

Company Number: 08292068

ELQ INVESTORS IV LTD

ANNUAL REPORT

31 DECEMBER 2019



DIRECTORS' REPORT

The directors present their report and the audited financial statements for the year ended 31 December 2019. A strategic report has not been prepared as the company is entitled to the small companies exemption under section 414B of the Companies Act 2006.

1. Introduction

The principal activity of ELQ Investors IV Ltd (the company) is to undertake investment business. The company holds debt and loan investments.

The company's ultimate parent undertaking and controlling entity is The Goldman Sachs Group, Inc. (Group Inc.). Group Inc. is a bank holding company and a financial holding company regulated by the Board of Governors of the Federal Reserve System. In relation to the company, 'group undertaking' means Group Inc. or any of its subsidiaries. Group Inc., together with its consolidated subsidiaries, form 'GS Group'. GS Group is a leading global investment banking, securities and investment management firm that provides a wide range of financial services to a substantial and diversified client base that includes corporations, financial institutions, governments and individuals.

The company primarily operates in a U.S. dollar environment as part of GS Group. Accordingly, the company's functional currency is the U.S. dollar and these financial statements have been prepared in that currency.

2. Financial overview

The financial statements have been drawn up for the year ended 31 December 2019. Comparative information has been presented for the year ended 31 December 2018.

The directors consider loss before tax, total assets and total liabilities as the company's key performance indicators.

The results for the year are shown in the profit and loss account on page 7. Loss before taxation for the year ended 31 December 2019 was US\$0.3 million (31 December 2018: loss of US\$0.3 million).

The company had total assets of US\$95.3 million as at 31 December 2019 (31 December 2018: US\$20.6 million) and total liabilities of US\$74.9 million as at 31 December 2019 (31 December 2018: US\$0.2 million).

The company continued to grow its investments during the current year which were funded through an existing loan facility.

3. Future outlook

The directors consider that the year end financial position of the company was satisfactory and do not anticipate any significant changes in its activities in the forthcoming year.

Since the balance sheet date there has been a global outbreak of a coronavirus disease (COVID-19) which has caused widespread disruption to financial markets and normal patterns of business activity across the world. At the date of signing the company had not incurred any material financial impact associated to COVID-19 however, in view of its evolving nature it is not currently possible to estimate any potential future financial effects of COVID-19 on the company.

Subsequent to the year end, the company issued 34,000,000 ordinary shares of US\$1 each to its shareholder ELQ Holdings (UK) Ltd for a consideration of US\$34 million.

4. Dividends

The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2019 (31 December 2018: nil).

DIRECTORS' REPORT (continued)**5. Exchange rate**

The British pound / U.S. dollar exchange rate at the balance sheet date was £ / US\$ 1.3265 (31 December 2018: £ / US\$ 1.2743). The average rate for the year was £ / US\$ 1.2792 (31 December 2018: £ / US\$ 1.3297).

6. Financial Risk Management

The directors consider that the most important components of the company's financial risk are market risk, credit risk and liquidity risk. The company also has limited exposure to operational, legal, regulatory and compliance risks. The company, as part of a global group, adheres to global risk management policies and procedures. The company's risk management objectives and policies are described in note 17 of the financial statements.

7. Disclosure of information to auditors

In the case of each of the persons who are directors of the company at the date when this report was approved:

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditors are unaware; and
- each of the directors has taken all the steps that he / she ought to have taken as a director to make himself / herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

8. Independent auditors

The auditors, PricewaterhouseCoopers LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

9. Directors

The directors of the company who served throughout the year and to the date of this report, except where noted, were:

Name	Appointed	Resigned
R. Thomas		
J. Wiltshire		
N. Somaiya	16 July 2019	

No director had, throughout the year, any interest requiring note herein.

DIRECTORS' REPORT (continued)

10. Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations. Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss of the company for the period. In preparing those 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;
- state whether applicable accounting standards have been followed subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and, hence, for taking reasonable steps for the prevention and detection of fraud and other irregularities.

11. Date of authorisation of issue

The financial statements were authorised for issue by the Board of Directors on 19 October 2020.

ON BEHALF OF THE BOARD


Jeremy Wiltshire
Director

Independent auditors' report to the members of ELQ Investors IV Ltd

Report on the audit of the financial statements

Opinion

In our opinion, ELQ Investors IV Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report, which comprise: the balance sheet as at 31 December 2019; the profit and loss account and the statement of changes in equity for the year then ended; and the notes to the financial statements, 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)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements 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 statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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

Independent auditors' report to the members of ELQ Investors IV Ltd

misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of the directors' responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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.

Auditors' 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 auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, 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.

Independent auditors' report to the members of ELQ Investors IV Ltd

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 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 by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Mike Wallace (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
19 October 2020

ELQ INVESTORS IV LTD

PROFIT AND LOSS ACCOUNT**for the year ended 31 December 2019**

		Year ended	Year ended
		31 December 2019	31 December 2018
	Note	US\$	US\$
Net revenues	4	4,944,292	157,930
Administrative expenses	5	(2,548,048)	(464,247)
Interest payable and similar expenses	6	(138,229)	(10,615)
Impairments on financial assets	11	(2,535,426)	-
OPERATING LOSS BEFORE TAXATION		(277,411)	(316,933)
Tax on loss	9	137,241	(439,613)
LOSS FOR THE FINANCIAL YEAR		(140,170)	(756,546)

The operating losses of the company are derived from continuing operations in the current and prior years.

The company has no recognised gains and losses other than those included in the profit and loss account for the years shown above and therefore no separate statement of other comprehensive income has been presented.

The accompanying notes are an integral part of these financial statements.

ELQ INVESTORS IV LTD

BALANCE SHEET

as at 31 December 2019

	Note	31 December 2019 US\$	31 December 2018 US\$
FIXED ASSETS			
Investments	10	29,850	-
CURRENT ASSETS			
Investments	11	90,797,218	16,536,213
Debtors: Amounts falling due within one year	12	4,041,405	17,678
Cash at bank and in hand		398,674	4,083,819
		95,237,297	20,637,710
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	13	(21,053,828)	(191,079)
NET CURRENT ASSETS		74,183,469	20,446,631
TOTAL ASSETS LESS CURRENT LIABILITIES		74,213,319	20,446,631
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	14	(53,906,858)	-
NET ASSETS		20,306,461	20,446,631
CAPITAL AND RESERVES			
Called up share capital	15	1,001,000	1,001,000
Profit and loss account		19,305,461	19,445,631
TOTAL SHAREHOLDER'S FUNDS		20,306,461	20,446,631

The financial statements were approved by the Board of Directors on 19 October 2020 and signed on its behalf by:

Jeremy Wiltshire
Director

The accompanying notes are an integral part of these financial statements.

Company number: 08292068

ELQ INVESTORS IV LTD

STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2019

	Called up share capital US\$	Profit and loss account US\$	Total shareholder's funds US\$
Balance at 1 January 2018	1,001,000	20,202,177	21,203,177
Loss for the financial year	-	(756,546)	(756,546)
Balance at 31 December 2018	1,001,000	19,445,631	20,446,631
Loss for the financial year	-	(140,170)	(140,170)
Balance at 31 December 2019	1,001,000	19,305,461	20,306,461

No dividends were paid in 2019 and 2018.

The accompanying notes are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

1. GENERAL INFORMATION

The company is a private company limited by shares and is incorporated and domiciled in England and Wales. The address of its registered office is Plumtree Court, 25 Shoe Lane, London, EC4A 4AU, United Kingdom. The immediate parent undertaking is ELQ Holdings (UK) Ltd, a company incorporated and domiciled in England and Wales.

The ultimate parent undertaking and the parent company of the largest group for which consolidated financial statements are prepared is The Goldman Sachs Group, Inc., a company incorporated in the United States of America. Copies of its consolidated financial statements can be obtained from Investor Relations, 200 West Street, New York, NY 10282, United States of America or at www.goldmansachs.com/investor-relations/.

2. ACCOUNTING POLICIES

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

a. Basis of preparation

These financial statements have been prepared on the going concern basis, under the historical cost convention (modified as explained in note 2g) and in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and the Companies Act 2006.

The following exemptions from disclosure requirements of International Financial Reporting Standards (IFRS) as adopted by the E.U. have been applied in the preparation of these financial statements in accordance with FRS 101:

- i) IFRS 2 'Share-based Payment' paragraph 45(b) and 46 to 52. These disclosures are provided in the consolidated financial statements of Group Inc.;
- ii) IAS 1 'Presentation of Financial Statements' paragraph 38 to present comparative information in respect of IAS 1 'Presentation of Financial Statements' paragraph 79(a)(iv);
- iii) IAS 1 'Presentation of Financial Statements' paragraphs 10(d), 10(f), 16, 38A, 38B-D, 40A-D, 111;
- iv) IAS 7 'Statement of Cash Flows';
- v) IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' paragraphs 30 and 31;
- vi) IAS 24 'Related Party Disclosures' paragraph 17; and
- vii) IAS 24 'Related Party Disclosures' requirements to disclose transactions with companies also wholly owned within GS Group.

The company is a subsidiary undertaking of Group Inc., a company incorporated within the United States of America, whose consolidated financial statements include the company and are publicly available. As a result the company has elected not to prepare consolidated financial statements as permitted by section 401 of the Companies Act 2006.

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

2. ACCOUNTING POLICIES (continued)

b. Revenue recognition

Net revenues have been disclosed instead of turnover as this more meaningfully reflects the nature and results of the company's activities. This includes net revenues from equity investments and debt investments.

Net revenues from equity investments include dividend income, changes in fair value and gains and losses on sale of investments. Dividends receivable are recognised as income when the right to receive the payment has been established.

Net revenues from debt and loan investments include accrued interest, changes in fair value and gains and losses on sale of investments.

c. Dividends

Final dividends are recognised as a liability and deducted from equity in the period in which the dividends are approved by the company's shareholder. Interim equity dividends are recognised and deducted from equity when paid.

d. Foreign currencies

The company's financial statements are presented in U.S. dollars, which is also the company's functional currency. Transactions denominated in foreign currencies are translated into U.S. dollars at rates of exchange prevailing on the date the transaction occurred. Monetary assets and liabilities, and non-monetary assets and liabilities measured at fair value, denominated in foreign currencies are translated into U.S. dollars at rates of exchange prevailing at the balance sheet date. Foreign exchange gains and losses are recognised in the profit and loss account.

e. Fixed asset investments

Fixed asset investments comprises investments in subsidiary undertakings and is stated at cost less provision for any impairment.

f. Cash at bank and in hand

Cash at bank and in hand is highly liquid overnight deposits held in the ordinary course of business.

g. Financial assets and financial liabilities

(i) Recognition and derecognition

Financial assets and financial liabilities are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire or if the company transfers the financial asset and the transfer qualifies for derecognition. A transferred financial asset qualifies for derecognition if the company transfers substantially all the risks and rewards of ownership of the financial asset or if the company neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset but does not retain control. Financial liabilities are derecognised only when they are extinguished (i.e. when the obligation specified in the contract is discharged or cancelled or expires).

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

2. ACCOUNTING POLICIES (continued)

g. Financial assets and financial liabilities (continued)

(ii) Classification and measurement

Financial assets comprise all of the company's current assets and financial liabilities comprise all of the company's creditors.

The company classifies financial assets into the below categories on the basis of both the company's business model for managing financial assets and the contractual cash flow characteristics of the financial assets. The business model reflects how the company manages particular groups of assets in order to generate future cash flows. Where the business model is to hold the assets to collect contractual cash flows, the company subsequently assesses whether the cash flows represent solely payments of principal and interest.

• **Financial assets measured at amortised cost**

Financial assets that are held for the collection of contractual cash flows and have cash flows that represent solely payments of principal and interest are measured at amortised cost. The company considers whether the cash flows represent basic lending arrangements and where contractual terms introduce exposure to risk or volatility inconsistent with a basic lending arrangement, the financial asset is classified and measured at fair value through profit or loss.

Financial assets measured at amortised cost are initially measured at fair value plus transaction costs and subsequently at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial instrument and allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset or, when appropriate, a shorter period to the net carrying amount of the financial asset. When calculating the effective interest rate, the company estimates cash flows considering all contractual terms of the financial asset but does not consider future credit losses. All finance income is recognised in the profit and loss account.

• **Financial assets mandatorily measured at fair value through profit or loss**

Financial assets that do not meet the criteria for amortised cost are mandatorily measured at fair value through profit or loss. Such financial assets are initially measured at fair value and subsequently at fair value through profit or loss, with gains or losses recognised in net revenues on financial instruments at fair value.

The company classifies its financial liabilities into the below categories. The classification, which is determined at initial recognition, depends on the purpose for which they were acquired or originated.

• **Financial liabilities designated at fair value through profit or loss**

Financial liabilities designated at fair value through profit or loss comprise liabilities related to a guarantee. These financial liabilities are designed at fair value as they are managed and their performance is evaluated on a fair value basis. Financial liabilities designated at fair value through profit or loss are initially recognised at fair value. They are measured in the balance sheet at fair value and all subsequent gains or losses are recognised in the profit and loss account.

• **Financial liabilities measured at amortised cost**

Financial liabilities measured at amortised cost are initially recognised at fair value plus transaction costs and subsequently measured at amortised cost using the effective interest method (see above). Finance costs, including discounts allowed on issue, are recorded in interest payable and similar expenses.

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019**2. ACCOUNTING POLICIES (continued)****g. Financial assets and financial liabilities (continued)****iii) Impairment (IFRS 9)**

The company assesses the Expected Credit loss (ECL) associated with financial assets measured at amortised cost on a forward-looking basis in accordance with the provisions of IFRS 9. The measurement of ECL reflects an unbiased and probability weighted amount that is determined by evaluating a range of possible outcomes, the time value of money, and reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions. ECL are recorded in impairments on financial assets.

The company's impairment model is based on changes in credit quality since initial recognition of the relevant assets and incorporates the following three stages:

- Stage 1. Financial assets measured at amortised cost that are not credit-impaired on initial recognition and there has been no significant increase in credit risk since initiation. The ECL is measured at an amount equal to the expected credit losses that result from default events possible within the next twelve months.
- Stage 2. Financial assets measured at amortised cost where there has been a significant increase in credit risk since initiation, however not yet deemed to be credit-impaired. The ECL is measured based on expected credit losses on a lifetime basis.
- Stage 3. Financial assets measured at amortised cost that are in default, or are defined as credit-impaired. The ECL is measured based on expected credit losses on a lifetime basis.

Determination of the relevant staging for each financial instrument is dependent on the definition of 'significant increase in credit risk' (stage 1 to stage 2) and the definition of 'credit-impaired' (stage 3). The company considers a financial instrument to have experienced a significant increase in credit risk when certain quantitative or qualitative conditions are met. Quantitative thresholds include absolute probability of default thresholds on investment-grade financial assets and relative probability of default thresholds on non-investment grade financial assets. Qualitative review is also performed as part of the company's credit risk management process, including a back-stop consideration of 30 days past due. The company considers a financial instrument to be credit-impaired when it meets Credit Risk's definition of default, which is either when the company considers that the obligor is unlikely to pay its credit obligations to the company in full, without recourse by the company to actions such as realising security (if held), or the obligor has defaulted on a payment and/or is past due more than 90 days.

The ECL is determined by projecting the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) for each individual exposure. To calculate ECL these three components are multiplied together and discounted back to the reporting date. The discount rate used in the ECL calculation is the original effective interest rate. The PD represents the likelihood of a borrower defaulting on its financial obligation. The LGD is the company's expectation of the extent of loss on the default exposure, and takes into consideration amongst other things, collateral on the financial instrument. The EAD is the amount the company expects to be owed at the time the financial obligation defaults. The company uses internal credit risk ratings that reflect the assessment of the probability of default of individual counterparties. The company uses multiple macroeconomic scenarios within the ECL calculation, the weightings for which are subject to ongoing internal review and approval. Forward-looking information, such as key economic variables impacting credit risk and expected credit losses, is incorporated into both the assessment of staging and the calculation of ECL. Economic variables have been forecasted using internally generated projections to provide an estimated view of the economy over the next nine quarters. After nine quarters a mean reversion approach has been used, which means that economic variables tend to either a long run average rate or a long run growth rate.

The company writes off financial assets, in whole or in part, when it has concluded that there is no reasonable expectation of recovery. When a financial asset is deemed to be uncollectable, the company concludes this to be an indicator that there is no reasonable expectation of recovery. The company still seeks to recover amounts it is legally owed in full, but which have been wholly or partially written off due to no reasonable expectation of full recovery.

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019**2. ACCOUNTING POLICIES (continued)****g. Financial assets and financial liabilities (continued)****iv) Offsetting financial assets and financial liabilities**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet where there is:

- i) currently a legally enforceable right to set off the recognised amounts; and
- ii) intent to settle on a net basis or to realise the asset and settle the liability simultaneously.

Where these conditions are not met, other financial assets and financial liabilities are presented on a gross basis on the balance sheet.

h. Current and deferred tax

The tax expense comprises current and deferred tax. Tax is recognised in the profit and loss account.

Current tax is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income.

Deferred tax is recognised in respect of all temporary differences that have originated, but not reversed at the balance sheet date, where transactions or events have occurred at that date that will result in an obligation to pay more tax in the future or a right to pay less tax in the future with the following exceptions:

- (i) Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which future reversal of the underlying temporary differences can be deducted.
- (ii) Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which temporary differences are expected to reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

i. Share capital

Ordinary share capital is classified as equity.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts recognised in these financial statements. The nature of estimation means that actual outcomes could differ from those estimates. The following estimates have had the most significant effect on amounts recognised in the financial statements:

Allowance for impairment

The allowance for impairment of financial assets held at amortised cost (see note 11) is determined by an expected credit loss (ECL) model internally developed to meet the impairment requirements of IFRS 9. The measurement of ECL for financial assets classified at amortised cost requires the use of a complex model and significant assumptions about future economic conditions and credit behaviour. Significant judgements are also required in applying the accounting requirements for measuring ECL including determining criteria for significant increases in credit risk and establishing the number and weighting of forward looking scenarios.

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019**4. NET REVENUES**

	Year ended 31 December 2019	Year ended 31 December 2018
	US\$	US\$
Net revenues from debt and loan investments	4,940,846	158,660
Net revenues from equity investments (see note 11)	3,446	(730)
	4,944,292	157,930

5. ADMINISTRATIVE EXPENSES

	Year ended 31 December 2019	Year ended 31 December 2018
	US\$	US\$
Legal and professional fees	1,814,907	127,986
Management fees charged by group undertakings	656,525	318,167
Foreign exchange losses	57,589	7,788
Auditors' remuneration - audit services	19,027	10,307
	2,548,048	464,247

Legal and professional fees include expenses incurred on investments acquired during the year.

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	Year ended 31 December 2019	Year ended 31 December 2018
	US\$	US\$
Interest on loan due to group undertaking (see note 14)	138,229	10,615

7. STAFF COSTS

As in the prior year, the company has no employees. All persons involved in the company's operations are employed by group undertakings. The charges made by these group undertakings for all services provided to the company are included in management fees charged by group undertakings (see note 5).

8. DIRECTORS' EMOLUMENTS

The directors did not receive any remuneration from the company in the current or prior years and no contributions were made by the company under defined benefit or defined contribution pension schemes. The directors are employed by other group undertakings and their remuneration is borne by those companies and not re-charged. The directors do not consider that more than an incidental amount of their remuneration relates to the qualifying services provided to the company.

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

9. TAX ON LOSS

	Year ended 31 December 2019 US\$	Year ended 31 December 2018 US\$
Current tax:		
UK corporation tax	(145,304)	263,407
Adjustments in respect of prior periods	8,063	176,206
Total current tax	(137,241)	439,613

The company has surrendered its losses for the current year under group relief arrangements.

The table below presents a reconciliation between tax on loss and the amount calculated by applying the weighted average rate of U.K. corporation tax applicable to the company for the year of 19.00% (2018: 19.00%) to the loss before taxation.

	Year ended 31 December 2019 US\$	Year ended 31 December 2018 US\$
Loss before taxation	(277,411)	(316,933)
Loss multiplied by the weighted average rate in the U.K. 19.00% (2018: 19.00%)	(52,707)	(60,217)
Permanent differences in relation to investments	(986,278)	241,980
Tax losses surrendered to group undertakings for nil consideration	185,227	-
Hybrid disallowance	538,667	88,207
Expenses disallowed for tax	174,964	-
Exchange differences and other	(5,177)	(6,563)
Adjustments in respect of prior periods	8,063	176,206
Total tax on loss	(137,241)	439,613

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

10. FIXED ASSET INVESTMENTS

Fixed asset investments, which are unlisted and stated at cost less provision for any impairment, comprise investments in subsidiary undertakings.

	Total US\$
At 1 January 2019	-
Additions	29,850
At 31 December 2019	29,850

The subsidiaries, over which the company exercises control via ordinary shares held directly by the company at the year end are:

Name of company	Nature of business	Proportion of nominal value held	Class of shares held
Solar Investco S.a.r.l	Investment company	100%	Ordinary shares
Solar Holdco S.a.r.l	Investment company	99%	Ordinary shares

The registered office address of both the subsidiary undertakings is 2, rue du Fossé, L-1536 Luxembourg.

Subsequent to the year end, both subsidiary undertakings were transferred to group undertakings for nil gain/loss.

11. CURRENT ASSET INVESTMENTS

	31 December 2019 US\$	31 December 2018 US\$
Debt investments at fair value	22,871,165	16,536,213
Loan investments at amortised cost	67,926,053	-
	90,797,218	16,536,213

The company continued to grow its investments in the current year.

Loan investments at amortised cost include an allowance for impairment of US\$2.5 million as of 31 December 2019 (31 December 2018: US\$nil).

During 2019, the company sold its equity investment which had been carried at a fair value of US\$nil as of 31 December 2018 (see note 4).

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 December 2019 US\$	31 December 2018 US\$
Amounts due from group undertakings	4,014,746	17,678
Other debtors	26,659	-
	4,041,405	17,678

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13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 December 2019	31 December 2018
	US\$	US\$
Unsettled trades with third parties	13,982,051	-
Guarantee measured at fair value (see note 16)	4,066,331	-
Amounts due to group undertakings	1,653,842	58,972
Accruals	1,316,053	-
Group relief payable	35,551	132,107
	21,053,828	191,079

Unsettled trades with third parties represent outstanding payments to third parties for purchase of debt investments. These have been settled subsequent to the balance sheet date.

14. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31 December 2019	31 December 2018
	US\$	US\$
Long-term loan due to group undertaking	49,741,096	-
Accrued interest due to group undertakings	4,165,762	-
	53,906,858	-

Long-term loan due to group undertakings in the current year represents loans advanced by The Goldman Sachs Group, Inc under the terms of an existing loan agreement dated 29 December 2016. The loan is unsecured and carries interest at a variable margin over the EUR and GBP overnight interest rate. The loan is repayable on 29 December 2065.

15. CALLED UP SHARE CAPITAL

At 31 December 2019 and 31 December 2018 called up share capital comprised:

	31 December 2019		31 December 2018	
	Number	US\$	Number	US\$
Allotted, called up and fully paid				
Ordinary shares of US\$0.00001 each	100,000,000	1,000	100,000,000	1,000
Ordinary shares of US\$1 each	1,000,000	1,000,000	1,000,000	1,000,000
		1,001,000		1,001,000

16. FINANCIAL COMMITMENTS AND CONTINGENCIES

The table below presents the company's commitments and contingencies.

	31 December 2019	31 December 2018
	US\$	US\$
Undrawn loan commitments to third party	33,162,500	-
Guarantee to third party (see note 13)	26,234,393	-
	59,396,893	-

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

17. FINANCIAL RISK MANAGEMENT AND CAPITAL MANAGEMENT

The company monitors its capital on an ongoing basis. The company's objective is to be prudently capitalised in terms of the amount and composition of its equity base compared to the company's risk exposures. The appropriate level and composition of equity capital is determined by considering multiple factors including the business environment, conditions in the financial markets and assessments of potential future losses due to adverse changes in market environments.

The company is not subject to any externally imposed capital requirements.

The directors consider that the most important components of the company's financial risk are market risk, credit risk and liquidity risk. The company, as part of a global group, adheres to global risk management policies and procedures.

a. Market risk

Market risk is the risk of loss in value of certain investments, due to changes in market conditions. Risks are monitored and controlled through strong firmwide oversight and independent control and support functions across the company's business. Relevant market risks for the company are interest rate risk and currency risk.

Interest rate risk results from exposures to changes in level, slope and curvature of yield curves, volatilities of interest rates and credit spreads.

If interest rates had been 0.5 percent higher/lower and all other variables were held constant, the company's loss before taxation for the year ended 31 December 2019 would not have been materially affected (31 December 2018: immaterial). This has been determined by assuming that the company's exposure to interest rate risk at balance sheet date was consistent for the whole year.

Currency risk results from exposures to changes in spot prices, forward prices and volatilities of currency rates.

The company's functional currency is the U.S. dollar. At 31 December 2019, the company had no material net exposures to other currencies (31 December 2018: none).

The company manages its interest rate and currency risks as part of GS Group's risk management policy, by establishing economic hedges as appropriate to the circumstances of the company.

b. Credit risk

Credit risk represents the potential for loss due to the default or deterioration in the credit quality of a counterparty. Credit risk is managed by reviewing the credit quality of the counterparties and reviewing, if applicable, the underlying collateral against which the financial assets are secured. The company's maximum exposure to credit risk is equivalent to the carrying value of its financial assets as at 31 December 2019 and 31 December 2018. The company's credit exposures are described further below:

Cash at bank and in hand. Cash at bank and in hand include both interest-bearing and non-interest-bearing deposits. To mitigate the risk of credit loss, the company places substantially all of its deposits with highly-rated banks.

Debtors. The company is exposed to credit risk from its amounts due from group undertakings, for which the credit risk is considered minimal. As at 31 December 2019, the company had no debtors past due (31 December 2018: Nil).

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

17. FINANCIAL RISK MANAGEMENT AND CAPITAL MANAGEMENT (continued)

b. Credit risk (continued)

Maximum exposure to credit risk – Financial instruments subject to impairment

The following table contains an analysis of the credit risk exposure of the company's loan investments at amortised cost. The gross carrying amount of financial assets below also represents the company's maximum exposure to credit risk on these assets.

	31 December 2019	
	Stage 1 US\$	Total US\$
Credit ratings		
Investment grade	22,935,619	22,935,619
Non-Investment grade	47,525,860	47,525,860
Gross carrying value	70,461,479	70,461,479
Allowance for impairment	(2,535,426)	(2,535,426)
Carrying value	67,926,053	67,926,053

Gross carrying value. The following table further explains changes in the gross carrying amount of the investments.

	Investments	
	Stage 1 US\$	Total US\$
As at 1 January 2019	-	-
New financial assets originated or purchased	70,461,479	70,461,479
As at 31 December 2019	70,461,479	70,461,479

Allowance for impairment. The allowance for impairment recorded in the period is impacted by a variety of factors including new financial instruments recognised during the period, changes in modelling assumptions such as PDs, LGDs and EADs and foreign exchange revaluations. Given the complex nature of the forecasting process, no single factor can be viewed in isolation and independently of other inputs. The company did not hold any financial instruments subject to impairment as at 31 December 2018.

The following table explains the changes in the allowance for impairment between the beginning and the end of the annual period due to these factors:

	Investments	
	Stage 1 12m ECL US\$	Total US\$
As at 1 January 2019	-	-
New financial assets originated or purchased	2,535,426	2,535,426
As at 31 December 2019	2,535,426	2,535,426

c. Liquidity risk

Liquidity risk is the risk that the company does not have sufficient cash or collateral to make payments to its counterparties or customers as they fall due. The company manages its liquidity risk in accordance with GS Group's comprehensive and conservative set of liquidity and funding policies to address both company specific and broader industry or market liquidity events.

ELQ INVESTORS IV LTD

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

18. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

a. Financial assets and financial liabilities by category

The table below presents the carrying value of the company's financial assets and financial liabilities by category.

31 December 2019			
	Mandatorily at fair value	Amortised cost	Total
	US\$	US\$	US\$
Financial assets			
Investments	22,871,165	67,926,053	90,797,218
Debtors: Amounts falling due within one year	-	4,041,405	4,041,405
Cash at bank and in hand	-	398,674	398,674
	22,871,165	72,366,132	95,237,297

	Designated at fair value	Amortised cost	Total
	US\$	US\$	US\$
Financial liabilities			
Creditors: Amounts falling due within one year	(4,066,331)	(16,987,497)	(21,053,828)
Creditors: Amounts falling due after more than one year	-	(53,906,858)	(53,906,858)
	(4,066,331)	(70,894,355)	(74,960,686)

31 December 2018			
	Mandatorily at fair value	Amortised cost	Total
	US\$	US\$	US\$
Financial assets			
Investments	16,536,213	-	16,536,213
Debtors: Amounts falling due within one year	-	17,678	17,678
Cash at bank and in hand	-	4,083,819	4,083,819
	16,536,213	4,101,497	20,637,710

	Designated at fair value	Amortised cost	Total
	US\$	US\$	US\$
Financial liabilities			
Creditors: Amounts falling due within one year	-	(191,079)	(191,079)
	-	(191,079)	(191,079)

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019**18. FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)****b. Fair value hierarchy**

FRS 101 has a three level fair value hierarchy for disclosure of fair value measurements. The fair value hierarchy prioritises inputs to the valuation techniques used to measure fair value, giving the highest priority to level 1 inputs and lowest priority to level 3 inputs. A financial instrument's level in the fair value hierarchy is based on the lowest level of any input that is significant to its fair value measurement.

The fair value hierarchy is as follows:

- Level 1 - Inputs are unadjusted quoted prices in active markets to which GS group has access at the measurement date for identical, unrestricted assets or liabilities.
- Level 2 - Inputs to valuation techniques are observable, either directly or indirectly.
- Level 3 - One or more inputs to valuation techniques are significant and unobservable.

The fair values for substantially all of the company's financial assets and financial liabilities are based on observable prices and inputs and are classified in levels 1 and 2 of the fair value hierarchy. Certain level 2 and level 3 financial assets and financial liabilities may require appropriate valuation adjustments that a market participant would require to arrive at fair value for factors such as counterparty and the company's and GS Group's credit quality, funding risk, transfer restrictions, liquidity and bid/offer spreads. Valuation adjustments are generally based on market evidence.

c. Valuation techniques and significant inputs**Debt investments**

Valuation techniques and significant inputs for each level of the fair value hierarchy include:

- Level 1 financial instruments are valued using quoted prices for identical unrestricted instruments in active markets. The company defines active markets for financial instruments based on both average daily trading volume and number of days with trading activity.
- Level 2 financial instruments can be verified to quoted prices, recent trading activity for identical or similar instruments, broker or dealer quotations or alternative pricing sources with reasonable levels of price transparency. Consideration is given to the nature of the quotations (e.g. indicative or firm) and the relationship of recent market activity to the prices provided from alternative pricing sources.

Valuation adjustments are typically made to level 2 financial instruments (i) if the financial instrument is subject to transfer restrictions and/or (ii) for other premiums and liquidity discounts that a market participant would require to arrive at fair value. Valuation adjustments are generally based on market evidence.

- Level 3 financial instruments have one or more significant valuation inputs that are not observable. Absent evidence to the contrary, level 3 financial instruments are initially valued at transaction price, which is considered to be the best initial estimate of fair value. Subsequently, the company uses other methodologies to determine fair value, which vary based on the type of instrument. Valuation inputs and assumptions are changed when corroborated by substantive observable evidence, including values realised on sales of financial assets.

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

18. FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

d. Fair value of financial assets and financial liabilities by level

The tables below present, by level within the fair value hierarchy, financial assets and financial liabilities measured at fair value on a recurring basis.

As of 31 December 2019				
	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value				
Debt investments	-	22,871,136	29	22,871,165
	-	22,871,136	29	22,871,165
Financial liabilities at fair value				
Creditors: Amounts falling due within one year (see note 13)	-	(4,066,331)	-	(4,066,331)
	-	(4,066,331)	-	(4,066,331)

As of 31 December 2018				
	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value				
Debt investments	-	-	16,536,213	16,536,213

During 2019 and 2018, there were no transfers between level 1 and level 2 financial assets measured at fair value on a recurring basis.

e. Significant unobservable inputs used in Level 3 fair value measurement

As of 31 December 2019, the company's level 3 financial assets and financial liabilities were not material (31 December 2018: US\$16.6 million). The table below presents the significant unobservable inputs used to value the level 3 financial assets as of 31 December 2018, and the related weighted averages.

Level 3 financial assets measured at fair value through the profit and loss	Valuation techniques and significant unobservable inputs	Significant unobservable inputs (where a range, weighted average)
		As of 31 December 2018
Debt investments (US\$16.6 million of net level 3 assets as of 31 December 2018)	Market comparable: • Earnings multiple	4.9x

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

18. FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

f. Level 3 rollforward

The tables below present the changes in fair value for all level 3 financial assets and financial liabilities. Gains and losses arising on level 3 assets are recognised within trading profit in the profit and loss account.

	Year ended 31 December 2019 US\$	Year ended 31 December 2018 US\$
Level 3 financial assets at fair value		
Balance, beginning of year	16,536,213	16,380,370
Gains	-	155,843
Settlements	(16,536,184)	-
Balance, end of year	29	16,536,213

g. Fair value of financial assets and financial liabilities valued using techniques that incorporate unobservable inputs

As of 31 December 2019, the company did not hold any material level 3 financial assets and financial liabilities. Accordingly the amounts determined at initial recognition using valuation techniques, and the potential impact of using reasonable possible alternative assumptions have not been disclosed.

As in 2018, the fair value of financial assets and financial liabilities may be determined in whole or part using a valuation technique based on assumptions that are not supported by prices from observable market transactions in the same instrument or based on available observable market data and changing these assumptions will change the resultant estimate of fair value.

The potential impact of using reasonable possible alternative assumptions for the valuation, including significant unobservable inputs, has been quantified as of 31 December 2018, as approximately US\$2.0 million for favourable changes and US\$3.0 million for unfavourable changes.

h. Fair value of financial assets and financial liabilities not measured at fair value

The company has US\$72.4 million (31 December 2018: US\$4.1 million) of current financial assets and US\$17.0 million (31 December 2018: US\$0.2 million) of current financial liabilities that are not measured at fair value. The loan investments of US\$67.9 million (31 December 2018: US\$nil) carried at amortised cost, have a fair value of US\$70.4 million (31 December 2018: US\$nil). The remaining current financial assets and financial liabilities are short-term in nature and hence their carrying amounts in the balance sheet are a reasonable approximation of fair value.

The company has US\$53.9 million (31 December 2018: US\$nil) of financial liabilities due after more than one year that are not measured at fair value and predominantly relate to long-term intercompany borrowings. The interest rate associated with such borrowings is variable in nature and approximates prevailing market interest rates for instruments with similar terms and characteristics. As such, the carrying amount in the balance sheet is a reasonable approximation of fair value.

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2019

18. FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

i. Maturity of financial liabilities

The tables below present the undiscounted cash flows of the company's financial liabilities by contractual maturity including interest that will accrue.

	31 December 2019		
	Less than 3 months	5+ years	Total
	US\$	US\$	US\$
Financial liabilities			
Creditors: amounts falling due within one year	21,053,828	-	21,053,828
Creditors: amounts falling due after one year	-	129,389,747	129,389,747
	21,053,828	129,389,747	150,443,575

	Less than 3 months	5+ years	Total
	US\$	US\$	US\$
Financial liabilities			
Creditors: amounts falling due within one year	191,079	-	191,079
	191,079	-	191,079

19. POST BALANCE SHEET EVENTS

Since the balance sheet date there has been a global outbreak of a coronavirus disease (COVID-19) which has caused widespread disruption to financial markets and normal patterns of business activity across the world. At the date of signing the company had not incurred any material financial impact associated to COVID-19. However, in view of its evolving nature it is not currently possible to estimate any potential future financial effect of COVID-19 on the company.

Subsequent to the year end, the company issued 34,000,000 ordinary shares of US\$1 each to its shareholder ELQ Holdings (UK) Ltd for a consideration of US\$34 million.