

REGISTERED NO. 03565673

DUKE STREET GENERAL PARTNER LIMITED

**ANNUAL REPORT AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**



Annual report and financial statements for the year ended 31 December 2019

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STRATEGIC AND DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The Directors herewith submit their annual report for the year ended 31 December 2019.

Principal Activities

Duke Street General Partner Limited (the 'Company') is a wholly owned subsidiary of Duke Street Private Equity Limited.

The Company acts as the General Partner to a number of private equity collective investment funds.

Result and dividend

The profit after taxation for the financial year amounts to £141,846 (2018: £53,383). The results for the current year are set out on page 6.

No dividends were paid during the year (2018: £nil).

Going Concern

The directors have considered the financial position of the company and the wider Duke Street Group and have a reasonable expectation that the company will have adequate resources to continue operations for the foreseeable future. In making this assessment, the directors have considered the expected income for the wider Group and its expense base and have assessed reasonable sensitivities. The directors have received reasonable comfort from the Group that it will continue to support the Company for at least 12 months after the date of this report. Therefore, the directors believe that the going concern basis of preparation is appropriate.

Directors

The Directors who held office during the year are shown below:

Peter Taylor (resigned 30 June 2019)

Stuart Hall

Stuart McMinnies

Charlie Troup

James Almond (appointed 12 September 2019)

Jason Lawford (appointed 12 September 2019)

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Statement as to disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Appointment of Auditor

The company has passed an Ordinary Resolution to appoint Grant Thornton UK LLP as Company auditors.

On behalf of the board



Stuart Hall
Director
22 April 2020

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with applicable law and Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUKE STREET GENERAL PARTNER LIMITED

Opinion

We have audited the financial statements of Duke Street General Partner Limited (the 'company') for the year ended 31 December 2018, which comprise of Profit and Loss and Other Comprehensive Income, Balance Sheet, 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 company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 company 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.

The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Covid-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with these particular events.

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

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUKE STREET GENERAL PARTNER LIMITED (cont.)

Conclusions relating to going concern (cont.)

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

Other information

The directors 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, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 2, the directors 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 directors 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 directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DUKE STREET GENERAL PARTNER LIMITED (cont.)

Auditor's responsibilities for the audit of the financial statements

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

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

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Paul Flatley

Paul Flatley
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
London
22 April 2020

PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2019

		Year ended 31 December 2019 £	Year ended 31 December 2018 £
	Note		
Turnover		215,152	1,421,287
Administrative expenses		(239,522)	(1,243,720)
Operating profit	4	(24,370)	177,567
Other operating income	3	180,200	200,679
Financing costs	3	-	(273)
Net unrealised gains/(losses)		51,191	(201,151)
Realised losses		(31,903)	(110,917)
Profit before taxation		175,118	65,905
Taxation	6	(33,272)	(12,522)
Profit after taxation		141,846	53,383
Other comprehensive income		-	-
Total comprehensive income		141,846	53,383

All the results shown in the above Profit and Loss Account and Other Comprehensive Income are from continuing operations.

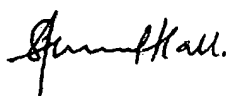
The notes on pages 9 to 12 form part of these financial statements.

BALANCE SHEET AS AT 31 DECEMBER 2019

		31 December 2019	31 December 2018
	Note	£	£
CURRENT ASSETS			
Investments	10	3,675,826	4,009,051
Debtors (including nil (2018: £200,000) due after more than one year and £1,382,045 (2018: £1,758,966) due within one year)	7	1,382,045	1,971,488
Cash at bank and in hand		189,638	122,322
		<u>5,247,509</u>	<u>6,102,861</u>
CREDITORS: amounts falling due within one year	8	(2,717,233)	(3,714,431)
NET CURRENT ASSETS		<u>2,530,276</u>	<u>2,388,430</u>
TOTAL ASSETS LESS TOTAL LIABILITIES		<u>2,530,276</u>	<u>2,388,430</u>
CAPITAL AND RESERVES			
Share capital	9	55,000	55,000
Profit and loss account		2,475,276	2,333,430
SHAREHOLDERS' FUNDS		<u>2,530,276</u>	<u>2,388,430</u>

The notes on pages 9 to 12 form part of these financial statements.

Approved by the Board of Directors at a meeting on 22 April 2020 and signed on its behalf by



Stuart Hall
Director
22 April 2020

Company Registration Number: 03565673

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2019

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
Balance at 1 January 2018	55,000	2,280,047	2,335,047
Profit for the year	-	53,383	53,383
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	53,383	53,383
Dividends	-	-	-
Balance at 31 December 2018	55,000	2,333,430	2,388,430

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
Balance at 1 January 2019	55,000	2,333,430	2,388,430
Profit for the year	-	141,846	141,846
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	141,846	141,846
Dividends	-	-	-
Balance at 31 December 2019	55,000	2,475,276	2,530,276

The notes on pages 9 to 12 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies

The following accounting policies have been consistently applied in the financial statements.

a. Basis of preparation

These financial statements have been prepared in accordance with Section 1A of Financial Reporting Standard 102: The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"). The financial statements have been prepared in accordance with the historical cost accounting convention and applicable accounting standards.

The Company is considered to be a qualifying entity (for the purpose of this FRS) and has applied the exemption available under Section 1A of FRS 102 not to present a Cash Flow Statement and related notes.

The consolidated financial statements of the ultimate parent undertaking (see note 12) include the disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues, and therefore the Company has applied the exemptions.

b. Going concern

The directors have considered the financial position of the company and the wider Duke Street Group and have a reasonable expectation that the company will have adequate resources to continue operations for the foreseeable future. In making this assessment, the directors have considered the expected income for the wider Group and its expense base and have assessed reasonable sensitivities. The directors have received reasonable comfort from the Group that it will continue to support the Company for at least 12 months after the date of this report. Therefore, the directors believe that the going concern basis of preparation is appropriate.

c. Turnover

The total turnover of the Company for the year has been derived from its principal activity wholly undertaken in the United Kingdom. Turnover represents the management priority profit share arising from the company's role as general partner of the Funds earned during the year.

d. Taxation

The charge for taxation is based on the result for the year and includes deferred taxation. Deferred tax assets and liabilities arise from timing differences between the recognition of gains and losses in the financial statements and their recognition for tax purposes. Deferred tax liabilities are fully recognised and deferred tax assets are recognised when it is considered more likely than not that the asset will be recoverable. Deferred tax assets and liabilities are recognised on an undiscounted basis.

e. Foreign currency

Transactions in foreign currencies are recorded using the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and gains and losses on translation are included in the profit and loss account.

f. Derivative Financial Instruments

Derivative financial instruments are recognised at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss.

g. Related Party transactions

As the Company is 100% controlled by Duke Street Private Equity and ultimately Duke Street LLP, advantage has been taken of the exemption given by FRS 102.33 "Related Party Disclosures" not to disclose transactions with it and any fellow wholly owned group entities in these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019 (continued)

2. Audit Fees

Audit fees for the year amounting to £13,000 (2018: £13,000) were borne by the Company

3. Other operating income and financing costs	2019	2018
	£	£
Interest from Current Asset Investments	176,225	197,068
Bank Interest Receivable	920	588
Other Interest Receivable	3,055	3,023
	<u>180,200</u>	<u>200,679</u>
Financing Costs	-	(273)
	<u>-</u>	<u>(273)</u>
4. Operating profit	2019	2018
	£	£
The profit on ordinary activities before tax has been arrived at after deducting Auditor's remuneration	<u>13,000</u>	<u>13,000</u>

5. Employees and Directors

The company seconded employees from its subsidiary Duke Street Capital Limited.

No directors are remunerated for serving in the office of a director of the company. All directors are members of Duke Street LLP, the ultimate parent of the company, and receive drawings from profits generated within Duke Street LLP.

6. Taxation	2019	2018
	£	£
a) Analysis of credit / (charge)		
Current tax:		
Corporation tax for period	(33,272)	(12,522)
Adjustments in respect of previous periods	-	-
Total current charge for the period (note 6b)	<u>(33,272)</u>	<u>(12,522)</u>
Deferred tax charge	-	-
Total tax charge on profit	<u>(33,272)</u>	<u>(12,522)</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019 (continued)

6. Taxation (continued)

b) Factors affecting tax credit / (charge) for period

Profit before Tax	175,118	65,905
Profit multiplied by standard rate of corporation tax in the UK of 19.00% (2018: 19.00%)	(33,272)	(12,522)
Total tax charge for the period	(33,272)	(12,522)

7. Debtors	2019	2018
	£	£
Amounts owed by fellow subsidiary undertakings	1,321,879	1,707,493
Amounts owed by DS Funds	41,257	44,858
Other debtors	18,909	19,137
	1,382,045	1,771,488
Debtors due in more than one year	-	200,000
	-	200,000

8. Creditors: amounts falling due within one year	2019	2018
	£	£
Amounts owed to fellow subsidiary undertaking	2,378,940	3,458,959
Amounts owed to DS Funds	88,299	30,722
Accruals	17,000	25,000
Other creditors	199,722	187,228
Current Tax	33,272	12,522
	2,717,233	3,714,431

9. Share Capital	2019	2018
	£	£
Allotted, called up and fully paid	55,000	55,000

10. Investments	2019	2018
	£	£
Current asset investments		
Financial assets designated as fair value through profit or loss	3,675,826	4,009,051

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019 (continued)

11. Related party transactions

The company is the general partner and manager of seven Limited partnerships for whom it manages investments. The company received Priority Profit Share from the Limited partnerships, which amounted to £215,152 (2018: £1,421,287).

There were no other related party transactions outside those within the Duke Street LLP group during the year.

12. Ultimate parent entity

The immediate parent company is Duke Street Private Equity Limited. The ultimate parent entity is Duke Street LLP, registered address Nations House, 103 Wigmore St, London W1U 1QS.

13. Subsequent events

The COVID – 19 pandemic, whose effects first became known in January 2020, is causing severe economic and financial impact across all businesses. Management has evaluated subsequent events through to the date of this financial statements and has concluded that there are no significant recognised or unrecognised subsequent events relevant for any financial statement adjustment or disclosure.