cash equivalents

Cash includes cash in hand and cash with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and that are subject to an insignificant risk of change in value. At 31 December 2019 and 31 December 2018, there were no cash equivalents.

3.7 Taxation

No provision has been made in the financial statements for taxation of the General Partner and the Limited Partner. All Partners are individually responsible for reporting their share of the Partnership's income, gains and losses for taxation purposes.

Withholding tax suffered by the Partnership on the gains and income on the underlying investments of NASP 2008 is included within expenses. Provisions for withholding tax are calculated based on available information and estimates from underlying investments of NASP 2008.

3.8 Net assets attributable to Partners

The Partnership's contributed capital consists of capital and loan contributions. Net assets attributable to Partners are classified as a financial liability, due to the Partnership's finite life and contractual payment provisions to each of the Partners.

3.9 Distribution of income proceeds and capital proceeds between Partners

The Agreement (clause 7.2) provides that the General Partner's and each Limited Partner's share in the net income, net income losses, capital gains and capital losses of the Partnership, shall be in proportion to their Capital Contributions, subject to the provisions in clauses 6.3 and 7.1.

As per the Agreement, Partners will receive distributions in accordance with clause 8.1 in the following order of priority: first, in payment of Management Profit Share; and thereafter, to the Partners pro rata to their respective commitments.

At 31 December 2019, no carried interest allocation had been made by the Partnership as the hurdle had not been met (2018: US\$Nil).

Based on a hypothetical liquidation of the investments held by the Partnership at the Statement of Financial Position date, the Partnership would become liable for carried interest of US\$8,538,695 (2018: US\$6,367,799). This amount is not guaranteed and has not become payable by the Partnership. Consequently, in accordance with the accounting policy and FRS 102 this amount has not been recognised in the financial statements.

4. Critical accounting estimates and judgements

The preparation of the financial statements in conformity with generally accepted accounting practice requires management to apply judgements and estimates of the carrying value of certain assets and liabilities in applying the Partnership's accounting policies that have a significant impact on the amounts recognised in the financial statements.

4.1 Judgements

There are no significant judgements in the view of management.

4.2 Sources of estimation uncertainty

There are key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Partnership based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Partnership. Such changes are reflected in the assumptions when they occur.

Notes to the Financial Statements (continued)

4. Critical accounting estimates and judgements (continued)

4.3 Fair value of investments not quoted in an active market

When the fair value of financial assets cannot be derived from an active market, their fair value is determined by using a variety of valuation techniques such as comparable recent arm's length transactions, capital asset pricing model and discounted cash flow.

The Partnership's investments in NASP 2008 and NASF I A are currently stated at fair value as estimated by the General Partner. The General Partner considers the balance of the Partnership's capital account in NASP 2008 and NASF I A as being equal to fair value.

Notwithstanding this basis of valuation, the eventual realisation proceeds will inevitably differ from the valuation and those differences could be significant.

5. Investments in Underlying Funds

The Partnership has held investments in NASP 2008 and NASF I A since their inception on 14 May 2007 and 1 October 2012, respectively. The maximum exposure to loss from the Partnership's investments in NASP 2008 and NASF I A are its capital commitments of US\$235 million and US\$15 million, respectively. Further information relating to the fair value of Partnership's investments is contained in note 12.

6. Expenses

The expenses of the Partnership, including audit fees of US\$24,970 (2018: US\$15,500), are met by NASP 2008.

7. Management profit share

The Partnership allocates management profit share of US\$100 to the General Partner in respect of each accounting period, payable annually in advance.

The management profit share ranks as the first charge on net income and realised gains in any accounting period and is paid in full by the Partnership whether or not there are sufficient net income and realised gains to cover the amount. Such sums are not recoverable, except against future net income and realised gains of the Partnership.

8. Debtors

	At 31 December 2019 US\$	At 31 December 2018 US\$
Due from Limited Partner	-	4,775

There were no debtors falling due after more than one year at 31 December 2019 and 31 December 2018.

9. Creditors due within one year

	At 31 December 2019 US\$	At 31 December 2018 US\$
Due to NASP 2008	-	4,775

10. Related party transactions

The Agreement provides for the General Partner to manage and control the Partnership, its investments and other activities. The general partner of NASP 2008 General Partner Limited Partnership is SLCP (General Partner NASP 2008) Limited, a wholly owned subsidiary of SLCP (Holdings) Limited which is a subsidiary of the ultimate parent, Standard Life Aberdeen plc.

Certain employees of the Manager are carried interest partners in either the General Partner of the Partnership or NASP 2008 Special and are entitled to participate in the profits as disclosed in note 3.9.

The Manager receives a fee of US\$100, payable annually in advance, from the General Partner of the Partnership in relation to its activity as Manager of the Partnership.

Notes to the Financial Statements (continued)

11. Risk management

The Partnership's financial assets are predominately unsecured investments in unquoted companies and limited partnerships, in which the maximum risk is considered to be the amount committed to the investment.

The Partnership's investing activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The most important types of financial risks which NASP 2008 and NASF I A and therefore the Partnership are exposed to are market risk, credit risk and liquidity risk. The risk management policies employed by the Partnership are detailed below:

11.1 Market risk

The Partnership is at risk of the economic cycle impacting the quoted markets and hence potentially the pricing of investment deals, the valuation of the underlying investments and the price and timing of exits. Market risk comprises interest rate risk, currency risk and price risk.

a) Interest rate and currency risk

The Partnership has no material exposure to interest rate risk or currency risk at 31 December 2019 and 31 December 2018. Therefore, no sensitivity analysis has been performed.

b) Price risk

The Partnership's investments are susceptible to market price risk arising from uncertainties about future values of the underlying investments of NASP 2008 and NASF I A.

Price risk is minimised by the Manager constructing a diversified portfolio of fund investments. At 31 December 2019, NASP 2008 held 15 (2018: 15) Limited Partnership Interests investing in 87 separate underlying investee companies and 1 Non-marketable Security, while NASF I A held 22 (2018: 22) Limited Partnership Interests investing in 141 separate underlying investee companies.

A 10% increase in the 31 December 2019 valuation of the Partnership's investments would have increased the net assets attributable to the Limited Partner by US\$10,174,704 (2018: US\$13,346,115); a 10% change in the opposite direction would have decreased the net assets attributable to the Limited Partner by an equivalent amount.

11.2 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Partnership's credit risk is mainly arising from the Partnership's investment in NASP 2008 and NASF I A. The Partnership monitors the performance of NASP 2008 and NASF I A and their underlying investments.

The Partnership places cash with authorised deposit takers and, therefore, is potentially at risk from the failure of any such institution. At 31 December 2019, all of the Partnership's cash was held by Societe Generale which was rated "A" by Standard & Poor's as at the date of the Report of the General Partner.

At 31 December 2019, the assets held by the Partnership are not past due or impaired (2018: US\$Nil).

11.3 Liquidity risk

Liquidity risk is the risk that the Partnership may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

Investments in unquoted equity are less marketable than those in quoted equity, as they have to be sold privately via a secondary market subject to approval of the general partner of the fund investment or co-investment rather than on a public stock market. As a result, the Partnership may not be able to quickly liquidate its investments at an amount equal to fair value in order to meet its liquidity requirements, or to respond to specific events such as deterioration in the creditworthiness of any particular issuer.

During the year ended 31 December 2019, the Partnership generated an operating profit of US\$11,555,340 (2018: US\$24,188,417) and cash resources at the year end amounted to US\$104,588 (2018: US\$8,253). The liabilities of the Partnership (excluding net assets attributable to Partners) are due on demand. In addition, the Partnership had available to it undrawn commitments of US\$39,992,349 (2018: US\$43,747,989) from its Limited Partner, which are also due on demand.

Notes to the Financial Statements (continued)

11. Risk management (continued)

11.4 Capital risk management

The capital of the Partnership is represented by the net assets attributable to Partners. The Partnership's objective when managing the capital is to safeguard the ability to continue as a going concern in order to provide returns for Partners and benefits for other stakeholders and to maintain a strong capital base to support the development of the investment activities of the Partnership. In order to maintain or adjust the capital structure, the General Partner may call unfunded commitments from the Limited Partner or distribute funds to the Limited Partner.

The General Partner monitors capital on the basis of the value of net assets attributable to Partners.

The Partnership has no material exposure to capital risk at 31 December 2019 and 31 December 2018. Therefore, no sensitivity analysis has been performed.

The Partnership does not have any externally imposed capital requirements.

12. Financial assets at fair value through profit or loss

FRS 102 requires a three-level hierarchy disclosure for categorising financial assets and liabilities carried at fair value and requires enhanced disclosures about fair value measurement. The fair value hierarchy classifies financial assets and liabilities according to the source of inputs ranked according to availability of observable market prices used in measuring fair value as follows:

Level 1	The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date.
Level 2	Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly.
Level 3	Inputs that are unobservable (i.e. for which market data is unavailable) for the asset or liability.

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety should be determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

The categorisation of the Partnership's investments within the hierarchy is based upon the pricing transparency of each investments and does not necessarily correspond to the General Partner's perceived risk of the investments. The investments are classified within Level 3 as they have unobservable inputs and trade infrequently or not at all.

The determination of what constitutes "observable" requires significant judgement by the General Partner. The General Partner considers observable data to be that market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, provided by multiple, independent sources that are actively involved in the relevant market.

The following tables analyse within the fair value hierarchy the Partnership's investments measured at fair value:

At 31 December 2019

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss	-	-	101,747,038	101,747,038

At 31 December 2018

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss	-	-	133,461,151	133,461,151

There were no transfers between levels during the current and comparative years.

Notes to the Financial Statements (continued)

12. Financial assets at fair value through profit or loss (continued)

Determining the fair value of the Partnership's investments requires judgement and considers factors specific to the investment. The valuation policies applied by the General Partner are detailed in note 4.3.

The changes in investments measured at fair value for which the Partnership has used Level 3 inputs to determine fair value are as follows:

	Year ended 31 December 2019 US\$	Year to 31 December 2018 US\$
Balance at start of the year	133,461,151	173,686,719
Purchases	3,855,924	3,213,945
Sales	(47,255,848)	(67,673,421)
Realised and unrealised gains on investment	11,685,811	24,233,908
Balance at end of the year	101,747,038	133,461,151
Unrealised movement included in profit or loss relating to the investments held at the reporting date	11,685,811	24,233,908

13. Commitments and contingencies

The Partnership has committed an aggregate of US\$235,000,001 (2018: US\$235,000,001) to NASP 2008 and US\$15,000,000 (2018: US\$15,000,000) to NASF I A. As of 31 December 2019, the Partnership had funded US\$210,007,652 (2018: US\$206,252,012).

14. Events after the reporting date

Subsequent events have been evaluated up to 22 May 2020.

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in equity and debt markets around the world. The global impact of the outbreak is rapidly evolving and on 11 March 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries.

The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The outbreak of COVID-19 and the resulting financial and economic market uncertainty could have a significant adverse impact on the Partnership, including the fair value of its investments. The most significant conditions relating to COVID-19 arose after the reporting period and as a result the General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Any future impact on the Partnership is likely to be in connection with the assessment of the fair value of its investments at future dates. At the date of reporting it is not possible to quantify the future financial impact of COVID-19 on the Partnership's investments with any degree of certainty. The General Partner will continue to closely analyse and review the impact of COVID-19 on the Partnership and will take appropriate action as required.

North American Strategic Partners 2008 L.P.

Financial Statements for the year ended December 31, 2019

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Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report.

Manager, General Partner and Advisors

Manager and Principal Place of Business	SL Capital Partners LLP 1 George Street Edinburgh, EH2 2LL U.K.
General Partner	NASP 2008 General Partner Limited Partnership 1 George Street Edinburgh, EH2 2LL U.K.
Legal Advisor	Goodwin Procter (UK) LLP 100 Cheapside London, EC2V 6DY U.K.
Tax Advisor	Deloitte LLP 150 Midsummer Boulevard Milton Keynes Buckinghamshire, MK9 1FD U.K.
Independent Auditor	CohnReznick LLP 1301 Avenue of the Americas New York, NY 10019 U.S.A.
Administrator	IQ EQ Administration Services (UK) Ltd Two London Bridge London, SE1 9RA U.K.
Inception Date	May 14, 2007

Report of the General Partner

The General Partner, NASP 2008 General Partner Limited Partnership, presents the audited financial statements for North American Strategic Partners 2008 L.P. ("the Partnership" or "NASP 2008") for the year ended December 31, 2019.

Structure of the Partnership

NASP 2008 is a Limited Partnership established in Delaware, U.S.A. The Partnership held its first and final close on June 6, 2007 with aggregate commitments of US\$250 million received from one Limited Partner. On October 1, 2012 North American Strategic Partners (Feeder) 2008 Limited Partnership ("NASP (Feeder) 2008") reduced its commitment to the Partnership from US\$250 million to US\$235 million in order to make a direct US\$15 million investment in SL Capital NASF I A LP ("NASF I A").

The structure of the Partnership is detailed further in note 1 to the financial statements.

Independent auditor

The General Partner has appointed CohnReznick LLP as auditor to the Partnership.

Data protection

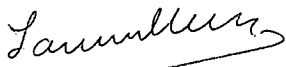
SL Capital Partners LLP has implemented measures that it believes are necessary in order to comply with the General Data Protection Regulation.

Subsequent events

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in certain equity and debt markets. The global impact of the outbreak is rapidly evolving and on March 11, 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The General Partner, as part of the Standard Life Aberdeen plc group, is utilizing business continuity and resilience processes with the objective of mitigating the impact of COVID-19. The General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Further details can be found in note 14 to the financial statements.

Signed on behalf of the General Partner



Ian Harris
Director, SLCP (General Partner NASP 2008) Limited
May 22, 2020

Statement of General Partner's Responsibilities

The General Partner is required, under Provisions 6 and 12 of the Limited Partnership Agreement ("the Agreement") of the Partnership, to prepare financial statements for each period, which show the income or loss of the Partnership for the period and the financial position at the end of the period.

In preparing the financial statements the General Partner is required to:

- comply with the Agreement and applicable accounting standards, subject to any material departures which are required to be disclosed and explained in the financial statements;
- make judgments and estimates that are reasonable and prudent; and
- 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, which are sufficient to show and explain the Partnership's transactions and to disclose with reasonable accuracy, at any time, the financial position of the Partnership. The General Partner is also responsible for safeguarding the assets of the Partnership and for taking reasonable steps for the prevention and detection of fraud, errors and non-compliance with laws and regulations.

Independent Auditor's Report

To the General Partner
North American Strategic Partners 2008 L.P.

We have audited the accompanying financial statements of North American Strategic Partners 2008 L.P., a limited partnership, which comprise the statements of assets, liabilities and partners' capital, including the schedule of investments, as of December 31, 2019 and 2018, and the related statements of operations, changes in partners' capital and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of North American Strategic Partners 2008 L.P. as of December 31, 2019 and 2018, and the results of its operations, changes in partners' capital and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

CohnReznick LLP

New York, New York
May 22, 2020

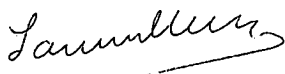
Statement of Assets, Liabilities and Partners' Capital

		At December 31, 2019	At December 31, 2018
	Notes	US\$	US\$
Assets			
Investments in Limited Partnership Interests, at fair value (Cost: 2019: US\$86,712,651, 2018: US\$91,869,548)	3	90,936,416	99,795,228
Investments in Non-marketable Securities, at fair value (Cost: 2019: US\$Nil, 2018: US\$5,506,212)	3	-	15,609,878
Cash		1,114,413	8,586,689
Amounts due from Parallel Funds ¹	4	195,625	174,960
Amounts due from General Partner	4	100	100
Total Assets		92,246,554	124,166,855
Liabilities and Partners' Capital			
Liabilities			
Accrued expenses and fees payable	7	173,750	108,552
Total Liabilities		173,750	108,552
Partners' Capital			
General Partner	8	100	100
Founder Partner	8	8,331,390	6,202,937
Limited Partner	8	83,741,314	117,855,266
Total Partners' Capital		92,072,804	124,058,303
Total Liabilities and Partners' Capital		92,246,554	124,166,855
Total Unfunded Commitment	8	35,397,915	37,547,915

¹ Parallel Funds refer to the Partnership, NASP (Feeder) 2008 and any additional limited partnership or other investment vehicle established under agreements containing substantially similar commercial terms to the LPA of NASP 2008 LP or the partnership agreement constituting the NASP (Feeder) 2008.

The notes 1 to 14 form an integral part of these financial statements.

The financial statements set out on pages 5 to 20 were approved by the General Partner on May 22, 2020 and were signed on its behalf by:



Ian Harris
Director, SLCP (General Partner NASP 2008) Limited

Schedule of Investments at December 31, 2019

Securities	Country of Domicile ¹	Cost US\$	Fair Value ² US\$
Limited Partnership Interests			
Arbor Investments III	U.S.A.	6,303,532	7,363,591
Ares Corporate Opportunities Fund III	U.S.A. & Cayman Islands	2,515,577	2,470,026
Avista Capital Partners	U.S.A.	4,774,324	179,174
CB Offshore Equity Fund VII	Cayman Islands	5,582,757	5,324,817
DW Healthcare Partners III	U.S.A.	4,761,270	6,392,740
Excellere Capital Fund II	U.S.A.	6,399,400	8,108,359
Grey Mountain Partners Fund II	U.S.A.	9,701,248	476,883
Gridiron Capital Fund II	U.S.A.	8,034,461	7,296,286
Hellman & Friedman Capital Partners VII	Cayman Islands	5,254,423	20,357,421
New Mountain Partners III	U.S.A. & Cayman Islands	6,355,386	13,546,074
ONCAP III	Canada	6,975,023	9,701,939
Sterling Capital Partners III	U.S.A.	9,193,739	1,357,595
Sterling Group Partners III	U.S.A.	3,997,526	4,076,524
TowerBrook Investors III	Cayman Islands	5,823,334	1,464,215
Veritas Capital Fund IV	U.S.A.	1,040,651	2,820,772
Total Limited Partnership Interests³		86,712,651	90,936,416
Non-marketable Securities			
IPC / UHS Co-investment Partners, L.P. ⁴			
9.70% interest	U.S.A.	-	-
Total Non-marketable Securities³		-	-
Total Securities³		86,712,651	90,936,416
By Country of Domicile			
	% of Total Partners' Capital	Cost US\$	Fair Value² US\$
U.S.A.	41.3	54,206,151	38,071,924
Cayman Islands	29.5	16,660,514	27,146,453
U.S.A. & Cayman Islands	17.4	8,870,963	16,016,100
Canada	10.5	6,975,023	9,701,939
Total Securities³	98.7	86,712,651	90,936,416

¹ Some of the Limited Partnership Interests are invested across parallel partnerships which have different countries of domicile.

² Refer to notes 2 and 3 for the investment valuation basis.

³ Refer to note 9 for percentage of Partners' Capital and industry classification.

⁴ IPC / UHS Co-investment Partners L.P. disposed of its sole investment in Universal Hospital Services during the year ended December 31, 2019 and proceeds were distributed to the Partnership. This investment is valued at nil while its liquidation is finalized, any final proceeds are expected to be immaterial.

The notes 1 to 14 form an integral part of these financial statements.

Schedule of Investments at December 31, 2018

Securities	Country of Domicile ¹	Cost US\$	Fair Value ² US\$
Limited Partnership Interests			
Arbor Investments III	U.S.A.	6,303,532	7,580,299
Ares Corporate Opportunities Fund III	U.S.A. & Cayman Islands	5,342,757	8,569,212
Avista Capital Partners	U.S.A.	4,774,324	302,019
CB Offshore Equity Fund VII	Cayman Islands	5,461,689	4,256,153
DW Healthcare Partners III	U.S.A.	4,761,270	5,025,868
Excellere Capital Fund II	U.S.A.	4,684,090	5,666,286
Grey Mountain Partners Fund II	U.S.A.	9,652,061	1,802,436
Gridiron Capital Fund II	U.S.A.	8,375,325	8,308,808
Hellman & Friedman Capital Partners VII	Cayman Islands	5,594,647	20,941,344
New Mountain Partners III	U.S.A. & Cayman Islands	6,355,386	11,363,603
ONCAP III	Canada	6,975,023	9,567,392
Sterling Capital Partners III	U.S.A.	9,193,739	1,442,923
Sterling Group Partners III	U.S.A.	5,077,787	4,404,583
TowerBrook Investors III	Cayman Islands	5,922,336	1,910,223
Veritas Capital Fund IV	U.S.A.	3,395,582	8,654,079
Total Limited Partnership Interests³		91,869,548	99,795,228
Non-marketable Securities			
IPC / UHS Co-investment Partners, L.P.			
9.70% interest representing:			
6,201,035 of UHS Holdco, Inc. Common Stock			
UHS Holdco, Inc. owns 100% of Universal Hospital Services, Inc.	U.S.A.	5,506,212	15,609,878
Total Non-marketable Securities³		5,506,212	15,609,878
Total Securities³		97,375,760	115,405,106
By Country of Domicile			
	% of Total Partners' Capital	Cost US\$	Fair Value² US\$
U.S.A.	47.4	61,723,922	58,797,179
Cayman Islands	21.9	16,978,672	27,107,720
U.S.A. & Cayman Islands	16.1	11,698,143	19,932,815
Canada	7.7	6,975,023	9,567,392
Total Securities³	93.1	97,375,760	115,405,106

¹ Some of the Limited Partnership Interests are invested across parallel partnerships which have different countries of domicile.

² Refer to notes 2 and 3 for the investment valuation basis.

³ Refer to note 9 for percentage of Partners' Capital and industry classification.

The notes 1 to 14 form an integral part of these financial statements.

Statement of Operations

		Year ended December 31, 2019	Year ended December 31, 2018
	Notes	US\$	US\$
Investment income			
Net income distributed by Limited Partnership Interests (net of withholding tax: 2019: US\$266,222, 2018: US\$85,893)		1,497,391	1,396,678
Total investment income		<u>1,497,391</u>	<u>1,396,678</u>
Expenses			
Management profit share	4	(290,254)	(613,353)
Professional fees	5	(393,333)	(422,211)
Other expenses		(3,001)	(6,740)
Total expenses		<u>(686,588)</u>	<u>(1,042,304)</u>
Net income		<u>810,803</u>	<u>354,374</u>
Net realized and unrealized gains on investments			
Net realized gain on investments		23,828,134	41,508,451
Net unrealized movement on investments		(14,141,026)	(17,486,997)
Net realized foreign exchange movement on investments		-	(942,117)
Net unrealized foreign exchange movement on investments		335,445	248,048
Net realized and unrealized gains on investments		<u>10,022,553</u>	<u>23,327,385</u>
Net change in Partners' Capital resulting from operations		<u>10,833,356</u>	<u>23,681,759</u>

The notes 1 to 14 form an integral part of these financial statements.

Statement of Changes in Partners' Capital for the year ended December 31, 2019

	General Partner	Founder Partner	Limited Partner	Total
	US\$	US\$	US\$	US\$
Operations				
Net income	-	-	810,803	810,803
Net realized and unrealized gains on investments	-	-	10,022,553	10,022,553
Carried interest provision	-	2,128,453	(2,128,453)	-
Net change in Partners' Capital resulting from operations	-	2,128,453	8,704,903	10,833,356
Capital transactions				
Preferred capital contributions	-	-	2,370,000	2,370,000
Temporary return of capital to Partners	-	-	(220,000)	(220,000)
Distributions to Partners	-	-	(44,968,855)	(44,968,855)
Net decrease in Partners' Capital resulting from capital transactions	-	-	(42,818,855)	(42,818,855)
Net change in Partners' Capital	-	2,128,453	(34,113,952)	(31,985,499)
Partners' Capital				
Start of the year	100	6,202,937	117,855,266	124,058,303
End of the year	<u>100</u>	<u>8,331,390</u>	<u>83,741,314</u>	<u>92,072,804</u>

Statement of Changes in Partners' Capital for the year ended December 31, 2018

	General Partner	Founder Partner	Limited Partner	Total
	US\$	US\$	US\$	US\$
Operations				
Net income	-	-	354,374	354,374
Net realized and unrealized gains on investments	-	-	23,327,385	23,327,385
Carried interest provision	-	(353,011)	353,011	-
Net change in Partners' Capital resulting from operations	-	(353,011)	24,034,770	23,681,759
Capital transactions				
Preferred capital contributions	-	-	2,700,000	2,700,000
Temporary return of capital to Partners	-	-	(1,012,144)	(1,012,144)
Distributions to Partners	-	-	(66,081,236)	(66,081,236)
Net decrease in Partners' Capital resulting from capital transactions	-	-	(64,393,380)	(64,393,380)
Net change in Partners' Capital	-	(353,011)	(40,358,610)	(40,711,621)
Partners' Capital				
Start of the year	100	6,555,948	158,213,876	164,769,924
End of the year	<u>100</u>	<u>6,202,937</u>	<u>117,855,266</u>	<u>124,058,303</u>

The notes 1 to 14 form an integral part of these financial statements.

Statement of Cash Flows

		Year ended December 31, 2019	Year ended December 31, 2018
	Note	US\$	US\$
Cash flows from operating activities			
Net change in Partners' Capital resulting from operations		10,833,356	23,681,759
Adjustments to reconcile net change in Partners' Capital resulting from operations to net cash provided by operating activities			
Net unrealized movement on investments		14,141,026	17,486,997
Net unrealized foreign exchange movement on investments		(335,445)	(248,048)
Net realized movement on investments		(23,828,134)	(41,508,451)
Net realized foreign exchange movement on investments		-	942,117
Sales of non-marketable securities		15,703,362	-
Investments in Limited Partnership Interests		(2,599,486)	(2,922,467)
Distributions from Limited Partnership Interests		21,387,367	73,676,780
Change in operating assets and liabilities			
Amounts due from Parallel Funds		(20,665)	(15,531)
Accrued expenses and fees payable	7	65,198	(4,338)
Net cash provided by operating activities		<u>35,346,579</u>	<u>71,088,818</u>
Cash flows from financing activities			
Preferred capital contributions		2,370,000	2,700,000
Temporary return of capital to Partners		(220,000)	(1,012,144)
Distributions to Partners		(44,968,855)	(66,081,236)
Net cash used in financing activities		<u>(42,818,855)</u>	<u>(64,393,380)</u>
Net (decrease) / increase in cash		(7,472,276)	6,695,438
Cash at the start of the year		8,586,689	1,891,251
Cash at the end of the year		<u><u>1,114,413</u></u>	<u><u>8,586,689</u></u>

The notes 1 to 14 form an integral part of these financial statements.

Notes to the Financial Statements

1. Partnership background

The Partnership was organized as a limited partnership under the Delaware Revised Uniform Limited Partnership Act and commenced trading activities on June 6, 2007. The Partnership held its first and final close on June 6, 2007 with aggregate commitments of US\$250 million received from one Limited Partner, NASP (Feeder) 2008. On October 1, 2012 NASP (Feeder) 2008 reduced its commitment to the Partnership from US\$250 million to US\$235 million in order to make a direct US\$15 million investment in NASP I A. NASP 2008 Special Limited Partnership ("NASP 2008 Special") acts as the Founder Partner and has a capital commitment of US\$28. The term of the Partnership will continue until the twelfth anniversary of the Final Closing of the Partnership, unless terminated earlier as provided for in the Agreement. The initial term of the Partnership expired on the twelfth anniversary of the final closing, being June 6, 2019, following which the General Partner exercised its discretion to extend the term by two additional one year periods to June 6, 2021. The General Partner has the discretion to extend the term by up to one more additional one year periods.

The Partnership's investment objective is to carry on the business of an investor in funds investing in unquoted securities ("Limited Partnership Interests") and to acquire, hold and dispose of unquoted securities ("Non-marketable Securities"). These investments will be based primarily in North America in accordance with the provisions within, and subject to, the Agreement. The Partnership conducts investment activities for its feeder partnership, NASP (Feeder) 2008.

Investment in the Partnership may be deemed speculative and involves significant risk factors and is suitable only for sophisticated investors who have limited need for liquidity in their investment and who can accept a high degree of risk in their investment.

The Partnership's General Partner, NASP 2008 General Partner Limited Partnership, is a Scottish limited partnership. SL Capital Partners LLP acts as Manager and is authorized and regulated by the Financial Conduct Authority and is a U.S. Securities and Exchange Commission registered investment advisor based in Edinburgh, U.K. IQ EQ Administration Services (UK) Ltd acts as the Administrator to the Partnership. Societe Generale acts as the Partnership's bank.

2. Summary of significant accounting policies

2.1 Basis of accounting

The Partnership's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

The General Partner has determined that the Partnership is an Investment Company and this set of financial statements follows the accounting and reporting guidance under Topic 946, Financial Services-Investment Companies.

The Partnership uses the accruals basis of accounting. Accordingly, income and expenses are recorded as earned and incurred, respectively.

2.2 Investment transactions and investment income

a) Investments in Limited Partnership Interests

Investments in Limited Partnership Interests are recorded on the date the capital call is paid. For investments owned at the year end, the difference between the original cost and market value, or estimated fair value, represents unrealized appreciation or depreciation. Distributions from the Limited Partnership Interests when identified as realized gain or loss or investment income are recorded as such by the Partnership in the Statement of Operations. Distributions representing return of capital are credited to the cost of the investment in Limited Partnership Interests.

b) Non-marketable Securities

Realized gains or losses on dispositions of investments represent the difference between the original cost of the investment, based on the first-in, first-out method, and the proceeds received from the sale. Investment income is recognized on an accruals basis. For investments owned at the year end, the difference between the original cost and market value, or estimated fair value, represents unrealized appreciation or depreciation.

2.3 Income taxes

No provision for U.S. Federal or state income taxes is made in the accompanying financial statements since the Partnership is not subject to income taxes. The Partners are required to include their proportionate share of gains, losses, credits or deductions on their individual income tax returns. For Foreign Partners invested in the Partnership, cash distributions would be reduced for withholding taxes (30% or lower treaty rate, if applicable) on their allocable share of dividends as well as certain interest and other income received by the Partnership from sources within the U.S.A., and would be paid to the Internal Revenue Service on their behalf.

The authoritative guidance on Accounting for and Disclosure of Uncertainty in Tax Positions (Financial Accounting Standards Board "FASB" Accounting Standards Codification "ASC" 740) requires the General Partner to determine whether a tax position of the Partnership is more likely than not to be sustained upon examination, including resolution of any related appeals or investigations, based on the technical merits of the position. For tax positions meeting the more likely than not threshold, the tax amount recognized in the financial statements is reduced by the largest benefit that has a greater than fifty percent likelihood of being realized upon ultimate settlement with the relevant taxing authority.

Notes to the Financial Statements (continued)

2. Summary of significant accounting policies (continued)

2.3 Income taxes (continued)

The General Partner has determined that this authoritative guidance did not have a material effect on the Statement of Operations or the Statement of Assets, Liabilities and Partners' Capital. As a result of the Partnership's activities, tax returns are filed as prescribed by the tax laws of the jurisdictions through which the Partnership operates. In completing its assessment of the Partnership's tax positions, the General Partner has considered all tax years that remain subject to examination by each jurisdiction under the relevant statute of limitations.

2.4 Valuation of securities

The authoritative guidance on Fair Value Measurements and Disclosures (FASB ASC 820-10) defines fair value, establishes a framework for measuring fair value and requires enhanced disclosures about fair value measurements.

a) Limited Partnership Interests

Limited Partnership Interests are valued at fair value as determined in good faith under procedures adopted by the General Partner. The General Partner shall be entitled to rely upon valuations provided to it by the general partners of the Limited Partnership Interests if deemed appropriate, but shall not be bound by such valuations. The values assigned to Limited Partnership Interests are based upon available information and do not necessarily represent amounts which might ultimately be realized. Due to the inherent uncertainty of valuation, those estimated values of Limited Partnership Interests may differ significantly from the values that would have been used had a ready market for those Limited Partnership Interests existed, and the differences could be material.

b) Non-marketable Securities

Non-marketable Securities are valued at fair value as determined in good faith under procedures adopted by the General Partner. Due to the inherent uncertainty of valuation, those estimated values of Non-marketable Securities may differ significantly from the values that would have been used had a ready market for those Non-marketable Securities existed, and the differences could be material.

The authoritative guidance on Fair Value Measurements and Disclosures provides clarification on acceptable fair valuation methods and applications and requires enhanced disclosures about fair value measurements. It defines fair value as the price that the Partnership would receive upon selling an investment in an orderly transaction between market participants at the measurement date. It established a three-tier hierarchy which prioritizes and ranks the level of market price observability used in measuring fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below:

- Level 1 – Inputs are based on unadjusted quoted prices in active markets that the Partnership has the ability to access for identical assets or liabilities.
- Level 2 – Observable inputs other than quoted prices in active markets included within Level 1 that are observable for the similar asset or liability, either directly or indirectly. These inputs may include quoted prices for the identical instrument in an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.
- Level 3 – Unobservable inputs for the asset or liability, to the extent relevant observable inputs are not available representing the Partnership's own assumptions about the assumptions a market participant would use in valuing the asset or liability, based on the best information available.

An individual Limited Partnership Interest's or Non-marketable Security's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. However, the determination of what constitutes "observable" requires significant judgment by the General Partner. The General Partner considers observable data to be that market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, provided by multiple, independent sources that are actively involved in the relevant market.

The categorization of a Limited Partnership Interest or Non-marketable Security within the hierarchy is based upon the pricing transparency of that Limited Partnership Interest or Non-marketable Security and does not necessarily correspond to the General Partner's perceived risk of the investment. Details are set out in note 3.

2.5 Contributions

As provided by clauses 2.2 and 3.1 of the Agreement, the Limited Partner is required to make capital contributions. Capital contributions by the Limited Partner will be made upon their receipt of a Drawdown Notice provided by the General Partner. Each investor has contributed the amount of their Initial Capital Contribution at the First Drawdown Date, being 0.0001% of its Commitment. Each investor is required to contribute Preferred Capital Contributions to the Partnership up to an aggregate amount equal to its Preferred Capital Commitment, which is defined in the Agreement as the capital agreed to be contributed by it to the Partnership as being equal to 99.9999% of such investor's commitment.

2.6 Carried interest provision

The Statement of Changes in Partners' Capital, where appropriate, reflects the carried interest provision which has been calculated based on the hypothetical liquidation of the Partnership at December 31, 2019. This represents the estimated share of Partners' Capital that would be attributable to the Founder Partner following the repayment of the Limited Partner Capital Contributions and the Preferred Return. Refer to note 6 for additional details on the allocation of profits and losses.

Notes to the Financial Statements (continued)

2. Summary of significant accounting policies (continued)

2.7 Use of estimates

The preparation of financial statements in conformity with U.S. GAAP requires the General Partner to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

2.8 Foreign exchange

The General Partner considers the Partnership's functional and presentational currency to be the U.S. Dollar ("US\$") as the economic environment in which the financial assets are invested are predominantly based in the U.S.A.

Unrealized foreign currency exchange gains and losses on non-US\$ denominated investments arising from changes in foreign currency exchange rates and realized foreign exchange gains and losses on income and expenses are disclosed in the Statement of Operations. Non-US\$ denominated assets and liabilities are translated at the exchange rate at the balance sheet date. Non-US\$ income and expense transactions are translated at the exchange rate prevailing on the date of the transaction.

Exchange rates at December 31, 2019:

US\$1 =	
Sterling	£0.7549
Canadian Dollar	\$1.2967

Exchange rates at December 31, 2018:

US\$1 =	
Sterling	£0.7852
Canadian Dollar	\$1.3658

2.9 New accounting pronouncements

In May 2014, FASB issued Accounting Standards Update ("ASU") 2014-09 'Revenue from Contracts with Customers' (Topic 606). The new revenue standard deals with when and how to recognize revenue from customers and also requires additional disclosures to provide more relevant information to the users of the financial statements. The new standard introduced a single principles-based 5-step model that entities need to apply to all contracts with customers. The core principle of the guidance is that revenue should be recognized to depict the transfer of the goods/services to the customer in amounts equal to the expected consideration in exchange for these. Since May 2014, several ASUs on Topic 606 have been released and provide further guidance on key components of the 5-step model.

ASU 2014-09 replaces and supersedes all guidance under U.S. GAAP on revenue recognition including Topic 605, 'Revenue Recognition' and most other industry-specific guidance.

In August 2016, FASB issued an update to address the classification of eight specific cash flows of a complex or mixed nature with the objective of reducing the existing diversity in practice.

The principles-based approach of existing U.S. GAAP, when properly applied, aims to provide readers with more meaningful information on the cash impact of the entity's activities and on its cash strength.

The FASB has recognized that a lack of specific, or unclear guidance, on more complex cash flows can lead to diverse treatments which could obscure their core nature.

For non-public entities, the amendments are effective for fiscal years beginning after December 15, 2018, and interim periods within fiscal years beginning after December 15, 2019. Early adoption is permitted, including adoption in an interim period.

In August 2018, the FASB issued ASU 2018-13 to modify the disclosure requirements on fair value measurements under ASC Topic 820, "Fair Value Measurements".

The amendments removed the following fair value disclosure requirements:

- The amount of and reasons for transfers between Level 1 and Level 2 of the fair value hierarchy.
- The policy for timing of transfers between levels.
- The valuation processes for Level 3 fair value measurements.
- For non-public entities, the changes in unrealized gains and losses for the period included in earnings for recurring Level 3 fair value measurements held at the end of the reporting period.

Notes to the Financial Statements (continued)

2. Summary of significant accounting policies (continued)

2.9 New accounting pronouncements (continued)

The amendments modified the following fair value disclosure requirements:

- a) In lieu of a rollforward for Level 3 fair value measurements, a non-public entity is required to disclose transfers into and out of Level 3 of the fair value hierarchy and purchases and issues of Level 3 assets and liabilities.
- b) For investments in certain entities that calculate net asset value, an entity is required to disclose the timing of liquidation of an investee's assets and the date when restrictions from redemption might lapse only if the investee has communicated the timing to the entity or announced the timing publicly.
- c) The amendments clarify that the measurement uncertainty disclosure is to communicate information about the uncertainty in measurement as of the reporting date.

Additionally, the amendments removed 'at a minimum' from the phrase 'an entity shall disclose at a minimum' to promote discretion and to clarify that materiality should be considered in determining fair value measurement disclosures.

The amendments are effective for all entities for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. An entity is permitted to early adopt any removed or modified disclosures upon issuance of this ASU and delay adoption of the additional disclosures until the ASU's effective date.

The General Partner has adopted the new standards and does not expect the above pronouncement to have a material impact on the financial statements.

3. Investments

At December 31, 2019, the total cost of investments in Limited Partnership Interests and Non-marketable Securities is US\$86,712,651 (2018: US\$91,869,548) and US\$Nil (2018: US\$5,506,212) respectively.

Determining the fair value of the Partnership's investments requires judgment and considers factors specific to the investment. The General Partner utilizes the following valuation techniques:

a) Limited Partnership Interests

The General Partner generally uses the capital balance reported by the investee fund manager prepared under U.S. GAAP as the primary input to its valuation; however adjustments to the reported capital balance may be made based on various factors, including, but not limited to, the attributes of the interest held, including the rights and obligations, and any restrictions on such interests, and the fair value of the fund's investment portfolio or other assets and liabilities.

b) Non-marketable Securities

The General Partner uses (1) Market approach which considers the lead manager's valuation, comparable company, comparable transaction, and company specific information, and (2) income approach which considers the projected operating performance of the portfolio company as inputs to its valuation.

The Manager of the Partnership is responsible for the valuation processes and procedures of all investments, including the development of written valuation policies and procedures and determining the proper and consistent application of the policies. Valuations are prepared and reviewed quarterly by members of the finance and investment team. A valuation committee comprising investment professionals and members of the Manager's finance operations team meets quarterly to review and approve any investment valuations performed outwith the valuation policy.

Both Limited Partnership Interests and Non-marketable Securities are measured at fair value using information provided by the investee fund manager or lead manager respectively. None of the investments are required to be categorized in the fair value hierarchy, therefore the General Partner has not presented the fair value hierarchy tables.

IPC / UHS Co-investment Partners L.P. disposed of its sole investment in Universal Hospital Services during the year ended December 31, 2019 and proceeds were distributed to the Partnership. This investment is valued at nil while its liquidation is finalized, any final proceeds are expected to be immaterial.

Notes to the Financial Statements (continued)

4. Related party transactions

The Agreement provides that NASP 2008 General Partner Limited Partnership shall act as General Partner to the Partnership and is entitled to a management profit share, payable quarterly in advance. The general partner of NASP 2008 General Partner Limited Partnership is SLCP (General Partner NASP 2008) Limited, a wholly owned subsidiary of SLCP (Holdings) Limited which is a subsidiary of the ultimate parent, Standard Life Aberdeen plc.

The Manager receives a fee from the General Partner of the Partnership in relation to its activity as Manager of the Partnership. The annual fee has been revised, on the reduction of NASP (Feeder) 2008's commitment to the Partnership, to equal 0.72% per annum of the Undrawn Preferred Capital Commitments of the Limited Partner (provided that six years from the expiry date of the investment period, the Undrawn Preferred Capital Commitments shall be regarded as zero) and 0.72% per annum of the Drawn Preferred Capital Commitments of the Limited Partner reduced by the acquisition cost of investments distributed. During the year the Manager received a fee of US\$290,254 (2018: US\$613,353).

Certain employees of the Manager are carried interest partners in either the General Partner of the Partnership or NASP 2008 Special and are entitled to participate in the profits as disclosed in note 6.

At December 31, 2019, the Partnership was due an amount of US\$195,725 (2018: US\$175,060), from the General Partner, the Founder Partner and NASP (Feeder) 2008 in respect of expenses paid on their behalf.

Certain members and employees of the Manager serve as members of the Advisory Boards in respect of certain Limited Partnerships in which the Partnership holds investment positions.

5. Professional fees

	Year ended December 31, 2019	Year ended December 31, 2018
	US\$	US\$
Accounting, administration and reporting services	248,527	252,628
Tax advisory fees	77,706	39,847
Audit fees	67,100	49,601
Legal fees	-	80,135
	<u>393,333</u>	<u>422,211</u>

The Administrator is responsible for the administration of the Partnership, including financial, accounting and record-keeping services. For these services, the Administrator receives a fee based upon the nature and extent of the services performed.

6. Allocation of profits and losses to Partners

The Agreement (clause 7.2) provides that the General Partner and each Limited Partner's share in the net income, net income losses, capital gains and capital losses of the Partnership, shall be in proportion to their Initial Capital Contributions subject to the provisions in clauses 6.3 and 7.1. As per the Agreement, Partners will receive distributions after the payment of management profit share, equaling the sum of: (i) repayment of Partners' Outstanding Capital Commitments; and (ii) Preferred return calculated daily at 8% on the Outstanding Capital Commitments compounded annually.

In general, subsequent distributions will be allocated 100% to the Founder Partner until the Founder Partner has received aggregate distributions equaling 5% of net profits from Limited Partnership Interests investments and 15% from Non-marketable Securities investments.

All remaining distributions in excess of the catch up amount described above will be allocated:

- 1) In relation to Limited Partnership Interests investments; (a) 5% to the Founder Partner; and (b) 95% to all Limited Partners in proportion to their Preferred Capital Commitments as defined in note 2; and
- 2) In relation to Non-marketable Securities investments; (a) 15% to the Founder Partner; and (b) 85% to all Limited Partners in proportion to their Preferred Capital Commitments as defined in note 2.

Notes to the Financial Statements (continued)

7. Accrued expenses and fees payable

	At December 31, 2019	At December 31, 2018
	US\$	US\$
Tax advisory fees	92,118	39,721
Audit fees	61,229	49,600
Accounting, administration and reporting services	20,403	19,231
	<u>173,750</u>	<u>108,552</u>

8. Statement of changes in Partners' Capital since inception

	General Partner US\$	Founder Partner US\$	Limited Partner US\$	Total US\$
Initial capital contributions	100	28	251	379
Preferred capital contributions	-	-	219,110,342	219,110,342
Temporary return of capital to Partners	-	-	(19,508,507)	(19,508,507)
Distributions to Partners	-	-	(273,162,920)	(273,162,920)
Net income	-	-	875,540	875,540
Net realized and unrealized gains on investments	-	-	164,757,970	164,757,970
Carried interest provision	-	8,331,362	(8,331,362)	-
Partners' Capital	<u>100</u>	<u>8,331,390</u>	<u>83,741,314</u>	<u>92,072,804</u>
Initial capital contributions	100	28	251	379
Preferred capital contributions	-	-	219,110,342	219,110,342
Temporary return of capital to Partners	-	-	(19,508,507)	(19,508,507)
Total funded commitment	<u>100</u>	<u>28</u>	<u>199,602,086</u>	<u>199,602,214</u>
Total unfunded commitment	<u>-</u>	<u>-</u>	<u>35,397,915</u>	<u>35,397,915</u>
Total commitment	<u>100</u>	<u>28</u>	<u>235,000,001</u>	<u>235,000,129</u>
Funded commitment as a percentage of total commitment at December 31, 2019	100.0%	100.0%	84.9%	84.9%
Funded commitment as a percentage of total commitment at December 31, 2018	100.0%	100.0%	84.0%	84.0%

Notes to the Financial Statements (continued)

9. Investments as a percentage of Partners' Capital and industry classification

The Limited Partnership Interests are closed investment vehicles which provide for no liquidity and are not readily marketable. The Limited Partnerships charge management fees to the Partnership ranging from 0.75% to 2.0% per annum and carried interest 20.0% per annum.

Limited Partnership Interests	Investment Strategy	Sector Specialization	% of Total Partners' Capital December 31, 2019	% of Total Partners' Capital December 31, 2018
Arbor Investments III	Sector Specific	Food & beverage	8.0	6.1
Ares Corporate Opportunities Fund III	Buy-out	Generalist	2.8	6.8
Avista Capital Partners	Buy-out	Energy, healthcare and media	0.2	0.2
CB Offshore Equity Fund VII	Buy-out	Generalist	5.8	3.4
DW Healthcare Partners III	Sector Specific	Healthcare	6.9	4.1
Excellere Capital Fund II	Buy-out	Healthcare business services, industrial technology/services and energy services	8.8	4.6
Grey Mountain Partners Fund II	Distressed	Diversified, lower middle market companies	0.5	1.5
Gridiron Capital Fund II	Buy-out	Lower middle market specialist	7.9	6.7
Hellman & Friedman Capital Partners VII	Buy-out	Generalist	22.1	16.8
New Mountain Partners III	Buy-out	Generalist	14.7	9.2
ONCAP III	Buy-out	Generalist	10.5	7.7
Sterling Capital Partners III	Buy-out	Education and business services	1.5	1.2
Sterling Group Partners III	Buy-out	Basic manufacturing, industrial services and distribution	4.4	3.6
TowerBrook Investors III	Buy-out	Complex, middle market companies	1.6	1.5
Veritas Capital Fund IV	Sector Specific	Government services focused	3.1	7.0
Non-marketable Securities				
IPC / UHS Co-investment Partners, L.P.		Healthcare services	-	12.6

The Partnership has indirect exposure to an underlying investment which constitutes greater than 5.0% of the total Partners' Capital as follows: At December 31, 2019, New Mountain Partners III includes a holding in Avantor which represents 7.44% of total exposure. Excellere Capital Fund II includes a holding in Premier Imaging which represents 5.44% of total exposure. Hellman and Friedman Capital Partners VII includes a holding in Verisure which represents 9.72% of total exposure.

Notes to the Financial Statements (continued)

10. Financial highlights

U.S. GAAP requires disclosure of the following ratios for the Limited Partner:

	Year ended December 31, 2019	Year ended December 31, 2018
Ratio of operating expenses (excluding carried interest provision) to average Partners' Capital	0.7%	0.7%
Ratio of net income (excluding carried interest provision) to average Partners' Capital	0.8%	0.2%
Ratio of carried interest provision to average Partners' Capital	8.5%	4.4%
Ratio of operating expenses and carried interest provision to average Partners' Capital	9.2%	5.1%
Ratio of net income and carried interest provision to average Partners' Capital	(7.7)%	(4.1)%

The operating expenses and net income represent the Limited Partner's share allocated from the Partnership's income and expenses. The operating expense and net income ratios do not include the Partnership's proportionate share of any operating expenses or undistributed net income from the underlying Limited Partnership Interests. Where appropriate, the ratios presented above have been annualized and are calculated as a percentage of average Partners' Capital.

The provision for carried interest increased by US\$2,128,453 at December 31, 2019 (2018: decreased by US\$353,011).

Cumulative Internal Rate of Return, after carried interest provision: Inception date to December 31, 2019	9.5%
Cumulative Internal Rate of Return, after carried interest provision: Inception date to December 31, 2018	9.5%
Cumulative Internal Rate of Return, after carried interest provision: Inception date to December 31, 2017	9.0%

The Internal Rate of Return is computed based on the cash inflows (Preferred Capital Contributions), outflows (cash and in specie distributions), and the Partners' Capital at the end of the period (residual value) of the Limited Partner's capital account. The ratios above are not prescribed or defined under the terms of the Agreement.

11. Financial commitments

The Partnership has committed an aggregate of US\$204,817,514 (2018: US\$214,460,769) to Limited Partnership Interests and Non-marketable Securities, and as of December 31, 2019 had funded US\$191,034,198 (2018: US\$196,793,116). In addition, the Partnership has unfunded commitments including callable distributions of US\$17,912,409 (2018: US\$19,649,305).

12. Guarantees

In the normal course of business the Partnership enters into contracts that contain a variety of representations and warranties and which provide general indemnifications. The Partnership's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Partnership that have not yet occurred. Based on experience, the General Partner is of the view that the risk of loss in connection with these potential indemnification obligations is remote; however, there can be no assurance that material liabilities related to such obligations will not arise in the future that could adversely impact the business of the Partnership.

13. Risk management

The Partnership's financial instruments comprise securities and cash balances as determined by its investment management strategy. The Partnership has been formed to make investments in a diversified portfolio of private equity funds and direct investments in well established, mainly North American based, middle-market companies, primarily sourced on a co-investment basis.

Investment selection is determined by the Manager to achieve the investment objectives of maximizing the investment return, subject to prudent diversification. More detail on the geographic and industrial sector exposure is provided in the Executive Summary of the Manager's Report. As a matter of policy there are no pre-set sector allocations, however, the portfolio is constructed to give a broad diversification by industry sector, stage and size of investment.

The Partnership's financial assets are predominately unsecured investments in unquoted companies and limited partnerships, in which the maximum risk is considered to be the amount committed to the investments.

Notes to the Financial Statements (continued)

13. Risk management (continued)

The Partnership's investing activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The significant types of financial risks which the Partnership is exposed to are market risk, currency risk, credit risk and liquidity risk.

The risk management policies employed by the Partnership are detailed below:

13.1 Market risk

The Partnership is at risk of the economic cycle impacting the quoted markets and hence potentially the pricing of investment deals, the valuation of underlying investments and the price and timing of exits. As the Partnership's unquoted investments are carried at fair value, with the fair value changes recognized in the Statement of Operations, changes in market conditions will directly affect the Partners' Capital.

Market risk is minimized by the Manager constructing a diversified portfolio of unquoted companies and limited partnership investments. At December 31, 2019, the Partnership held 15 (2018: 15) Limited Partnership Interests investing in 87 separate underlying investee companies and 1 (2018: 1) Non-marketable Security.

A 10% increase in the December 31, 2019 valuation of the Partnership's investments would have increased the net assets attributable to Limited Partners by US\$9,093,642 (2018: US\$11,540,511); a 10% change in the opposite direction would have decreased the net assets attributable to Limited Partners by an equivalent amount.

13.2 Currency risk

The Partnership makes commitments to Limited Partnership Interests in currencies other than US\$ and accordingly a proportion of its assets are in currencies other than US\$. As a result, the Partnership's Statement of Assets, Liabilities and Partners' Capital is sensitive to movements in foreign exchange rates. The Partnership has not hedged its foreign currency exposure, however, any cash received in a currency other than US\$ is converted into US\$ to minimize the exposure to fluctuations in exchange rates.

The tables below set out the Partnership's exposure to foreign currency at the reporting date.

Net assets

	December 31, 2019		December 31, 2018	
	Local Currency	US\$ Equivalent	Local Currency	US\$ Equivalent
U.S. Dollar	82,485,135	82,485,135	114,549,863	114,549,863
Canadian Dollar	12,580,843	9,701,938	13,067,134	9,567,392
Sterling	(86,257)	(114,269)	(46,288)	(58,952)
		<u>92,072,804</u>		<u>124,058,303</u>

Outstanding commitments

	December 31, 2019		December 31, 2018	
	Local Currency	US\$ Equivalent	Local Currency	US\$ Equivalent
U.S. Dollar	15,819,858	15,819,858	18,356,734	18,365,734
Canadian Dollar	1,765,392	1,361,413	1,765,392	1,292,571
		<u>17,181,271</u>		<u>19,658,305</u>

If the value of the US\$ strengthened by 10% in relation to all currencies, net assets attributable to the Limited Partner would have decreased by US\$871,606 at December 31, 2019 (2018: US\$864,404); a 10% change in the opposite direction would have resulted in an increase of US\$1,065,297 (2018: US\$1,056,492).

13.3 Credit risk

Credit risk is the exposure to loss arising from the failure of a counterparty to deliver securities or cash for acquisitions or disposals of investments or to repay deposits.

The Partnership places cash with authorized deposit takers and, therefore, is potentially at risk from the failure of any such institution. At December 31, 2019, all of the Partnership's cash was held by Societe Generale which was rated "A" by Standard & Poor's at the date of the Report of the General Partner.

Notes to the Financial Statements (continued)

13. Risk management (continued)

13.4 Liquidity risk

Investments in unquoted equity are less marketable than quoted equity, as they have to be sold privately via a secondary market subject to approval of the general partner of the fund investment rather than on a public stock market. As a result, the Partnership may not be able to quickly liquidate its investments at an amount equal to its fair value in order to meet its liquidity requirements, or to respond to specific events such as deterioration in the creditworthiness of any particular issuer.

During the year ended December 31, 2019, the Partnership generated a result from operations of US\$10,833,356 (2018: US\$23,681,759) and cash resources at the year end amounted to US\$1,114,413 (2018: US\$8,586,689). In addition, the Partnership had available to it undrawn commitments of US\$35,397,915 (2018: US\$37,547,915) from its investors.

14. Subsequent events

Subsequent events have been evaluated up to May 22, 2020.

The outbreak of the Novel Coronavirus ("COVID-19") in 2020 has resulted in significant loss of life, adversely impacted global commercial activity and contributed to significant volatility in equity and debt markets around the world. The global impact of the outbreak is rapidly evolving and on March 11, 2020, the World Health Organization declared a pandemic. Many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries. The impact of COVID-19 has led to significant volatility and declines in the global public equity markets and it is uncertain how long this volatility will continue. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The outbreak of COVID-19 and the resulting financial and economic market uncertainty could have a significant adverse impact on the Partnership, including the fair value of its investments. The most significant conditions relating to COVID-19 arose after the reporting period and as a result the General Partner considers the emergence of the COVID-19 Coronavirus pandemic to be a non-adjusting post balance sheet event. Any future impact on the Partnership is likely to be in connection with the assessment of the fair value of investments at future dates. At the date of reporting it is not possible to quantify the future financial impact of COVID-19 on the Partnership's investments with any degree of certainty. The General Partner will continue to closely analyze and review the impact of COVID-19 on the Partnership and will take appropriate action as required.