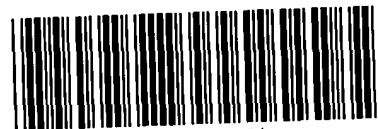


Registered number : OC318670

**OpCapita LLP**  
**Members' Report and Financial Statements**  
**Year ended 31st December 2017**

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## **OpCapita LLP**

### **Report and Financial Statements**

For the year ended 31st December 2017

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## OpCapita LLP

### Members' report

For the year ended 31st December 2017

The members present their annual report together with the consolidated financial statements of the group and the financial statements for the parent liability partnership for the year ended 31st December 2017.

#### Business Overview and Principal activities

The group provides investment advice and monitoring services to dedicated investment vehicles established by clients under exclusive sourcing agreements and by an offshore investment fund.

#### Results and distributions

The results for the year are shown in the Consolidated Statement of Comprehensive Income on page 5.

#### Principal risks and uncertainties

The principal risks and uncertainties faced by the group and parent limited liability partnership are described below:

- Revenues from investment advisory and monitoring services are insufficient to meet the expenses of the partnership without extensive cost restructuring
- Severe foreign exchange fluctuations leads to a significant adverse effect on revenue streams which cannot meet the partnership's ongoing obligations
- the limited liability partnership loses its regulatory license and is therefore unable to perform its obligations under monitoring and investment advisory agreements.

#### Key Performance Indicators

The partners do not believe that there are any individual key performance indicators that are relevant to the ongoing performance and monitoring of the partnership.

#### Member's profit allocation

Any profits are shared among the members and arrangements are governed by the Partnership Agreement most recently dated 30th June 2006 and as amended in the Deed of Transfer dated 31st October 2011.

#### Policy for members' drawings, subscriptions and repayment of members' capital

The policy for member's drawings is decided from time to time amongst the partners. Capital is repayable in the event of winding up and to members leaving the partnership at the discretion of the management board of the partnership.

#### Designated members

The designated members of the parent limited liability partnership during the year were:

Henry D Jackson  
OpCapita (UK) Limited.

#### Auditors

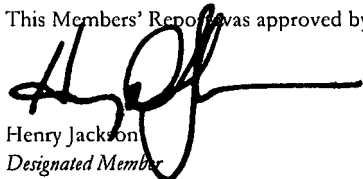
The members confirm that:

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

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008 unless the partnership receives notice under section 488(1) of the Companies Act 2006 as modified by the Limited Liability Partnerships Regulations 2008.

This Members' Report was approved by the Designated Member on

and signed on their behalf by:



Henry Jackson  
Designated Member

## OpCapita LLP

### Registered Office and Professional Advisors

|                    |  |
|--------------------|--|
| Designated members | Henry Daniel Jackson<br>OpCapita (UK) Ltd  |
| Registered office  | 6th Floor,<br>2 Park Street,<br>LONDON<br>W1K 2HX  |
| Bankers            | Barclays Bank<br>1 Churchill Place<br>LONDON<br>E14 5HP                                      |
| Solicitors         | Fried Frank, Harris, Shriver and Jacobsen (london) LLP<br>99 City Road<br>LONDON<br>EC1Y 1AX |
| Auditors           | Grant Thornton UK LLP<br>30 Finsbury Square<br>London<br>EC2P 2YU                            |



## OpCapita LLP

### Statement of members' responsibilities for the financial statements

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

The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 require the members to prepare financial statements for each financial year. Under the law the members have elected to prepare financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". The financial statements are required by law to give a true and fair view of the state of affairs of the LLP and of the profit or loss of the LLP for that period. In preparing those financial statements, the members are required to:

- select suitable accounting policies and then 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the limited liability partnership will continue in business.

The members are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the limited liability partnership and enable them to ensure that the financial statements comply with the 2008 Regulations. They are also responsible for safeguarding the assets of the limited liability partnership, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## OpCapita LLP

### Independent auditor's report to the members of OpCapita LLP

We have audited the financial statements of OpCapita LLP for the year ended 31st December 2017 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Financial Position, the parent statement of Financial Position, the Consolidated Statement of Cashflows, the Consolidated Statement of Changes in Equity, the parent Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In Our Opinion, the financial statements:

- give a true and fair view of the state of the group's and the parent limited liability partnership's affairs as at 31st December 2017 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 limited liability 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 limited liability 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.

#### Who we are reporting to

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

#### 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 members' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the members have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the limited liability 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.

#### Other Information

The members are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and 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.

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

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

- adequate accounting records have not been kept by the parent limited liability partnership, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent limited liability partnership's financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

#### Responsibilities of members for the financial statements

As explained more fully in the members' responsibilities statement set out on page 2, the members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the members determine 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 members are responsible for assessing the limited liability 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 members either intend to liquidate the limited liability partnership or to cease operations, or have no realistic alternative but to do so.

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

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

 Grant Thornton UK LLP.

Marcus Swales

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP

Statutory Auditor, Chartered Accountants

London, United Kingdom

25.4.18.

# OpCapita LLP

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31st December 2017

|  | Notes | 2017<br>£          | 2016<br>£          |
|--|-------|--------------------|--------------------|
| Turnover   | 1     |                    |                    |
| Investment Advisory Income   |       | 7,958,095          | 5,959,020          |
|  |       | <u>7,958,095</u>   | <u>5,959,020</u>   |
| <b>Operating Expenses</b>  |       |                    |                    |
| Staff costs  | 2     | (3,747,739)        | (2,293,132)        |
| Depreciation   |       | (97,118)           | (94,178)           |
| Other operating costs  |       | (2,732,764)        | (2,785,087)        |
|  |       | <u>(6,577,621)</u> | <u>(5,172,397)</u> |
| <b>Operating profit / (loss)</b>   | 3     | <u>1,380,474</u>   | <u>786,624</u>     |
| Interest receivable  |       | -                  | -                  |
| Interest payable   |       | (1,043)            | -                  |
| <b>Profit / (Loss) for the financial year before members' remuneration and profit shares</b> |       | <u>1,379,431</u>   | <u>786,624</u>     |
| Members' remuneration charged as an expense  | 4     | (1,505,671)        | (857,006)          |
|  |       | <u>(126,240)</u>   | <u>(70,382)</u>    |
| <b>Loss for the financial year available for discretionary division among members</b>        |       | <u>(126,240)</u>   | <u>(70,382)</u>    |
| Other comprehensive expense  |       | (648)              | (648)              |
| <b>Total comprehensive loss</b>  |       | <u>(126,888)</u>   | <u>(71,030)</u>    |

The notes on pages 10 to 17 form an integral part of these financial statements

**OpCapita LLP**

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

As at 31st December 2017

|  |   | Notes | 2017<br>£        | 2016<br>£        |
|--|---|-------|------------------|------------------|
| <b>Fixed assets</b>                          |   |       |                  |                  |
|  | Tangible assets                               | 5     | 498,471          | 583,788          |
|  | Investments                                   | 6     | 5                | 5                |
|  |   |       | <u>498,476</u>   | <u>583,793</u>   |
| <b>Current assets</b>                        |   |       |                  |                  |
|  | Debtors                                       | 7     | 1,821,904        | 1,434,838        |
|  | Cash at bank and in hand                      |       | 894,641          | 143,314          |
|  |   |       | <u>2,716,546</u> | <u>1,578,152</u> |
| <b>Creditors:</b>                            | amounts falling due within one year           | 9     | (3,230,058)      | (2,025,916)      |
| <b>Net current assets</b>                    |   |       | <u>(513,512)</u> | <u>(447,764)</u> |
| <b>Total assets less current liabilities</b> |   |       | <u>(15,036)</u>  | <u>136,029</u>   |
| <b>Debtors:</b>                              | amounts falling due after more than one year  | 8     | 1,737,786        | 2,343,021        |
| <b>Creditors:</b>                            | amounts falling due after more than one year  | 10    | (1,581,612)      | (2,211,026)      |
| <b>NET ASSETS ATTRIBUTABLE TO MEMBERS</b>    |   |       | <u>141,136</u>   | <u>268,024</u>   |
| <b>REPRESENTED BY:</b>                       |   |       |                  |                  |
|  | Members' other interests classified as equity |       | (848,864)        | (721,978)        |
|  | Members' Capital classified as equity         |       | 990,000          | 990,000          |
| <b>TOTAL MEMBERS' INTERESTS</b>              |   |       | <u>141,136</u>   | <u>268,022</u>   |

The financial statements were approved by the Members and signed on their behalf by:



**Henry D Jackson**  
Designated Member

Date

LLP Registration Number OC318670

The notes on pages 10 to 17 form an integral part of these financial statements

**OpCapita LLP**

**PARTNERSHIP STATEMENT OF FINANCIAL POSITION**

As at 31st December 2017

|  |   | Notes | 2017<br>£          | 2016<br>£          |
|--|---|-------|--------------------|--------------------|
| <b>Fixed assets</b>                          |   |       |                    |                    |
|  | Tangible fixed assets                         | 5     | 498,471            | 583,788            |
|  | Investments                                   | 6     | 57,151             | 57,151             |
|  |   |       | <u>555,622</u>     | <u>640,939</u>     |
| <b>Current assets</b>                        |   |       |                    |                    |
|  | Debtors                                       |       |                    |                    |
|  | amounts falling due within one year           | 7     | 706,801            | 648,857            |
|  | amounts falling due after more than one year  | 8     | 355,670            | -                  |
|  | Cash at bank and in hand                      |       | 834,144            | 79,481             |
|  |   |       | <u>1,896,615</u>   | <u>728,338</u>     |
| <b>Creditors:</b>                            | amounts falling due within one year           | 9     | <u>(2,278,058)</u> | <u>(1,060,629)</u> |
| <b>Net current (liabilities)</b>             |   |       | <u>(381,443)</u>   | <u>(332,291)</u>   |
| <b>Total assets less current liabilities</b> |   |       | <u>174,179</u>     | <u>308,648</u>     |
| <b>NET ASSETS ATTRIBUTABLE TO MEMBERS</b>    |   |       | <u>174,179</u>     | <u>308,648</u>     |
| <b>REPRESENTED BY:</b>                       |   |       |                    |                    |
|  | Members' other interests classified as equity |       | (815,821)          | (681,352)          |
|  | Members' Capital classified as equity         |       | 990,000            | 990,000            |
| <b>TOTAL MEMBERS' INTERESTS</b>              |   |       | <u>174,179</u>     | <u>308,648</u>     |

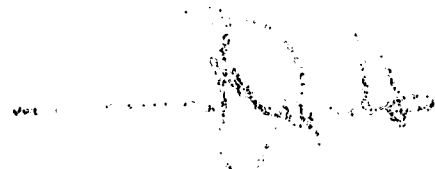
The financial statements were approved by the Members and signed on their behalf by:

  
Henry D Jackson  
Designated Member

Date

LLP Registration Number OC318670

The notes on pages 10 to 17 form an integral part of these financial statements



**OpCapita LLP**

**CONSOLIDATED STATEMENT OF CASH FLOWS**

For the year ended 31st December 2017

|  | 2017<br>£        | 2016<br>£        |
|--|------------------|------------------|
| <b>Cashflows from operating activities</b>   |                  |                  |
| Loss for the financial year available for discretionary division among members       | (126,240)        | (70,382)         |
| Adjustments for:   |                  |                  |
| Members' remuneration charged as an expense  | 1,505,671        | 857,006          |
| Depreciation of tangible fixed assets  | 97,118           | 94,178           |
| Disposal of tangible fixed assets  |                  | (310)            |
| Interest paid  | (1,043)          | -                |
| (Increase)/decrease in debtors   | 218,170          | (2,905,440)      |
| Increase/(decrease) in creditors   | 574,729          | 2,743,117        |
| <b>Net cash generated from operating activities before transactions with members</b> | <b>2,268,405</b> | <b>718,169</b>   |
| Members' remuneration charged as an expense  | (1,505,671)      | (857,006)        |
| <b>Net cash generated from operating activities</b>                                  | <b>762,734</b>   | <b>(138,837)</b> |
| <b>Cash flows from investing activities</b>  |                  |                  |
| Proceeds from sale of tangible fixed assets  | -                | 658              |
| Purchase of tangible assets  | (11,801)         | (48,764)         |
| Interest received and other income   | 1,044            | -                |
| <b>Net cash from investing activities</b>  | <b>(10,757)</b>  | <b>(48,106)</b>  |
| <b>Cash flows from financing activities</b>  |                  |                  |
| Capital introduced by members  | -                | -                |
| <b>Net cash used in financing activities</b>   | <b>-</b>         | <b>-</b>         |
| <b>Net decrease in cash and cash equivalents</b>                                     | <b>751,976</b>   | <b>(186,943)</b> |
| Foreign exchange translation adjustment  | (648)            | (648)            |
| <b>Cash and cash equivalents at the beginning of the year</b>                        | <b>143,314</b>   | <b>330,905</b>   |
| <b>Cash and cash equivalents at the end of the year</b>                              | <b>894,641</b>   | <b>143,314</b>   |

# OpCapita LLP

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

|  | Members' capital classified as equity | Members' other interests classified as equity | Members' Total interests |
|--|---------------------------------------|---|--------------------------|
|  | £                                     | £   | £                        |
| At 1st January 2017  | 990,000                               | (721,976)                                     | 268,024                  |
| Profit for the financial year available for discretionary division among members | -                                     | (126,240)                                     | (126,240)                |
| Other comprehensive income   | -                                     | (648)   | (648)                    |
| <b>Total comprehensive income for the year</b>                                   | -                                     | (126,888)                                     | (126,888)                |
| Capital introduced   | -                                     | -   | -                        |
| Division of profits  | -                                     | -   | -                        |
| <b>At 31st December 2017</b>   | <b>990,000</b>                        | <b>(848,864)</b>                              | <b>141,136</b>           |

## PARTNERSHIP STATEMENT OF CHANGES IN EQUITY

|  | Members' capital classified as equity | Members' other interests classified as equity | Members' Total interests |
|--|---------------------------------------|---|--------------------------|
|  | £                                     | £   | £                        |
| At 1st January 2017  | 990,000                               | (681,352)                                     | 308,648                  |
| Profit for the financial year available for discretionary division among members | -                                     | (134,469)                                     | (134,469)                |
| <b>Total comprehensive income for the year</b>                                   | -                                     | (134,469)                                     | (134,469)                |
| Capital introduced   | -                                     | -   | -                        |
| Division of profits  | -                                     | -   | -                        |
| <b>At 31st December 2017</b>   | <b>990,000</b>                        | <b>(815,821)</b>                              | <b>174,179</b>           |

The notes on pages 10 to 17 form an integral part of these financial statements

## **OpCapita LLP**

### **Notes to the financial statements**

**for the year ended 31<sup>st</sup> December 2017**

#### **Entity information**

OpCapita LLP is a limited liability partnership incorporated in England. Its registered office is recorded on page (i) of these financial statements.

#### **Basis of preparation**

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' (FRS 102), Companies Act 2006 as applied by LLPs and the Statement of Recommended Practice (SORP), Accounting by Limited Liability Partnerships, issued in July 2014. The financial statements have been prepared on the historical cost basis.

The financial statements are presented in Sterling (£).

The group financial statements consolidate the financial statements of OpCapita LLP and its material subsidiary undertakings drawn up to 31st December each year.

The parent limited liability partnership has taken advantage of section 408 of the Companies Act 2006 and has not included its own Statement of Comprehensive Income in these financial statements.

The parent limited liability partnership's loss for the year was £134,471 (2016 loss £63,039).

The individual accounts of OpCapita LLP have also adopted the following disclosure exemptions:

- the requirement to present a statement of cash flows and related notes
- items of income, expenses, gains or losses relating to financial instrument, and
- exposure to and management of financial risks

#### **Going concern**

The financial statements have been prepared on a going concern basis on the assumption of the continued support of one of the members.

#### **Significant judgements and estimates**

The partners have considered this and believe that there are no significant judgements or estimates that need to be taken into account.

#### **Principal accounting policies**

##### **Investments in subsidiaries**

The consolidated financial statements incorporate the financial statements of the partnership and entities controlled by the group. Control is achieved where the group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in total comprehensive income from the effective date of acquisition and up to the effective date of disposal, as appropriate using accounting policies consistent with those of the parent. All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

## OpCapita LLP

### Notes to the financial statements

for the year ended 31<sup>st</sup> December 2017

#### Tangible fixed assets

Tangible fixed assets are measured at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is calculated to write down the cost of all tangible fixed assets over their expected useful lives, using the straight-line method. The rates applicable are:

- Leasehold improvements - *life of lease*
- Furniture, fittings and equipment - *5 years*
- Computer equipment - *3 years*

#### Impairment of assets

At each reporting date, the fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount and an impairment loss is recognised immediately in the profit or loss.

If an impairment loss subsequently reverses, the carry amount of the asset is increased to the revised estimate of its recoverable amount but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the profit or loss.

#### Debtors

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

#### Creditors

Short term creditors are measured at the transaction price. Other financial liabilities are measured initially at fair value, net of transaction costs and are measured subsequently at amortised cost using the effective interest method.

#### Operating Leases

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the lease term, unless the rental payments are structured to increase with expected general inflation, in which case the group recognises annual rent expense equal to amounts owed to the lessor.

The aggregate benefit of lease incentives are recognised as a reduction to the expense recognised over the lease term on a straight line basis.

#### Members' drawings and remuneration

The firm has determined that no amount of profit is to be treated as members' fixed remuneration. The members' have agreed a methodology under which profits or losses realised in the statement of comprehensive income are required to be automatically allocated. Drawings are treated as payments on account of profit allocation and are repayable to the LLP only as required to ensure that members interests are split in accordance with the ownership of the partnership or if required to meet the minimum regulatory capital requirements of the partnership.

#### Taxation

Taxation on all the parent limited liability partnership's profit is the personal liability of individual members and is not dealt with in these financial statements. An annual flat fee of €3,210 is payable by one of the subsidiary entities.

#### Turnover

Turnover is measured at the fair value of the consideration received during the period, net of discounts and value added taxes. Where appropriate, amounts charged to the partnership but recoverable from other entities are included as reimbursements.

#### Employee benefits

Short-term employee benefits and contributions to defined contribution plans are recognised as an expense in the period in which they are incurred.

## OpCapita LLP

### Notes to the financial statements

for the year ended 31<sup>st</sup> December 2017

#### Foreign Currency translation

##### Functional currency and presentation currency

The individual financial statements of each group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). For the purpose of the consolidated financial statements, the results and the financial position are presented in Sterling (£).

##### Transactions and balances

In preparing the financial statements of the individual entities, transactions in currencies other than the functional currency of the individual entities (foreign currencies) are recognised at the spot rate at the dates of the transactions, at an average rate where this rate approximates the actual rate at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise. However in the consolidated financial statements exchange differences arising on monetary items that form part of the net investment in a foreign operation are recognised in other comprehensive income and are not reclassified to profit or loss.

##### Translation of group entities

For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations are translated from their functional currency to Sterling (£) using the closing exchange rate. Income and expenses are translated using the average rate for the period, unless exchange rates fluctuated significantly during the period, in which case the exchange rates at the dates of transactions are used.

Exchange differences arising on the translation of group companies are recognised in other comprehensive income and are not reclassified to profit or loss.

|        |  |                  |                  |
|--------|--|------------------|------------------|
| Note 1 | <b>Turnover</b>                                | <b>2017</b>      | <b>2016</b>      |
|        | Turnover analysed by category, was as follows: | £                | £                |
|        | Investment advisory and related services       | 7,121,839        | 5,113,732        |
|        | Reimbursements                                 | 836,256          | 803,459          |
|        | Other miscellaneous income                     | -                | 41,830           |
|        |  | <hr/>            | <hr/>            |
| Note 2 | <b>Staff costs</b>                             | <b>2017</b>      | <b>2016</b>      |
|        | Staff costs during the year were as follows:   | £                | £                |
|        | Wages and salaries                             | 3,156,436        | 1,846,199        |
|        | Social security costs                          | 433,149          | 255,902          |
|        | Other pension costs                            | 50,420           | 37,979           |
|        | Other Staff costs                              | 107,734          | 153,052          |
|        |  | <hr/>            | <hr/>            |
|        |  | <b>3,747,739</b> | <b>2,293,132</b> |
|        |  | <hr/>            | <hr/>            |

The parent limited liability partnership operates a defined contribution pension scheme for the benefit of the employees. The assets of the scheme are administered by an independent pensions provider. Pension payments recognised as an expense during the year amount to £50,420 (2016: £36,322). An amount of £25,331 was due to the pension scheme at year end (2016: £22,799).

The average number of employees of the group during the year (excluding partners) was 15 (2016: 11)

## OpCapita LLP

### Notes to the financial statements

for the year ended 31st December 2017

|        |   |         |         |
|--------|---|---------|---------|
| Note 3 | Loss on ordinary activities                               | 2017    | 2016    |
|        |   | £       | £       |
|        | The loss on ordinary activities is stated after charging: |         |         |
|        | Depreciation on owned assets                              | 97,118  | 94,178  |
|        | Foreign exchange (gains)/losses                           | 96,296  | (6,318) |
|        | Auditors' remuneration:                                   |         |         |
|        | audit services  | 18,500  | 18,500  |
|        | other assurance services                                  | 6,000   | 5,500   |
|        | tax compliance services                                   | 6,500   | 6,500   |
|        | Operating lease rentals                                   | 484,099 | 514,049 |

#### Note 4 Members' and their remuneration

The average number of members during the year was 2 (2016 - 2)

The profit (including remuneration), that is attributable to the member with the largest entitlement to profit (including remuneration), is £1,310,459 (2016: £747,293).

# OpCapita LLP

## Notes to the financial statements

for the year ended 31st December 2017

### Note 5 Tangible fixed assets

| The Group                    | Computer<br>Equipment<br>£ | Furniture,<br>Fittings &<br>Equipment<br>£ | Leashold<br>Improvement<br>£ | Total<br>£       |
|------------------------------|----------------------------|--|------------------------------|------------------|
| <b>Cost</b>                  |                            |  |                              |                  |
| At January 1st 2017          | 46,890                     | 278,923                                    | 526,661                      | 852,474          |
| Additions                    | 8,081                      | 3,720                                      | -                            | 11,801           |
| Disposals                    | -                          | (26,497)                                   | -                            | (26,497)         |
| <b>At 31st December 2017</b> | <b>54,971</b>              | <b>256,146</b>                             | <b>526,661</b>               | <b>837,778</b>   |
| <b>Depreciation</b>          |                            |  |                              |                  |
| At January 1st 2017          | (36,910)                   | (155,648)                                  | (76,128)                     | (268,686)        |
| Charge for the year          | (8,120)                    | (35,439)                                   | (53,559)                     | (97,118)         |
| Elimination at disposal      | -                          | 26,497                                     | -                            | 26,497           |
| <b>At 31st December 2017</b> | <b>(45,030)</b>            | <b>(164,590)</b>                           | <b>(129,687)</b>             | <b>(339,307)</b> |
| <b>Net book amount</b>       |                            |  |                              |                  |
| At 31st December 2016        | 9,980                      | 123,275                                    | 450,533                      | 583,788          |
| <b>At 31st December 2017</b> | <b>9,941</b>               | <b>91,556</b>                              | <b>396,974</b>               | <b>498,471</b>   |

| The Limited Liability Partnership | Computer<br>Equipment<br>£ | Furniture,<br>Fittings &<br>Equipment<br>£ | Leashold<br>Improvement<br>£ | Total<br>£       |
|-----------------------------------|----------------------------|--|------------------------------|------------------|
| <b>Cost</b>                       |                            |  |                              |                  |
| At January 1st 2017               | 46,890                     | 278,923                                    | 526,661                      | 852,474          |
| Additions                         | 8,081                      | 3,720                                      | -                            | 11,801           |
| Disposals                         | -                          | (26,497)                                   | -                            | (26,497)         |
| <b>At 31st December 2017</b>      | <b>54,971</b>              | <b>256,146</b>                             | <b>526,661</b>               | <b>837,778</b>   |
| <b>Depreciation</b>               |                            |  |                              |                  |
| At January 1st 2017               | (36,910)                   | (155,648)                                  | (76,128)                     | (268,686)        |
| Charge for the year               | (8,120)                    | (35,439)                                   | (53,559)                     | (97,118)         |
| Elimination at disposal           | -                          | 26,497                                     | -                            | 26,497           |
| <b>At 31st December 2017</b>      | <b>(45,030)</b>            | <b>(164,590)</b>                           | <b>(129,687)</b>             | <b>(339,307)</b> |
| <b>Net book amount</b>            |                            |  |                              |                  |
| At 31st December 2016             | 9,980                      | 123,275                                    | 450,533                      | 583,788          |
| <b>At 31st December 2017</b>      | <b>9,941</b>               | <b>91,556</b>                              | <b>396,974</b>               | <b>498,471</b>   |

# OpCapita LLP

## Notes to the financial statements

for the year ended 31st December 2017

| Note 6                                  | Investments | The group |          | The limited liability partnership |               |
|---|-------------|-----------|----------|-----------------------------------|---------------|
|   |             | 2017      | 2016     | 2017                              | 2016          |
|   |             | £         | £        | £                                 | £             |
| Total fixed asset investments comprise: |             |           |          |                                   |               |
| Interests in subsidiaries               |             |           |          |                                   |               |
|   |             | 5         | 5        | 57,151                            | 57,151        |
|   |             | <u>5</u>  | <u>5</u> | <u>57,151</u>                     | <u>57,151</u> |

At 2016 the group and the limited liability partnership had interests in the following subsidiaries:

| Subsidiaries             | Type of share held | Proportion held (%) | Country of Incorporation | Nature of Business |
|--------------------------|--------------------|---------------------|--------------------------|--------------------|
| MEP GP Ltd               | Ordinary           | 100%                | Channel Islands          | Investment         |
| MEP FP (Guernsey) Ltd    | Ordinary           | 100%                | Channel Islands          | Investment         |
| MEP GP (Guernsey) Ltd    | Ordinary           | 5%                  | Channel Islands          | Investment         |
| OpCapita COF GP Co Ltd   | Ordinary           | 100%                | Channel Islands          | Investment         |
| OpCapita COF GP II Ltd   | Ordinary           | 100%                | Channel Islands          | Investment         |
| MEP FP II (Guernsey) Ltd | Ordinary           | 100%                | Channel Islands          | Investment         |
| OpCapita GP SA           | Ordinary           | 100%                | Luxembourg               | Investment         |

|   |  |               |
|---|--|---------------|
| <b>The Limited Liability Partnership</b>    |  | £             |
| Cost  |  |               |
| At 1st January 2017                         |  | 57,151        |
| Addition during the year                    |  |               |
| At 31st December 2017                       |  | <u>57,151</u> |
| Accumulated impairment                      |  |               |
| At 1st January 2017                         |  | -             |
| Impairment in the year                      |  |               |
| At 31st December 2017                       |  | <u>-</u>      |
| <b>Net Book Value at 31st December 2017</b> |  | <u>57,151</u> |
| Net Book Value at 31st December 2016        |  | <u>57,151</u> |

# OpCapita LLP

## Notes to the financial statements

for the year ended 31st December 2017

| Note 7  |   | The group        |                  | The limited liability partnership |                  |
|---------|---|------------------|------------------|-----------------------------------|------------------|
|         |   | 2017             | 2016             | 2017                              | 2016             |
|         | Debtors :   | £                | £                | £                                 | £                |
|         | amounts falling due within one year                                       |                  |                  |                                   |                  |
|         | Trade debtors   | 483,181          | 453,471          | 64,205                            | 339,784          |
|         | Taxation and Social Security  | 95,802           | 88,631           | 95,802                            | 88,631           |
|         | Other debtors   | 178,943          | 156,843          | 173,012                           | 151,114          |
|         | Prepayments and accrued income  | 1,063,978        | 735,893          | 373,782                           | 69,328           |
|         |   | <u>1,821,904</u> | <u>1,434,838</u> | <u>706,801</u>                    | <u>648,857</u>   |
| Note 8  |   | The group        |                  | The limited liability partnership |                  |
|         |   | 2017             | 2016             | 2017                              | 2016             |
|         | Debtors :   | £                | £                | £                                 | £                |
|         | amounts falling due after more than one year                              |                  |                  |                                   |                  |
|         | Trade debtors   | 1,737,786        | 2,343,021        | 355,670                           | -                |
|         |   | <u>1,737,786</u> | <u>2,343,021</u> | <u>355,670</u>                    | <u>-</u>         |
| Note 9  |   | The group        |                  | The limited liability partnership |                  |
|         |   | 2017             | 2016             | 2017                              | 2016             |
|         | Creditors :   | £                | £                | £                                 | £                |
|         | amounts falling due within one year                                       |                  |                  |                                   |                  |
|         | Trade creditors   | 441,048          | 644,492          | 389,401                           | 529,579          |
|         | Taxation and social security  | 6,311            | 6,088            | -                                 | -                |
|         | Other creditors   | 55,076           | 39,782           | 41,751                            | 26,927           |
|         | Accruals & deferred income  | 2,727,622        | 1,335,554        | 1,846,905                         | 504,123          |
|         |   | <u>3,230,058</u> | <u>2,025,916</u> | <u>2,278,058</u>                  | <u>1,060,629</u> |
| Note 10 |   | The group        |                  | The limited liability partnership |                  |
|         |   | 2017             | 2016             | 2017                              | 2016             |
|         | Creditors :   | £                | £                | £                                 | £                |
|         | amounts falling due after more than one year                              |                  |                  |                                   |                  |
|         | Accruals & deferred income  | 1,581,612        | 2,211,026        | -                                 | -                |
|         |   | <u>1,581,612</u> | <u>2,211,026</u> | <u>-</u>                          | <u>-</u>         |
| Note 11 | Capital Commitments   |                  |                  |                                   |                  |
|         | The limited liability partnership has no capital commitments (2016 - nil) |                  |                  |                                   |                  |

# OpCapita LLP

## Notes to the financial statements

for the year ended 31st December 2017

### Note 12 Leasing commitments

The group's minimum operating lease payments are as follows:

|                            | 2017<br>£        | 2016<br>£        |
|----------------------------|------------------|------------------|
| Within one year            | 509,981          | 509,549          |
| Between one and five years | 718,588          | 1,225,098        |
| Greater than five years    | -                | -                |
|                            | <u>1,228,569</u> | <u>1,734,647</u> |

The limited liability partnership's minimum operating lease payments are as follows:

|                            | 2017<br>£        | 2016<br>£        |
|----------------------------|------------------|------------------|
| Within one year            | 509,981          | 509,549          |
| Between one and five years | 718,588          | 1,225,098        |
| Greater than five years    | -                | -                |
|                            | <u>1,228,569</u> | <u>1,734,647</u> |

Lease payments are recognised as an expense in the profit and loss when incurred. Lease payments in the year were £484,099 (2016: £484,816)

### Note 13

#### Transactions with related parties

The profit/(loss) (including remuneration), that is attributable to the key management personnel is £848,864 (2016: £724,744). The remuneration attributable to key management personnel is disclosed on page 8. There were no other related party transactions outside of the group.

OpCapita COF GP Co Ltd and OpCapita COF GP Co II Ltd are both wholly owned subsidiaries of OpCapita LLP and the section 33.1a exemption has been taken regarding the trading between the wholly owned subsidiaries and the parent.

The partnership does not have a parent undertaking. The ultimate controlling party of the group is Henry Jackson

### Note 14

#### Financial Assets and Liabilities

| The Group  | 2017<br>£      | 2016<br>£      |
|--|----------------|----------------|
| Financial assets measured at amortised cost      | 1,377,822      | 596,785        |
| Financial liabilities measured at amortised cost | <u>441,048</u> | <u>644,492</u> |
|  |                |                |
| The limited liability partnership                | 2017<br>£      | 2016<br>£      |
| Financial assets measured at amortised cost      | 898,348        | 419,264        |
| Financial liabilities measured at amortised cost | <u>389,401</u> | <u>529,579</u> |