


Registration number: 10194528

# Arm Asia Investment G.P. Limited

Annual Report and Financial Statements

for the Year Ended 31 March 2020

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**Arm Asia Investment G.P. Limited**

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## **Arm Asia Investment G.P. Limited**

### **Directors' Report for the Year Ended 31 March 2020**

The directors present their annual report and the audited financial statements financial statements for the year ended 31 March 2020.

The directors have taken the small companies exemption contained in S414B of the Companies Act 2006 from the requirement to prepare a Strategic Report.

#### **Directors of the Company**

The directors who held office during the year and up to the date of signing the financial statements, unless otherwise stated, were as follows:

G Budd

A Smith (resigned 9 September 2019)

E Crosier (appointed 18 September 2019 and resigned 26 February 2020)

The following director was appointed after the year end:

A Rajah (appointed 12 May 2020)

#### **Principal activity**

The principal activity of the Company is to act as an investment-holding company for the Arm Limited group (the "Arm Group"), investing in ventures of strategic relevance for the Arm Group. No changes to the Company's principal activity are currently envisaged.

#### **Financial instruments**

The financial risk management objectives and policies of the Arm Group are detailed in the Annual Report for Arm Limited, which does not form part of this report.

The Arm Group's guidelines on managing currency risk, interest rate risk, securities price risk, credit risk and liquidity risk are also detailed in the Annual Report for Arm Limited, which does not form part of this report. Copies of Arm Limited's financial statements can be obtained from 110 Fulbourn Road, Cambridge, CB1 9NJ, United Kingdom.

#### **Dividends**

The directors do not recommend the payment of a dividend in respect of the year ended 31 March 2020 (2019: £nil).

## **Arm Asia Investment G.P. Limited**

### **Directors' Report for the Year Ended 31 March 2020 (continued)**

#### **Going concern**

After reviewing the Company's forecasts and projections, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The directors have received confirmation that Arm Limited commits to support the Company for at least one year after these financial statements are signed. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

It is expected that the proposed acquisition of the Arm Group by NVIDIA Corporation will consummate more than 12 months after the date of signing of these financial statements. Consequently, management does not presently expect the said intended transaction to have any material implication on the Company's going concern assessment as at the date of signing these financial statements.

#### **Directors' indemnity**

The Company maintains liability insurance for its directors and officers. Following shareholder approval the Company has also provided an indemnity for its directors and the company secretary, which is a qualifying third party indemnity provision for the purpose of the Companies Act 2006. The third party indemnity provision was in force throughout the financial period and also up to the date of approval of the financial statements.

#### **Statement of Directors' Responsibilities**

The directors are responsible for preparing the Annual 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 the directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ('FRS 102'). 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS102 has 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 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 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.

**Arm Asia Investment G.P. Limited**

**Directors' Report for the Year Ended 31 March 2020 (continued)**

**Auditor**


Each of the persons who is a director at the date of approval of this report confirms that:

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board of Directors on .....29 March 2021..... and signed on its behalf by:

DocuSigned by:  
  
C278F28F43C342E .....

A Rajah  
Director

## **Arm Asia Investment G.P. Limited**

### **Independent Auditor's Report to the Members of Arm Asia Investment G.P. Limited**

#### **Report on the audit of the financial statements**

##### **Opinion**

In our opinion the financial statements of Arm Asia Investment G.P. Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 15.

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).

##### **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 Financial Reporting Council's (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.

## **Arm Asia Investment G.P. Limited**

### **Independent Auditor's Report to the Members of Arm Asia Investment G.P. Limited (continued)**

#### **Conclusions relating to going concern**

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

#### **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 respect of these matters.

#### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, 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.

## **Arm Asia Investment G.P. Limited**

### **Independent Auditor's Report to the Members of Arm Asia Investment G.P. Limited (continued)**

#### **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 FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

#### **Report on other legal and regulatory requirements**

##### **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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

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 any material misstatements in the directors' report.

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

Under the Companies Act 2006 we are required to report in respect of the following matters 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; or
- the directors were not entitled to take advantage of the Small Companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

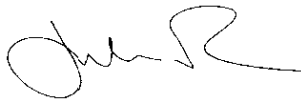


**Arm Asia Investment G.P. Limited**

**Independent Auditor's Report to the Members of Arm Asia Investment G.P. Limited  
(continued)**

**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.



.....  
Julian Rae (Senior Statutory Auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
Reading, United Kingdom

30 March 2021  
.....

**Arm Asia Investment G.P. Limited****Profit and Loss Account for the Year Ended 31 March 2020**

	<b>Note</b>	<b>2020 £</b>	<b>2019 £</b>
Foreign exchange losses	5	<u>(1,798)</u>	<u>(2,902)</u>
Loss before tax	4	(1,798)	(2,902)
Tax on loss	8	<u>-</u>	<u>-</u>
Loss for the financial year		<u><u>(1,798)</u></u>	<u><u>(2,902)</u></u>

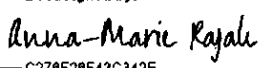
The above results were derived from continuing operations. There were no other comprehensive income or expenses other than as shown in the profit and loss account above. Accordingly, no statement of comprehensive income has been presented.

The notes on pages 11 to 16 form an integral part of these financial statements.

**Arm Asia Investment G.P. Limited****(Registration number: 10194528)****Balance Sheet as at 31 March 2020**

	Note	2020 £	2019 £
<b>Fixed assets</b>			
Investments	9	<u>39,058</u>	<u>39,058</u>
		<u>39,058</u>	<u>39,058</u>
<b>Current assets</b>			
Trade and other debtors	10	<u>1</u>	<u>1</u>
		1	1
<b>Current liabilities</b>			
Creditors: Amounts falling due within one year	11	<u>(40,280)</u>	<u>(38,482)</u>
<b>Net current liabilities</b>		<u>(40,279)</u>	<u>(38,481)</u>
Total assets less current liabilities		<u>(1,221)</u>	<u>577</u>
<b>Net (liabilities)/assets</b>		<u>(1,221)</u>	<u>577</u>
<b>Capital and reserves</b>			
Called up share capital	12	1	1
Profit and loss account	12	<u>(1,222)</u>	<u>576</u>
Total shareholders' (deficit)/funds		<u>(1,221)</u>	<u>577</u>

The financial statements on pages 8 to 16 were approved by the board of Directors on .....29 March 2021..... and signed on its behalf by:

DocuSigned by:  
  
 C278F28F43C342E

A Rajah  
 Director

The notes on pages 11 to 16 form an integral part of these financial statements.

**Arm Asia Investment G.P. Limited**

**Statement of Changes in Equity for the Year Ended 31 March 2020**

	<b>Called up share capital £</b>	<b>Profit and loss account £</b>	<b>Total shareholders' (deficit)/funds £</b>
At 1 April 2018	<u>1</u>	<u>3,478</u>	<u>3,479</u>
Loss for the year	<u>-</u>	<u>(2,902)</u>	<u>(2,902)</u>
Total comprehensive expense	<u>-</u>	<u>(2,902)</u>	<u>(2,902)</u>
At 31 March 2019	<u>1</u>	<u>576</u>	<u>577</u>
At 1 April 2019	<u>1</u>	<u>576</u>	<u>577</u>
Loss for the year	<u>-</u>	<u>(1,798)</u>	<u>(1,798)</u>
Total comprehensive expense	<u>-</u>	<u>(1,798)</u>	<u>(1,798)</u>
At 31 March 2020	<u>1</u>	<u>(1,222)</u>	<u>(1,221)</u>

The notes on pages 11 to 16 form an integral part of these financial statements.

## **Arm Asia Investment G.P. Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2020**

#### **1 General information**

The Company is a private company limited by share capital incorporated and registered in England and Wales. The registered office of the Company is 110 Fulbourn Road, Cambridge, CB1 9NJ.

#### **2 Accounting policies**

##### **Summary of significant accounting policies and key accounting estimates**

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 periods presented, unless otherwise stated.

##### **Statement of compliance**

The individual financial statements of Arm Asia Investment G.P. Limited have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102, and the Companies Act 2006.

##### **Basis of preparation**

The financial statements are prepared in accordance with the historical cost convention, with the exception of investments that are held at fair value, and have been prepared on the going concern basis.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

##### **Summary of disclosure exemptions**

FRS 102 allows a qualifying entity certain disclosure exemptions. The Company has utilised the following exemptions:

(i) the requirement to prepare a statement of cash flows under section 7 of FRS 102 and para 3.17(d); the Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, SoftBank Group Corp., includes the Company's cash flows in its own consolidated financial statements.

(ii) the Company has taken advantage of the exemptions contained within the FRS 102 paragraph 33.1A, not to disclose transactions with wholly owned Group undertakings.

The Company has notified its shareholders in writing about, and they do not object to, the use of the disclosure exemptions used by the Company in these financial statements.

## **Arm Asia Investment G.P. Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2020 (continued)**

#### **2 Accounting policies (continued)**

##### **Going concern**

After reviewing the Company's forecasts and projections, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The directors have received confirmation that Arm Limited commits to support the Company for at least one year after these financial statements are signed. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

It is expected that the proposed acquisition of the Arm Group by NVIDIA Corporation will consummate more than 12 months after the date of signing of these financial statements. Consequently, management does not presently expect the said intended transaction to have any material implication on the Company's going concern assessment as at the date of signing these financial statements.

##### **Foreign currency transactions and balances**

Transactions denominated in foreign currencies have been translated into sterling at actual rates of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies have been translated at rates ruling at the balance sheet date. Exchange differences have been included in the loss for the financial year.

For the year ended 31 March 2020 the Company's functional and presentation currency is the pound sterling.

##### **Investments**

Equity investments that are not publicly traded are initially recorded at fair value plus transaction costs. Given that the market for these assets is not active, the Company establishes fair value by using valuation techniques. The estimated fair value of these investments approximates to cost less any accumulated impairment losses.

##### **Financial instruments**

The Company does not have any financial instruments, other than unpaid share capital and intercompany creditors. Due to the short-term nature of these balances, the Company considers the fair value of these items to equal the carrying value. Intercompany creditors are measured at amortised cost.

#### **3 Critical accounting judgements and estimation uncertainty**

##### **Estimation uncertainty**

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. There are no areas involving critical estimates that are significant to these financial statements.

##### **Critical accounting judgements**

The preparation of financial statements also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no areas involving a significant degree of judgement that are significant to these financial statements.

**Arm Asia Investment G.P. Limited****Notes to the Financial Statements for the Year Ended 31 March 2020 (continued)****4 Loss before tax**

Fees amounting to £5,000 (2019: £3,500) have been attributed to the audit of the Company from the Group audit fee. All fees payable to the auditor are accounted for within, and paid by, Arm Limited, the parent company. No fee is recharged to the Company, and therefore this amount is not reflected in the Company's profit and loss account.

**5 Foreign exchange losses**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Foreign exchange losses	<u>1,798</u>	<u>2,902</u>

**6 Staff costs**

The Company had no employees throughout the year (2019: no employees).

**7 Directors' remuneration**

The directors did not receive any remuneration in respect of their duties as directors of the Company (2019: nil). All remuneration was paid by Arm Limited, the parent company.

**8 Taxation on loss**

Tax charged in the profit and loss account:

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Tax charge in the profit and loss account	<u>-</u>	<u>-</u>

The tax on loss for the year differs from the standard rate of corporation tax in the UK of 19% (2019: 19%)

The differences are reconciled below:

**Arm Asia Investment G.P. Limited****Notes to the Financial Statements for the Year Ended 31 March 2020 (continued)****8 Taxation on loss (continued)**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Loss before tax	<u>(1,798)</u>	<u>(2,902)</u>
Corporation tax at standard rate	(342)	(552)
Utilisation of losses through Group relief	<u>342</u>	<u>552</u>
Total tax charge	<u>-</u>	<u>-</u>

On 3 March 2021 the UK government announced an intention to increase the UK corporation tax rate to 25% with effect from 1 April 2023.

**9 Investments**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Fixed asset investments	<u>39,058</u>	<u>39,058</u>
		<b>£</b>
<b>Cost</b>		
At 1 April 2019 and at 31 March 2020		<u>39,058</u>
<b>Carrying amount</b>		
At 31 March 2020		<u>39,058</u>
At 31 March 2019		<u>39,058</u>



## Arm Asia Investment G.P. Limited

### Notes to the Financial Statements for the Year Ended 31 March 2020 (continued)

#### 9 Investments (continued)

The Company had the following fixed asset investment at 31 March 2020:

Name of investment	Address of the registered office	Nature of business	Proportion of ownership interest
Hopu-Arm Innovation Fund GP Limited	Cayman Corporate Centre, 27 Hospital Road, George Town, Grand Cayman KY-9008, Cayman Islands	Investment management	10%

#### 10 Trade and other debtors

	2020 £	2019 £
Called up share capital not paid	<u>1</u>	<u>1</u>

#### 11 Creditors: Amounts falling due within one year

	2020 £	2019 £
Amounts owed to parent undertaking	<u>40,280</u>	<u>38,482</u>

The amounts owed to the parent undertaking are interest-free and are repayable on demand.

#### 12 Share capital

##### Allotted, called up and unpaid shares

	2020	2019
	No.                      £	No.                      £
Ordinary share of £1	<u>1</u> <u>1</u>	<u>1</u> <u>1</u>

On incorporation 1 share was issued at par and remains unpaid as at 31 March 2020 .

##### Rights, preferences and restrictions

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

##### Reserves

The profit and loss reserve represents cumulative profits or losses.

## **Arm Asia Investment G.P. Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2020 (continued)**

#### **13 Non adjusting events after the financial period**

The functional currency of the Company changed from GBP to USD with effect from 1 April 2020. This change is implemented with prospective effect.

On 13 September 2020 NVIDIA Corporation signed a definitive agreement to acquire a controlling shareholding in Arm Limited, the immediate parent company, from SoftBank Group Corp.

#### **14 Related party transactions**

The Company has taken advantage of the exemptions contained within FRS 102 paragraph 33.1A not to disclose transactions with wholly owned Group undertakings.

#### **15 Parent and ultimate parent undertaking**

The Company's immediate parent undertaking is Arm Limited, a company registered in England and Wales. The Company's ultimate parent undertaking and controlling party is considered to be SoftBank Group Corp., a company registered in Japan.

SoftBank Group Corp. heads the largest group of undertakings, including Arm Asia Investment G.P. Limited, for which consolidated financial statements are prepared. The registered office of the ultimate parent is 1-9-1 Higashishimbashi, Minato-ku, Tokyo 105-7303, Japan. Copies of the ultimate parent's consolidated financial statements are available from this address.

Arm Limited heads the smallest group of undertakings for which consolidated financial statements are prepared. The registered office of the immediate parent is 110 Fulbourn Road, Cambridge, CB1 9NJ, United Kingdom. Copies of the immediate parent's financial statements are available from this address.