

# Independent auditors' report to Funding Circle Holdings Limited

## Report on the audit of the financial statement

### Opinion

In our opinion, Funding Circle Holdings Limited's balance sheet and related notes (the "financial statement") as at 31 August 2018 have been properly prepared, in all material respects, in accordance with the provisions of the Companies Act 2006 that would have applied had the financial statement been prepared for a financial year of the Company.

We have audited the financial statement, included within the 'Balance Sheet as at 31 August 2018' (the "Report") which comprises: the balance sheet as at 31 August 2018 and the related notes, which include a description of the significant accounting policies.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)"), including ISA (UK) 800 and ISA (UK) 805, and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statement section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statement in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### Emphasis of matter - Basis of preparation

In forming our opinion on the financial statement, which is not modified, we draw attention to note 1 of the financial statement which describes the basis of preparation. The financial statement is prepared for the directors for the purpose of complying with the requirements for re-registration of the company as a public company under Part 7 of the Companies Act 2006. The financial statement has therefore been prepared in accordance with a special purpose framework and, as a result, the financial statement may not be suitable for another purpose.

In addition, we draw attention to the fact that this financial statement has not been prepared under section 394 of the Companies Act 2006 and does not constitute the Company's statutory financial statements.

