

HAYFIN

Hayfin Capital Management LLP

Formerly known as Haymarket Financial LLP

Financial Statements

For the year ended 31 December 2013

THURSDAY



A3H6ED43

A26

25/09/2014

#173

COMPANIES HOUSE

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Table of Contents

	Page
Administrative Information.....	2
Members' Report	3
Independent Auditors' Report to the members of Hayfin Capital Management LLP.....	6
Statement of Financial Position	8
Statement of Comprehensive Income	9
Statement of Changes in Equity.....	10
Statement of Cash Flows.....	11
Notes to the Financial Statements.....	12

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Administrative Information

Members

Hayfin Capital Management (UK) Limited
Haymarket LLC
N Birnie
G Clarke
G Du Parc Braham
T Flynn
K Hussain
P Levy
S Loreti
A McCullagh
C Pla
H Rowe
D Rushford
J Sockwell
N Syers
M Tognolini
X Wong

Independent auditors

PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

Bankers

HSBC Bank plc
8 Canada Square
London
E14 5HQ

Registered office

1 Eagle Place
London
SW1Y 6AF

Legal counsel

Macfarlanes LLP
20 Cursitor Street
London
EC4A 1LT

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Members' Report

The members present their report and the audited financial statements for Hayfin Capital Management LLP ('the Partnership') for the year ended 31 December 2013.

Principal activities

The principal activity of the Partnership in the year was to act as a financial advisory company providing advisory services to speciality lending institutions. The Partnership was authorised by the Financial Conduct Authority (previously Financial Services Authority) on 23 June 2010 to conduct investment activity.

Review of business

The results for the year and the financial position at the year end were considered satisfactory by the members. The members do not anticipate any change in the nature of these activities going forward.

Given the nature of the business, the Partnership's members are of the opinion that analysis using key performance indicators is not necessary for understanding the development, performance and position of the business. On 30 September 2013 the Partnership changed its name from Haymarket Financial LLP.

Results for the year and allocations to members

The profit for the year was £10,327,772 (2012: £7,847,584). Profit allocations of £10,327,772 (2012: £7,847,584) were made to members during the year. The Partnership's statement of financial position shows total members' interests of £26,064,810 (2012: £2,975,749), which is in line with the members' expectations.

Members

The members who held office during the year and up to the date of this report were:

T Flynn - Designated member
D Rushford - Designated member
N Syers - Designated member
M Tognolini - Designated member
Hayfin Capital Management (UK) Limited - Designated member (formerly known as Haymarket Financial (UK) Limited)
Haymarket LLC – Corporate member, appointed 8 November 2013
M Berry – resigned 9 January 2013
N Birnie
S Bourne – resigned 5 April 2013
G Clarke – appointed 1 December 2013
G Du Parc Braham
K Hussain
P Levy – appointed 6 January 2014
S Loreti
A McCullagh
C Pla
H Rowe
J Sockwell
X Wong – appointed 19 August 2013

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Members' Report (continued)

Pillar 3

Details of the Partnership's unaudited Pillar 3 disclosures, required under Chapter 11 of the Financial Conduct Authority's Prudential Sourcebook for Banks, Building Societies and Investment Firms ("BIPRU") are posted on www.hayfin.com.

UK Stewardship Code

Details of the Partnership's commitment to the UK Stewardship code, required under Rule 2.2.3R of the Financial Conduct Authority's Conduct of Business Sourcebook are posted on www.hayfin.com/disclaimer/.

Statement of members' responsibilities in respect of financial statements

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

Company law as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 (the "Regulations") requires the members to prepare financial statements for each financial year. Under that law the members have prepared the Partnership's financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law as applied to limited liability partnerships the members 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 members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable International Financial Reporting Standards (IFRSs) as adopted by
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the partnership will continue in business.

The members are 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 limited liability partnerships by the Regulations. They are 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.

Members' profit allocation

Any profits are shared among the members as decided by the members and governed by the Partnership Agreement dated 8 July 2009 as amended and restated on 1 December 2009. The LLP deed has subsequently been amended on 25 February 2014.

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

Policies for members' drawings, subscriptions and repayment of members' capital are governed by the Partnership Agreement dated 8 July 2009 as amended and restated on 1 December 2009. The LLP deed has subsequently been amended on 24 January 2014 and 25 February 2014.

Financial risk management

The financial risk management of the Partnership is detailed in note 3 of these financial statements.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Members' Report (continued)

Disclosure of information to the auditors

The members who were members of the partnership at the time of approving the members' report are listed on page 3. Each of these members confirms that:

- to the best of each member's knowledge and belief, there is no information relevant to the preparation of their report of which the partnership's auditors are unaware; and
- each member has taken all the steps a member might reasonably be expected to have taken to be aware of relevant audit information and to establish that the partnership's auditors are aware of that information.

Independent auditors

PricewaterhouseCoopers LLP have indicated their willingness to continue in office. A resolution concerning their re-appointment will be proposed at the board of members' meeting held to approve these financial statements.

On behalf of the members



N Syers

Designated member

For and on behalf of Hayfin Capital Management LLP

25 April 2014

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Independent auditors' report to the members of Hayfin Capital Management LLP

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the limited liability partnership's affairs as at 31 December 2013 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The financial statements, which are prepared by Hayfin Capital Management LLP, comprise:

- the statement of financial position as at 31 December 2013;
- statement of comprehensive income for the year then ended;
- the statement of cash flows for the year then ended;
- the statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and IFRSs as adopted by the European Union.

In applying the financial reporting framework, the members have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the limited liability partnership's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the designated members; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

**Independent auditors' report to the members of Hayfin Capital Management LLP
(continued)**

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 as applicable to limited liability partnerships we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.


Responsibilities for the financial statements and the audit

Our responsibilities and those of the members

As explained more fully in the Members' Responsibilities Statement set out on page 4, the members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinion, has been prepared for and only for the members of the partnership as a body in accordance with the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.




Michael Newman (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
25 April 2014

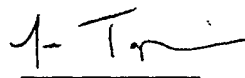
Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)

Statement of Financial Position

		2013	2012
Assets	Note	£	£
Non-current assets			
Property, plant and equipment	5	1,591,108	203,008
Investment in group undertakings	7	10,000	10,000
Held-to-maturity investment	8	16,764,560	-
Restricted cash and deposits	6	295,108	328,156
Total non-current assets		18,660,776	541,164
Current assets			
Trade and other receivables	9	6,173,647	1,474,737
Amounts due from members	11	1,426,184	95,000
Cash at bank	6	3,822,581	2,029,936
Total current assets		11,422,412	3,599,673
Total assets		30,083,188	4,140,837
Liabilities			
Current liabilities			
Trade and other payables	10	2,592,194	1,070,088
Amounts due to members	11	480,994	1,055,749
Total current liabilities		3,073,188	2,125,837
Capital and reserves			
Members' capital	11	27,010,000	2,015,000
Total members' equity		27,010,000	2,015,000
Total equity and liabilities		30,083,188	4,140,837
Total members' interests			
Members' capital	11	27,010,000	2,015,000
Amounts due to members	11	480,994	1,055,749
Amounts due from members	11	(1,426,184)	(95,000)
		26,064,810	2,975,749

The financial statements on pages 9 to 30, were approved by the Designated members on 25 April 2014


N Syers
Designated member


M Tognolini
Designated member

The notes on pages 12 to 30 are an integral part of these financial statements.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Statement of Comprehensive Income

	Note	2013 £	2012 £
Revenue	12	21,583,387	16,245,355
Other income	13	24,074	(41,678)
Expenses			
Personnel expenses	14	(3,993,773)	(3,617,599)
General and administrative expenses	15	(7,132,596)	(4,603,125)
Depreciation	5	(153,341)	(135,390)
Total operating expenses		(11,279,710)	(8,356,114)
Operating profit		10,327,751	7,847,563
Interest income	17	21	21
Profit for the year available for discretionary division among members		10,327,772	7,847,584

The profit for the current and previous year is derived from continuing activities.

There is no other comprehensive Income for the current and previous year.

The notes on pages 12 to 30 are an integral part of these financial statements.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Statement of Changes in Equity

Year to 31 December 2013

	Note	Members' equity £	Retained earnings £	Total members' equity £
Balance at 1 January 2012		1,005,000	-	1,005,000
Members capital repaid	11	(10,000)	-	(10,000)
Members capital introduced	11	1,020,000	-	1,020,000
Profit for the year		-	7,847,584	7,847,584
Allocated profit		-	(7,847,584)	(7,847,584)
Balance as at 31 December 2012		<u>2,015,000</u>	<u>-</u>	<u>2,015,000</u>
Members capital repaid	11	(15,000)	-	(15,000)
Members capital introduced	11	25,010,000	-	25,010,000
Profit for the year		-	10,327,772	10,327,772
Allocated profit		-	(10,327,772)	(10,327,772)
Balance as at 31 December 2013		<u>27,010,000</u>	<u>-</u>	<u>27,010,000</u>

The notes on pages 12 to 30 are an integral part of these financial statements.

Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)

Statement of Cash Flows

	Note	2013 £	2012 £
Cash flow from operating activities			
Profit for the year		10,327,772	7,847,584
Adjustments for non-cash income and expenses			
Depreciation of property, plant and equipment	5	153,341	135,390
Interest income	17	(21)	(21)
Amorisation of Hayfin Ruby II Luxembourg SCA	8	(78,760)	-
Changes in operating assets and liabilities			
(Increase)/Decrease in trade and other receivables		(4,698,910)	2,528,234
Increase/(Decrease) in trade and other payables		1,522,106	(3,507,318)
Net cash generated from operating activities		7,225,528	7,003,869
Cash flow from investing activities			
Purchase of fixed assets	5	(1,541,441)	(69,892)
Interest income	17	21	21
Investment in Hayfin Ruby II Luxembourg SCA	8	(16,685,800)	-
Net cash used in investing activities		(18,227,220)	(69,871)
Cash flows from financing activities			
Capital contributions received from members	11	25,010,000	1,020,000
Capital repaid to members	11	(15,000)	(10,000)
Other movements	11	(1,905,939)	449,714
Payments to members	11	(10,327,772)	(7,847,584)
Net cash generated/(used) in financing activities		12,761,289	(6,387,870)
Net increase in cash and cash equivalents		1,759,597	546,128
Cash and cash equivalents at beginning of the year		2,358,092	1,811,964
Cash and cash equivalents at the end of the year	6	4,117,689	2,358,092

The notes on pages 12 to 30 are an integral part of these financial statements.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

1. Reporting entity

Hayfin Capital Management LLP (the Partnership) is a limited liability partnership formed in England and Wales.

The address of its registered office and principal place of business is 1 Eagle Place, London, SWY1 6AF. The Partnership's principal activities are that of providing financial advisory services to speciality lending institutions. The Partnership was authorised by the Financial Conduct Authority (previously Financial Services Authority) on 23 June 2010 to conduct investment activity.

2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

2.1 Basis of presentation

The Partnership's financial statements for the year ended 31 December 2013 have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and as adopted by the European Union. They have been prepared under the historical cost convention and are presented in Pound Sterling.

The Partnership classifies its expenses by the nature of expense method.

The statement of cash flow shows the changes in cash and cash equivalents arising during the year from operating activities, investing activities and financing activities. Note 6 shows in which item of the statement of financial position cash and cash equivalents are included.

The cash flows from operating activities are determined by using the direct method, which classifies major classes of gross cash receipts and gross cash payments.

The cash flows from investing and financing activities are determined by using the indirect method. The Partnership's assignment of cash flows to operating, investing and financing categories is determined by the Partnership's operating model (see note 1).

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Partnership's accounting policies. Any changes to assumptions may have a significant impact on the financial statements for the year over which the assumptions changed. Management believes that the underlying assumptions are appropriate and that the Partnership's financial statements, therefore, present the financial position and results fairly. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 4.

Standards, amendments and interpretations effective on or after 1 January 2013

There are no IFRIC interpretations that are effective for the first time for the financial year beginning on or after 1 January 2013 that would be expected to have a material impact on the partnership. There is one new IFRS that is applicable to the Partnership for the period beginning 1 January 2013 as follows:

IFRS 13, 'Fair value measurements'

IFRS 13 was issued in May 2011 and applies to annual periods beginning on or after 1 January 2013. The objective of IFRS 13 is to:

- Define fair value;
- Set out a single IFRS framework for measuring fair value; and
- Require disclosures about fair value measurements

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

2.1 Basis of presentation (Continued)

Key features are as follows:

- IFRS 13 applies when another IFRS requires or permits fair value measurements or disclosures about fair value measurements (and measurements, such as fair value less costs to sell, based on fair value or disclosures about those measurements) except for:
 - Share based payment transactions within the scope of IFRS 2
 - Leasing transactions within the scope of IAS 17
 - Measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2

Amendment to IFRS 7, 'Financial instruments: Disclosures' on assets and liability offsetting

This amendment includes new disclosures to facilitate comparison between those entities that prepare IFRS financial statements to those that prepare financial statements in accordance with US GAAP.

Standards and interpretations issued but not yet effective

The following standards and interpretations have been issued and are mandatory for the Partnership's accounting periods beginning on or after 1 January 2014 and for later periods and are expected to be relevant to the Partnership:

Standard/Interpretation	Content	Applicable for financial years beginning on/after
IFRS 9	Financial instruments	1 January 2015

IFRS 9, 'Financial instruments'

IFRS 9 was issued in November 2009 and replaces those parts of IAS 39 relating to the classification and measurement of financial assets. Key features are as follows:

- Financial assets are required to be classified into two measurement categories: ~~those to be measured subsequently at fair value, and those to be measured subsequently at amortised cost. The decision is to be made at initial recognition.~~ The classification in the financial statements depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument.
- An instrument is subsequently measured at amortised cost only if it is a debt instrument and (i) both the objective of the entity's business model is to hold the asset to collect the contractual cash flows, and (ii) the asset's contractual cash flows represent only payments of principal and interest (that is, it has only 'basic loan features'). All other debt instruments are to be measured at fair value through profit or loss.
- All equity instruments are to be measured subsequently at fair value. Equity instruments that are held for trading will be measured at fair value through profit or loss. For all other equity investments, an irrevocable election can be made at initial recognition, to recognize unrealised and realised fair value gains and losses through other comprehensive income rather than profit or loss. There is to be no recycling of fair value gains and losses to profit or loss. This election may be made on an instrument-by-instrument basis. Dividends are to be presented in profit or loss, as long as they represent a return on investment.

The Partnership is considering the implications of this standard, the impact on the Partnership and the timing of its adoption by the Partnership.

Early adoption of standards

The Partnership did not adopt new or amended standards in 2013 that have yet to become effective.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

2.2 Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Partnership are measured in Pound Sterling (GBP), being the currency of the primary economic environment in which the Partnership operates (the functional currency).

Transactions and balances

Foreign currency transactions are transactions denominated, or that require settlement, in a foreign currency are translated into the functional currency using the exchange rates prevailing at the dates of the relevant transactions.

Monetary items denominated in foreign currency are translated using the closing rate as at the reporting date. Non-monetary items measured at historical cost denominated in a foreign currency are translated using the exchange rate as at the date of initial recognition; non-monetary items in a foreign currency that are measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation, at year-end exchange rates, of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income, except when deferred in equity as gains or losses from qualifying cash flow hedging instruments or qualifying net investment hedging instruments.

2.3 Financial assets and liabilities

2.3.1 Financial assets

The Partnership allocates financial assets to the following IAS 39 category: Held-to-maturity investments.

Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities and that the Partnership has the positive intention and ability to hold, other than:

- (a) those that the Partnership upon initial recognition designates as at fair value through profit or loss;
- (b) those that the Partnership designates as available for sale
- (c) those that meet the definition of loans and receivables

These are initially recognised at fair value including direct and incremental transaction costs and measured subsequently at amortised cost, using the effective interest method.

Interest on held-to-maturity investments is included within revenue in the statement of comprehensive income. In the case of an impairment, the impairment loss is reported as a deduction from the carrying value of the investment and recognised in the statement of comprehensive income.

2.3.2 Financial liabilities

The Partnership's holding of financial liabilities is in non-derivative financial instruments. Financial liabilities are ceased to be recognised for accounting purposes when extinguished or settled.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

2.3.2 Financial liabilities (continued)

Other liabilities measured at amortised cost

Financial liabilities that are not classified at fair value through profit or loss fall into this category and are measured at amortised cost. Financial liabilities measured at amortised cost are amounts due to members, trade and other payables.

Determination of fair value

For financial instruments traded in active markets, the determination of fair values of financial assets and financial liabilities is based on quoted market prices or dealer price quotations, where this represents an executable price. This includes broker quotes from Bloomberg and Reuters.

A financial instrument is regarded as being quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and where those prices represent actual and regularly occurring market transactions on an arm's-length basis. If the above criteria are not met, the market is regarded as being inactive. Indications that a market is inactive are when there is a wide bid-offer spread or significant increase in the bid-offer spread or there are few recent transactions.

For all other financial instruments, fair value is determined using valuation techniques. In these techniques, fair values are estimated from observable data in respect of similar financial instruments, using models to estimate the present value of expected future cash flows or other valuation techniques, using inputs (e.g. LIBOR yield curve, FX rates, volatilities and counterparty spreads) existing at the date of the consolidated balance sheet.

Derecognition

Financial assets cease to be recognised for accounting purposes when the contractual rights to receive the cash flows from these assets have ceased to exist or the assets have been transferred and substantially all the risks and rewards of ownership of the assets are also transferred (that is, if substantially all the risks and rewards have not been transferred, the Partnership tests control to ensure that continuing involvement on the basis of any retained powers of control does not prevent derecognition). Financial liabilities cease to be recognised when they have been redeemed or otherwise extinguished.

2.4 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.5 Interest income and expense

Interest income and expense for all interest-bearing financial instruments are recognised within revenue as 'interest and similar income' in the statement of comprehensive income using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Partnership estimates cash flows considering all contractual terms of the financial instrument (e.g., prepayment options) but does not consider future credit losses. The calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts. Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

2.6 Impairment of financial assets carried at amortised cost

The Partnership assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The criteria that the Partnership uses to determine that there is objective evidence of an impairment loss include:

- (a) significant financial difficulty of the issuer or obligor;
- (b) a breach of contract, such as a default or delinquency in interest or principal payments;
- (c) the lender, for economic or legal reasons relating to the borrower's financial difficulty, granting to the borrower a concession that the lender would not otherwise consider;
- (d) it becomes probable that the borrower will enter bankruptcy or other financial reorganisation;
- (e) the disappearance of an active market for that financial asset because of financial difficulties; or
- (f) observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio, including:
 - (i) adverse changes in the payment status of borrowers in the portfolio; and
 - (ii) national or local economic conditions that correlate with defaults on the assets in the portfolio.

The Partnership first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If the Partnership determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in any collective assessment of impairment.

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the consolidated income statement. If a loan or has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Partnership may measure impairment on the basis of an instrument's fair value using an observable market price.

Such assets are written off after all the necessary procedures have been completed and the amount of the loss has been determined. Impairment charges relating to a financial asset are classified in loan impairment charges. When a financial asset is uncollectible, it is written off against the related allowance for loan impairment.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the previously recognised impairment loss is reversed by adjusting the allowance account. The amount of the reversal is recognised in the statement of comprehensive income.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

2.7 Impairment of non-financial assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows (cash-generating units).

The impairment test also can be performed on a single asset when the fair value less cost to sell or the value in use can be determined reliably. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date. No non-financial assets held by the Partnership were impaired in 2013.

2.8 Revenue recognition

Revenue, which is stated net of value added tax, represents fees received for investment advisory services, and income received from investments.

2.9 Interest and similar income

Interest and similar received is recognised on an accruals basis.

2.10 Cash and cash equivalents

For the purpose of the statement of cash flow, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less, and restricted cash held for deposits.

2.11 Trade and other receivables

Trade and other receivables are recognised at cost less any provision made for impairment of these receivables. A provision for impairment of receivables is established when there is objective evidence that the Partnership will not be able to collect all amounts due according to the original terms of the receivable. The amount of the provision is the difference between the original carrying amount and the recoverable amount and this difference is recognised in the statement of comprehensive income.

2.12 Trade and other payables

Trade and other payables are obligations on the basis of normal credit terms and do not bear interest and are recognised on an accruals basis.

2.13 Leases

Leases are accounted for in accordance with IAS 17 and IFRIC 4. The leases entered into are operating leases. The total payments made under operating leases are charged to other operating expenses in the statement of comprehensive income on a straight-line basis over the period of the lease. When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place (See note 20).

2.14 Property, plant and equipment

All property, plant and equipment used by the Partnership are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

2.14 Property, plant and equipment (continued)

Subsequent expenditures are included in the asset's carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Partnership and the cost of the item can be measured reliably.

Depreciation of assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

- Leasehold improvements: 10 years (2012: 5 years)
- Computer equipment: 3 years
- Office equipment: 5 years
- Furniture and fixtures: 5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each date of the statement of financial position. Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in other operating expenses in the statement of comprehensive income.

Artwork is not depreciated.

2.15 Taxation

No taxation is reflected in the accounts as tax is borne by the individual members in a personal capacity on their attributable profit shares and not the Partnership.

2.16 Members' remuneration

The policy to allocate profits is governed by the LLP agreement dated 8th July 2009 (as amended and restated). Firstly each member is allocated a fixed allocation based upon time in the partnership for the accounting period. Secondly any excess profit may be allocated to members by way of variable allocations as determined by a remuneration committee based upon the an assessment of performance of each individual member; such allocations shall be subject to the final approval of the advisory committee or other governing bodies as set out in the remuneration policy in effect from time to time.

2.17 Members' capital

Members' capital is classified as equity as it is not automatically repayable on retirement and is not interest bearing.

3. Financial risk management

The Partnership's activities expose it to a variety of financial risks, such as foreign exchange, credit, liquidity, market and interest rate risk.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

3.1 Foreign exchange risk

The Partnership's functional currency is GBP and therefore takes on exposure to the effect of fluctuations in currencies other than GBP which it transacts in. The Partnership incurs expenses in currencies other than GBP but the exposures are immaterial. The Partnership's investment in Hayfin Ruby II Luxembourg SCA is in GBP.

3.2 Credit risk

Credit risk is the risk of suffering financial loss should the Partnership's customers, clients or counterparties fail to fulfil their contractual obligations to the Partnership. The Partnership's core business is to advise other Group Companies on investment decisions. The Partnership's principal credit risk is financial loss in relation to the held-to-maturity investment in Hayfin Ruby II Luxembourg SCA, a speciality finance company based in Luxembourg. The Partnership measures this credit risk using the amortised cost method.

3.3 Liquidity risk

Liquidity risk is the risk that the Partnership is unable to meet its obligations when they fall due as a result of cash requirements from contractual commitments or other cash flows. The Partnership manages liquidity by maintaining sufficient cash with banks to meet its ongoing commitments.

31 December 2013	0 – 1 year	1 – 3 years	3 – 5 years	5 years +	Total
	£	£	£	£	£
Assets					
Cash at bank	3,822,581	-	-	-	3,822,581
Other restricted cash	295,108	-	-	-	295,108
Held-to-maturity investments	-	-	-	16,764,560	16,764,560
Investment in group undertakings	-	-	-	10,000	10,000
Total financial assets	4,117,689	-	-	16,774,560	20,892,249
Property, plant and equipment	-	-	-	1,591,108	1,591,108
Amounts due from members	1,426,184	-	-	-	1,426,184
Trade and other receivables	6,173,647	-	-	-	6,173,647
Total assets	11,812,520	-	-	18,365,668	30,083,188
Liabilities					
Trade and other payables	2,592,194	-	-	-	2,592,194
Amounts due to members	480,994	-	-	-	480,994
Current liabilities	3,073,188	-	-	-	3,073,188
Total assets less liabilities	8,644,332	-	-	18,365,668	27,010,000

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

3.3 Liquidity risk (continued)

31 December 2012	0 – 1 year £	1 – 3 years £	3 – 5 years £	5 years + £	Total £
Assets					
Cash at bank	2,029,936	-	-	-	2,029,936
Other restricted cash	328,156	-	-	-	328,156
Investment in group undertakings	-	-	-	10,000	10,000
Total financial assets	2,358,092	-	-	10,000	2,368,092
Property, plant and equipment	-	-	-	203,008	203,008
Amounts due from members	95,000	-	-	-	95,000
Trade and other receivables	1,474,737	-	-	-	1,474,737
Total assets	3,927,829	-	-	213,008	4,140,837
Liabilities					
Trade and other payables	1,070,088	-	-	-	1,070,088
Amounts due to members	1,055,749	-	-	-	1,055,749
Current liabilities	2,125,837	-	-	-	2,125,837
Total assets less liabilities	1,801,992	-	-	213,008	2,015,000

3.4 Market risk

Market risk is the risk that the fair value or future cash flows of an asset or liability fluctuate due to changes in market price. The Partnership's direct market risk is limited to its investment in Hayfin Ruby II Luxembourg SCA. The Partnership measures this market risk using the amortised cost method.

3.5 Interest rate risk

Interest rate risk is the possibility that changes in interest rates will result in higher financing costs or reduced income from the Partnership's interest bearing financial assets and liabilities. The Partnership's interest rate risk arises from deposits held with counterparties and its investment in Hayfin Ruby II Luxembourg SCA.

3.6 Capital management

During the year the Partnership has received capital commitments from members totalling £25,010,000 (2012: £1,020,000). During the year £15,000 (2012: £10,000) was repaid to the members. As at 31 December 2013, £27,010,000 (2012: £2,015,000) had been received.

The Partnership currently has no external capital requirements other than regulatory capital set by the FCA but aims to maintain sufficient capital resources to support the Partnership's risk appetite and economic capital requirements.

4. Critical accounting estimates and judgments

The Partnership's financial statements and its financial results are influenced by accounting policies, assumptions, estimates and management's judgement, which necessarily have to be made in the course of preparation of the consolidated financial statements.

The Partnership determines estimates and assumptions that affect the reported amounts of assets and liabilities for the next financial year. All estimates and assumptions required in conformity with IFRS are best estimates undertaken in accordance with the applicable standard.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

4. Critical accounting estimates and judgments (continued)

Estimates and judgements are evaluated on a continuous basis, and are based on past experience and other factors, including expectations with regard to future events. The application of accounting policies and Partnership's judgements for certain items are especially critical for the Partnership's results and financial situation due to their materiality.

Impairment losses on held-to-maturity investments

The Partnership reviews its held-to-maturity investments at least on a monthly basis to assess impairment. In determining whether an impairment loss should be recorded in the statement of comprehensive income, the Partnership makes judgements as to whether there is any observable data indicating an impairment trigger followed by a measurable decrease in the estimated future cash flows from a loan and receivable before a decrease can be identified. This evidence may include observable data indicating that there has been an adverse change in the payment status of the borrower, a group of borrowers, or national or local economic conditions that correlate with defaults on assets in the group. The Partnership uses estimates based on historical loss experience for assets with credit risk characteristics when scheduling its future cash flows. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any differences between loss estimates and actual loss experience.

Fair value of financial instruments

The fair values of financial instruments where no active market exists or where quoted prices are not otherwise available are determined by using valuation techniques. In these cases, the fair values are estimated from observable data in respect of similar financial instruments or using models. Where market observable inputs are not available, they are estimated based on appropriate assumptions. Where valuation techniques (for example, models) are used to determine fair values, they are validated and periodically reviewed by qualified personnel independent of those that sourced them. All models are certified before they are used, and models are calibrated to ensure that outputs reflect actual data and comparative market prices. To the extent practicable, such models use only observable data; however, areas such as credit risk (both own credit risk and counterparty risk), volatilities and correlations require management to make estimates. Changes in assumptions about these factors may affect the reported fair value of financial instruments.

IFRS 7 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources; unobservable inputs reflect the Partnership's market assumptions. These two types of inputs have created the following fair value hierarchy:

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities. This level includes listed equity securities and debt instruments on exchanges (for example, London Stock Exchange, Frankfurt Stock Exchange, New York Stock Exchange) and exchange traded derivatives like futures (for example, Nasdaq, S&P 500).
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices). This level includes the majority of the over the counter derivative contracts, traded loans and issued structured debt. The prices where possible are derived from independent broker quotations or loan pricing agents such as Markit.
- Level 3 – Inputs for the asset or liability that are not based on observable market data (unobservable inputs). This level includes equity investments and debt instruments with significant unobservable components.

This hierarchy requires the use of observable market data when available. The Partnership considers relevant and observable market prices in its valuations where possible.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

5. Property, plant and equipment

31 December 2013

	Leasehold improvements £	Computer equipment £	Office equipment £	Furniture and fixtures £	Artwork £	Total £
Cost/book value						
Opening balance at 1 January 2013	263,305	246,751	17,454	89,020	5,196	621,726
Additions during the year	1,047,895	118,597	45,900	319,373	9,676	1,541,441
Balance as at 31 December 2013	1,311,200	365,348	63,354	408,393	14,872	2,163,167
Accumulated depreciation						
Opening balance at 1 January 2013	140,139	197,107	11,003	70,469	-	418,718
Charge for the year	70,416	39,772	4,818	38,335	-	153,341
Balance as at 31 December 2013	210,555	236,879	15,821	108,804	-	572,059
Net book value 2013	1,100,645	128,469	47,533	299,589	14,872	1,591,108

31 December 2012

	Leasehold improvements £	Computer equipment £	Office equipment £	Furniture and fixtures £	Artwork £	Total £
Cost/book value						
Opening balance at 1 January 2012	227,092	215,184	15,342	89,020	5,196	551,834
Additions during the year	36,213	31,567	2,112	-	-	69,892
Balance as at 31 December 2012	263,305	246,751	17,454	89,020	5,196	621,726
Accumulated depreciation						
Opening balance at 1 January 2012	94,023	134,384	6,707	48,214	-	283,328
Charge for the year	46,116	62,723	4,296	22,255	-	135,390
Balance as at 31 December 2012	140,139	197,107	11,003	70,469	-	418,718
Net book value 2012	123,166	49,644	6,451	18,551	5,196	203,008

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

6. Cash at bank

For the purpose of the statement of cash flow, cash and cash equivalents comprise the following balances:

	2013	2012
	£	£
Cash at bank	3,822,581	2,029,936
Other restricted cash and deposits	295,108	328,156
Total cash at bank	4,117,689	2,358,092

7. Investments in fellow group undertakings

Investments include £10,000 (67%) capital interest in Hayfin Services LLP, a Partnership formed in England and Wales. The principal activity of Hayfin Services LLP is to act as an advisory company to Hayfin Capital Management LLP.

	2013	2012
	£	£
Cost of investment at 1 January	10,000	10,000
Additions	-	-
Cost of investment at 31 December	10,000	10,000

During the year Haymarket Capital Management LLP was allocated profit of £64,910 (2012: £44,757) from Hayfin Services LLP.

8. Held-to-maturity investments

During the year Hayfin Capital Management LLP purchased an investment in Hayfin Ruby II Luxembourg SCA. The Partnership intends and has the ability to hold this investment until maturity.

	2013	2012
	£	£
Cost of investment	16,685,800	-
Amortisation of discount	78,760	-
Value of investment at 31 December	16,764,560	-

The fair value of the investment is also £16,764,560, and is classified as Level 3.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

9. Trade and other receivables

	2013	2012
	£	£
Amounts due from Hayfin Services LLP	6,059	8,579
Amounts due from Hayfin Ruby II Luxembourg SCA	527,230	-
Amounts due from Hayfin Diamond GP Limited	77,070	-
Amounts due from Hayfin Capital LuxCo 2 Sarl	5,194	-
Amounts due from Hayfin Management Limited	2,877,390	651,865
Interest receivable on held-to-maturity investments	951,968	-
Other receivables	1,331,397	693,862
Prepayments	397,339	120,431
Total trade and other receivables	6,173,647	1,474,737

10. Trade and other payables

	2013	2012
	£	£
Amounts due to Hayfin Limited	311,700	44,222
Trade payables	491,991	415,888
Other payables	953,726	-
Accrued expenses	834,777	609,978
Total trade and other payables	2,592,194	1,070,088

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

11. Equity

	Members' other interests			Loans and other debts due to members less any amounts due (from)/to members in debtors	
	Members' capital classified as equity	Other reserves	Total		Total
	£	£	£	£	£
Amounts due to members	-	-	-	1,055,749	-
Amounts due from members	-	-	-	(95,000)	-
Balance as at 1 January 2013	2,015,000	-	2,015,000	960,749	2,975,749
Profit for the financial year available for discretionary division among members	-	10,327,772	10,327,772	-	10,327,772
Members' interests after profit for the year	2,015,000	10,327,772	12,342,772	960,749	13,303,521
Allocation of profits	-	(10,327,772)	(10,327,772)	10,327,772	-
Repaid to members	(15,000)	-	(15,000)	-	(15,000)
Capital introduced	25,010,000	-	25,010,000	-	25,010,000
Drawings	-	-	-	(10,327,772)	(10,327,772)
Other movements	-	-	-	(1,905,939)	(1,905,939)
Amounts due to members	-	-	-	480,994	-
Amounts due from members	-	-	-	(1,426,184)	-
Balance as at 31 December 2013	27,010,000	-	27,010,000	(945,190)	26,064,810

In the event of winding up, the unsecured creditors of the Partnership will be paid before members' items under 'loans and other debts due to members' are paid.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

11. Equity (continued)

	Members' other interests			Loans and other debts due to members less any amounts due (from)/to members in debtors	
	Members' capital classified as equity	Other reserves	Total		Total
	£	£	£	£	£
Amounts due to members	-	-	-	607,892	-
Amounts due from members	-	-	-	(96,858)	-
Balance as at 1 January 2012	1,005,000	-	1,005,000	511,034	1,516,034
Profit for the financial year available for discretionary division among members	-	7,847,584	7,847,584	-	7,847,584
Members' interests after profit for the year	1,005,000	7,847,584	8,852,584	511,034	9,363,618
Allocation of profits	-	(7,847,584)	(7,847,584)	7,847,584	-
Repaid to members	(10,000)	-	(10,000)	-	(10,000)
Capital introduced	1,020,000	-	1,020,000	-	1,020,000
Drawings	-	-	-	(7,847,584)	(7,847,584)
Other movements	-	-	-	449,715	449,715
Amounts due to members	-	-	-	1,055,749	-
Amounts due from members	-	-	-	(95,000)	-
Balance as at 31 December 2012	2,015,000	-	2,015,000	960,749	2,975,749

12. Revenue

An analysis of revenue for the year is as follows:

	2013	2012
	£	£
Advisory and investment management fees	20,487,749	16,200,598
Interest and similar income on held-to-maturity investments	1,030,728	-
Profit allocation from Hayfin Services LLP	64,910	44,757
Total revenue	21,583,387	16,245,355

Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)

Notes to the Financial Statements

13. Other income

An analysis of other income for the year is as follows:

	2013	2012
	£	£
Agency fees	249,167	364,322
Deal related expenses and legal fees	(195,093)	(215,801)
Deal related research and consultancy	(30,000)	(190,199)
Total other income	24,074	(41,678)

14. Personnel expenses

	2013	2012
	£	£
Wages and salaries	3,192,647	3,089,969
Social security costs	462,800	433,945
Other staff costs	338,326	93,685
	3,993,773	3,617,599

The average number of employees during the year

Investment advisory activities	10	10
Non-investment advisory activities	11	7

15. General and administrative expenses

	2013	2012
	£	£
Property expenses	794,666	764,575
Office expenses	492,471	358,613
Travel and entertainment	555,018	294,080
IT systems and market data	628,878	727,161
Legal and professional	1,066,933	738,909
Intercompany advisory fees	3,609,118	1,698,253
Other expenses	(14,488)	21,534
Total general and administrative expenses	7,132,596	4,603,125

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

16. Operating profit

The following items have been included in arriving at operating profit:

	2013	2012
	£	£
Auditors' remuneration		
- fees payable to auditor for audit of financial statements	18,000	18,000
Depreciation	153,341	135,390
Foreign exchange (gain)/loss	(126,172)	5,691

17. Interest income

	2013	2012
	£	£
Interest received	21	21
Total	21	21

18. Members' remuneration

	2013	2012
	£	£
Profit for the financial year before members' remuneration and profit share	10,327,772	7,847,584
<u>Profit for the financial year available for discretionary distribution among members</u>	<u>10,327,772</u>	<u>7,847,584</u>
Amount of profit attributable to the members with the largest entitlement to profit	1,508,042	1,030,296
The average number of members during the year	15	15

The key management personnel of the Partnership are the individual members.

19. Related parties

Hayfin Capital Management (UK) Limited (formerly Haymarket Financial (UK) Limited) is a member of Hayfin Capital Management LLP. During the year the Partnership allocated profit of £1,030,728 (2012: £82,084) to Hayfin Capital Management (UK) Limited and Hayfin Capital Management (UK) Limited contributed capital of £25,000,000 (2012: £1,010,000) to the Partnership. As at 31 December 2013, £1,331,184 was owed to the Partnership by Hayfin Capital Management (UK) Limited (2012: £574,755 was owed to Hayfin Capital Management (UK) Limited by the Partnership).

During the year the Partnership allocated profit of £9,297,044 (2012: £7,765,500) to other members of the Partnership. As at 31 December 2013, £480,994 (2012: £480,994) was owed to the other members by the Partnership.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

19. Related parties (continued)

Hayfin Capital Management LLP is a member of Hayfin Services LLP. During the year the Partnership received a profit allocation of £64,910 (2012: £44,757) from Hayfin Services LLP. The Partnership paid advisory fees of £1,363,104 (2012: £939,404) to Hayfin Services LLP. As at 31 December 2013, Hayfin Services LLP owed £6,059 (2012: £8,579) to the Partnership.

Hayfin Capital LuxCo 2 SARL a company incorporated in Luxembourg is controlled by Haymarket Financial Holdings Limited, the Partnership's intermediate parent company, and therefore is deemed to be a related party. During the year the Partnership incurred expenses on behalf of Hayfin Capital LuxCo 2 SARL of £5,194 (2012: £nil). As at 31 December 2013, £5,194 (2012: £nil) was owed to the Partnership.

Hayfin Management Limited, a company incorporated in Cayman Islands, is controlled by Haymarket Financial Holdings Limited, the Partnership's intermediate parent company, and therefore is deemed to be a related party. During the year the Partnership charged Hayfin Management Limited £19,883,449 (2012: £16,200,598) in relation to advisory fees. As at 31 December 2013, Hayfin Management Limited owed £2,877,390 (2012: £651,865) to the Partnership.

Hayfin Limited, a company incorporated in the United Kingdom, is a subsidiary of Hayfin Capital Management LLP, and therefore is deemed to be a related party. During the year Hayfin Limited charged the Partnership £293,727 (2012: £313,534) in relation to staff costs. The Partnership also charged Hayfin Limited £274,935 (2012: £337,819) in relation to advisory fees. As at 31 December 2013, the Partnership owed £311,700 (2012: £44,222) to Hayfin Limited.

Hayfin Advisors SAS, a company incorporated in France, is an indirect subsidiary of Hayfin Capital Management LLP, and therefore is deemed to be a related party. During the year Hayfin Advisors SAS charged the Partnership £1,164,274 (2012: £312,180) in relation to advisory fees. As at 31 December 2013, Hayfin Advisors SAS owed £nil (2012: £nil) to the Partnership.

Hayfin Advisors GmbH, a company incorporated in Germany, is an indirect subsidiary of Hayfin Capital Management LLP, and therefore is deemed to be a related party. During the year Hayfin Advisors GmbH charged the Partnership £838,251 (2012: £422,383) in relation to advisory fees. As at 31 December 2013, Hayfin Advisors GmbH owed £nil (2012: £nil) to the Partnership.

Hayfin Ruby II Luxembourg SCA, a company incorporated in Luxembourg, is controlled by Haymarket Financial Holdings Limited, the Partnership's intermediate parent company, and therefore is deemed to be a related party. During the year the Partnership charged Hayfin Ruby II Luxembourg SCA interest of £951,968 (2012: £nil) and management fees of £527,230 (2012: £nil). As at 31 December 2013, Hayfin Ruby II Luxembourg SCA owed £527,230 (2012: £nil) to the Partnership.

Hayfin Diamond GP Limited, a company incorporated in the United Kingdom, is controlled by Haymarket Financial Holdings Limited, the Partnership's intermediate parent company, and therefore is deemed to be a related party. During the year the Partnership charged Hayfin Diamond GP Limited management fees of £77,070 (2012: £nil). As at 31 December 2013, Hayfin Diamond GP Limited owed £77,070 (2012: £nil) to the Partnership.

Hayfin Advisors BV, a company incorporated in the Netherlands, is an indirect subsidiary of Hayfin Capital Management LLP, and therefore is deemed to be a related party. During the year the Hayfin Advisors BV charged the Partnership £123,446 (2012: £nil) in relation to advisory fees. As at 31 December 2013, Hayfin Advisors BV owed £nil (2012: £nil) to the Partnership.

Hayfin Advisors LLC, a company incorporated in the United States, is an indirect subsidiary of Hayfin Capital Management LLP, and therefore is deemed to be a related party. During the year Hayfin Advisors LLC charged the Partnership £101,252 (2012: £nil) in relation to advisory fees. As at 31 December 2013, Hayfin Advisors LLC owed £nil (2012: £nil) to the Partnership.

**Hayfin Capital Management LLP – Registered Number: OC346320
(formerly known as Haymarket Financial LLP)**

Notes to the Financial Statements

20. Ultimate parent company and controlling party

The ultimate parent entity and controlling party is TowerBrook Investors Fund III, comprising TowerBrook Investors III, L.P., TowerBrook Investors III (parallel), L.P., and TowerBrook Investors III Executive Fund, L.P.

Haymarket Financial Holdings Limited is the parent of the largest group for which consolidated statements are prepared.

21. Lease arrangements

The Partnership leases property under non-cancellable operating lease arrangements. There are no contingent rents payable. The Partnership has future minimum lease payments under an operating lease as follows:

	0 – 1 year	1 – 5 years	> 5 years	Total
	£	£	£	£
Property	206,250	4,930,073	3,570,053	8,706,376

The above analysis represents future cash flow obligations arising from property lease arrangements which differ from the amounts expensed in the profit and loss account due to an amount equivalent to a 20-month, rent-free period being amortised over the duration of the lease period.

22. Subsequent events

In preparing these financial statements, the partners have evaluated and disclosed all material subsequent events up to 25 April 2014, which is the date that the financial statements were available to be issued

23. Approval of financial statements

The financial statements were authorised for issue on 25 April 2014 by the board of members.