



## 3i GP 2019 Limited

Annual report and accounts for the year to 31 March 2022

Registered number: 11929444

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Contents

Directors' report..... 3

Statement of Directors' responsibilities ..... 5

Auditor's report..... 6

Statement of comprehensive income..... 10

Statement of changes in equity ..... 10

Statement of financial position ..... 11

Statement of cash flows ..... 12

Accounting policies ..... 13

Notes to financial statements ..... 15

## Directors' report

The Directors submit their report on 3i GP 2019 Limited (the "Company") with the financial statements for the year ended 31 March 2022.

## Background and general information

The Company was established on 5 April 2019 and is domiciled in England as a company under the Companies Act 2006. The registered office of the Company is 16 Palace Street London SW1E 5JD.

## Principal activity

The principal activity of the Company is to act as the General Partner of 3i PE 2019-22 A LP, 3i PE 2019-22 B LP and PE 2019-22 Co-invest LP (the "Limited Partnerships"). The Company is responsible for appointing the Manager of the Partnerships.

## Development

There have been no changes in the activity of the Company in the year and the Directors do not foresee any future changes.

## Results and dividends

Profit and total comprehensive income for the year after tax amounted to €668,617 (2021: €68,573).

No interim dividend was declared and paid during the year (2021: €nil). The Directors do not recommend a final dividend for the year (2021: €nil).

## Events after the balance sheet date

There were no material events subsequent to the balance sheet date.

## Directors

The following served as Directors throughout the year and to the date of this report except where otherwise indicated:

Ian Cooper  
Jasi Halai  
Jonathan C Murphy  
Kevin Dunn  
Clare Calderwood

## Directors' report (continued)

### Going concern

The Directors have acknowledged their responsibilities in relation to the financial statements for the year to 31 March 2022. After making the assessment on going concern for a period of at least 12 months from the date approval of the financial statements, the Directors considered it appropriate to prepare the financial statements of the Company on a going concern basis, having considered the impact of the recent geo-political uncertainties on its current operations and future outlook. The Company has no direct exposure to Russia or Ukraine therefore this has no significant impact on the Going Concern assessment of the Company.

### Exemption from presenting a Strategic Report

The Directors have taken the exemption available under Section 414B of the Companies Act in not presenting a Strategic Report.

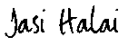
### Disclosure of information to the auditor

Pursuant to section 418(2) of the Companies Act 2006, each of the Directors confirms that: (a) so far as they are aware, there is no relevant audit information of which the auditor is unaware; and (b) they have taken all steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of such information.

### Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By Order of the Board

DocuSigned by:  
  
0EA157743D8F41A

Jasi Halai  
Director

Registered Office:  
16 Palace Street  
London  
SW1E 5JD  
Date: 20 July 2022

## 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 year. Under that law they have elected to prepare the financial statements in accordance with UK-adopted international accounting standards and applicable law.

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 estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with UK-adopted international accounting standards;
- 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 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.*

## Auditor's report

### Independent auditor's report to the members of 3i GP 2019 Limited

#### Opinion

We have audited the financial statements of 3i GP 2019 Limited ("the Company") for the year ended 31 March 2022 which comprise the Statement of comprehensive income, the Statement of changes in equity, the Statement of financial position, the Statement of cash flows, and related notes, including the significant accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard.

We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

#### Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period.

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 above conclusions are not a guarantee that the Company will continue in operation.

## Auditor's report (continued)

### Fraud and breaches of laws and regulations – ability to detect

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of the Directors, the 3i Group plc Audit and Compliance Committee, and 3i Group plc internal audit and inspection of policy documentation as to the Company's high-level policies and procedures, as applicable to the Company, to prevent and detect fraud, as well as whether they have knowledge of any actual, suspected or alleged fraud;
- reading Board minutes.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account our overall knowledge of the control environment, we performed procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the calculation of revenue is non-judgmental and straightforward, with limited opportunity for manipulation.

We did not identify any additional fraud risks.

We performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included all post year end and closing journals.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the Directors and other management (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence and discussed with the Directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: anti-bribery, data protection, anti-money laundering and certain aspects of Company legislation recognising the nature of the Company's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

## **Auditor's report (continued)**

### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

### **Directors' report**

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006, we are required 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.



## Auditor's report (continued)

### Directors' responsibilities

As explained more fully in their statement set out on page 5, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.


### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>.

### The purpose of our audit work and to whom we owe our responsibilities

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.

DocuSigned by:  
  
9946049634BE4AA

**Benjamin Pott (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL

20 July 2022

## Statement of comprehensive income

for the year to 31 March 2022

	Notes	2022 €	2021 €
Revenue	1	13,372,349	1,365,339
Gross profit		13,372,349	1,365,339
Operating expenses	2	(12,703,732)	(1,297,072)
<b>Profit before tax</b>		668,617	68,267
Income taxes	4	-	306
<b>Profit for the year</b>		668,617	68,573
<b>Profit and total comprehensive income for the year</b>		668,617	68,573

All items in the above statement are derived from continuing operations.

## Statement of changes in equity

for the year to 31 March 2022

	Notes	Issued capital €	Retained earnings €	Total equity €
Balance at 1 April 2020	5	1	(213)	(212)
Total comprehensive income for the year		-	68,573	68,573
<b>Total equity at 31 March 2021</b>		1	68,360	68,361
Balance at 1 April 2021		1	68,360	68,361
Total comprehensive income for the year		-	668,617	668,617
<b>Total equity at 31 March 2022</b>		1	736,977	736,978

The accounting policies on pages 13 to 14 and the notes on pages 15 to 19 form an integral part of these financial statements.

## Statement of financial position

as at 31 March 2022

	Notes	2022 €	2021 €
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents		736,978	68,361
<b>Total current assets</b>		<b>736,978</b>	<b>68,361</b>
<b>Total assets</b>		<b>736,978</b>	<b>68,361</b>
<b>Equity</b>			
Issued capital	5	1	1
Retained earnings		736,977	68,360
<b>Total equity</b>		<b>736,978</b>	<b>68,361</b>

The accounting policies on pages 13 to 14 and the notes on pages 15 to 19 form an integral part of these financial statements.

The financial statements have been approved and authorised for issue by the Board of Directors.

DocuSigned by:  
  
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Jasi Halai  
 Director

Date: 20 July 2022

## Statement of cash flows

for the year to 31 March 2022

	Notes	2022 €	2021 €
<b>Cash flow from operating activities</b>			
Revenue received	1	13,372,349	1,365,339
Operating expenses paid	2	(12,703,732)	(1,297,072)
<b>Net cash flow from operating activities</b>		<b>668,617</b>	<b>68,267</b>
<b>Net cash flow</b>			
Opening cash and cash equivalents		68,361	94
<b>Closing cash and cash equivalents</b>		<b>736,978</b>	<b>68,361</b>

The accounting policies on pages 13 to 14 and the notes on pages 15 to 19 form an integral part of these financial statements.

## Significant accounting policies

**A Statement of compliance** These financial statements have been prepared in accordance with UK-adopted international accounting standards.

### New standards and interpretations

The Company did not implement the requirements of any other standards or interpretations that were in issue; these were not required to be adopted by the Company for the year ended 31 March 2022. No other standards or interpretations have been issued that are expected to have a material impact on the Company's financial statements.

**B Basis of preparation** The principal accounting policies applied in the preparation of the Company accounts are disclosed below. These policies have been consistently applied and apply to all years presented.

The Directors have acknowledged their responsibilities in relation to the financial statements for the year to 31 March 2022. After making the assessment on going concern, the Directors considered it appropriate to prepare the financial statements of the Company on a going concern basis, having considered the impact of the recent geo-political uncertainties on its current operations and future outlook. The Company has no direct exposure to Russia or Ukraine therefore this has no significant impact on the Going Concern assessment of the Company.

The financial statements are presented in euros, the functional currency of the Company, being the currency in which it operates and generates revenue and incurs expenses.

**C Significant accounting estimates and judgements** The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The most significant techniques for estimation are described in the accounting policies below.

**D Revenue recognition** Revenue represents Priority Profit Share which is either variable or fixed consideration receivable from Limited Partnerships. The Company's principal activity under the Limited Partnership Agreements is the provision of General Partner services over time to the Limited Partnerships. Revenue is invoiced either quarterly or annually and is recognised in the amount that is invoiced under the output basis.

**E Operating expenses** Operating expenses are charged to the Statement of comprehensive income on an accruals basis.

**F Offsetting financial assets and liabilities** Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the assets and settle the liabilities simultaneously. As at 31 March 2022 and 31 March 2021, no financial assets and liabilities are offset in the Statement of financial position.

**G Cash and cash equivalents** Cash and cash equivalents in the Statement of financial position comprise cash at bank.

## Significant accounting policies (continued)

**H Income taxes** Income taxes represent the sum of the tax currently payable, and deferred tax. Tax is charged or credited in the Statement of comprehensive income, except where it relates to items charged or credited directly to equity, in which case the tax is also dealt with in equity.

*The tax currently payable is based on the taxable profit for the year. This may differ from the profit included in the Statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates and laws that have been enacted or substantially enacted by the Statement of financial position date.*

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit ('temporary differences'), and is accounted for using the Statement of financial position liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised using tax rates and laws that have been enacted or substantively enacted by the Statement of financial position date.

## Notes to financial statements

### 1 Revenue

	2022 €	2021 €
Priority profit share	13,372,349	1,365,339
	13,372,349	1,365,339

### 2 Operating expenses

	2022 €	2021 €
Management fees	12,703,732	1,297,072
	12,703,732	1,297,072

The auditor's remuneration for the year of €7,899 (2021: €7,465) was borne by 3i plc, a fellow subsidiary.

### 3 Directors' emoluments

The Directors of the Company are also Directors of fellow subsidiaries and receive remuneration from 3i plc. The table below shows the total emoluments received by the Directors from the fellow subsidiary.

	2022 €	2021 €
Salaries and benefits	1,589,829	1,441,072
Bonuses	1,757,209	765,914
Share based payments	1,168,580	930,028
	4,515,618	3,137,014

Emoluments, including share based payments, attributable to the highest paid Director were €2,139,588 (2021: €1,442,695).

The Directors do not receive any emoluments from the Company and do not believe it is practicable to apportion the above amounts to their services as Directors of the Company. The Directors' services to the Company do not occupy a significant amount of their time.

No Directors (2021: nil) of the Company accrued retirement benefits under the 3i Group Pension Plan, a defined benefit scheme.

The Company's contribution to pension schemes on behalf of Directors was €nil for the year to 31 March 2022 (2021: €nil).

## 4 Income taxes

	2022 €	2021 €
<b>Current tax</b>		
<b>Deferred income taxes</b>		
Adjustment for prior years	-	(306)
<b>Total income taxes in the Statement of comprehensive income</b>	-	(306)

### Reconciliation of total income taxes in the Statement of comprehensive income

The tax charge for the year is the same as the standard rate of corporation tax in the UK, currently 19% (2021: 19%), and the differences are explained below:

	2022 €	2021 €
Profit before tax	668,617	68,267
Profit before tax multiplied by rate of corporation tax in the UK of 19% (2021: 19%)	127,037	12,971
<b>Effects of:</b>		
Tax losses claimed as group relief for nil consideration	(127,037)	(12,971)
Adjustment for prior years	-	(306)
<b>Total income taxes in the Statement of comprehensive income</b>	-	(306)



## 4 Income taxes (continued)

### Deferred income taxes

	Statement of financial position 2022 €	Statement of comprehensive income 2022 €
<b>Deferred tax liability</b>		
Accrued priority profit share	-	-
<b>Deferred tax asset / (liability)</b>	-	-
<b>Deferred income tax charge / (credit) in the statement of comprehensive income</b>	-	-
	Statement of financial position 2021 €	Statement of comprehensive income 2021 €
<b>Deferred tax liability</b>		
Accrued priority profit share	-	(306)
<b>Deferred tax asset / (liability)</b>	-	-
<b>Deferred tax charge / (credit) in the statement of comprehensive income</b>	-	(306)

In the Finance Bill 2021, the Government announced from 1 April 2023 the corporation tax rate would increase from 19% to 25%. This new law was substantially enacted on 24 May 2021. This rate has been used to calculate the deferred tax assets and liabilities as at the year end, and will affect the future corporation tax liability of the Group.

## 5 Issued capital

	Authorised number of shares	Amount €
Allotted and called up ordinary shares of €1 each	1	1
At 31 March 2022 and 31 March 2021	1	1

## 6 Parent undertaking and controlling party

The Company's immediate parent undertaking is 3i Holdings plc.

The Company's ultimate parent undertaking and controlling party is 3i which is incorporated in the United Kingdom and registered in England and Wales. Copies of its group financial statements, which include the Company, are available from 16 Palace Street, London, SW1E 5JD.

## 7 Related parties

During the year the Company entered into transactions, in the ordinary course of business, with related parties. Those transactions with Directors of the Company are disclosed in note 3. There are no other key management personnel. Each of these categories of related parties and their impact on the financial statements is detailed below.

### Income from Limited Partnerships

The Limited Partnerships are related parties, being the entities for which the Company acts as General Partner. Total revenue from Limited Partnerships, including the amount of accrued fees receivable at the end of the year, is detailed below:

	2022		2021	
	Priority Profit Share €	Accrued at end of year €	Priority Profit Share €	Accrued at end of year €
3i PE 2019-22 A LP	12,713,631	-	1,164,191	-
3i PE 2019-22 B LP	656,730	-	199,154	-
PE 2019-22 Co-invest LP	1,988	-	1,994	-
	13,372,349	-	1,365,339	-

### Transactions with fellow subsidiaries

#### Management Fees

Total fees paid to 3i plc, which is appointed by the Company to manage certain Limited Partnerships, including the amount of accrued fees due at the end of the year, are detailed below:

	2022		2021	
	Management Fees in year €	Accrued at end of year €	Management Fees in year €	Accrued at end of year €
Management fees paid to 3i plc	12,703,732	-	1,297,072	-

## **8 Financial risk management**

The Company is a subsidiary of 3i. 3i sets objectives, policies and processes for managing and monitoring risk as set out in the Directors' report in the 3i annual report. This note provides further information on the specific risks faced by the Company.

### **Capital management**

The capital structure of the Company consists of equity. There is sufficient capital in the Company to cover liabilities and the Company is free to transfer capital to the parent company subject to maintaining sufficient reserves to meet statutory obligations. No significant constraints have been identified in the past.

### **Credit risk**

The Directors do not believe that there is significant credit risk as the Company had no receivables as at 31 March 2022.

### **Liquidity risk**

The Directors do not believe that there is significant liquidity risk as the Company had no trade and other payables as at 31 March 2022.

### **Market risk**

The Directors do not believe that there is significant market risk as the Company does not hold fixed or floating rate loans or liabilities or investments which are exposed to market fluctuations.

### **Currency risk**

The Directors do not believe that there is significant currency risk as in the year ended 2022 the exposure of the Company to foreign currencies was nil and is expected to remain nil in future years.



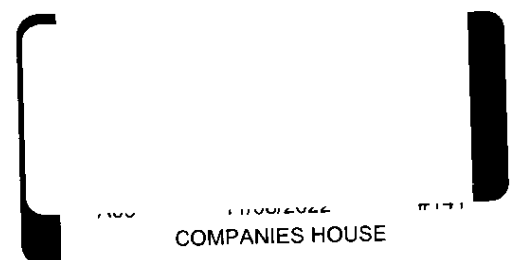
## 3i PE 2019-22 A LP

Annual report and accounts for the year to 31 March 2022

Registered number: LP020194

To be filed with accounts of 3i GP 2019 Limited: Company number 11929444

THESE PARTNERSHIP  
ACCOUNTS FORM  
PART OF THE ACCOUNTS  
OF COMPANY  
No. 11929444



Contents

Strategic report..... 2

Members' report..... 4

Members' responsibilities statement ..... 6

Auditor's report..... 6

Statement of comprehensive income ..... 11

Statement of changes in Partners' accounts ..... 12

Statement of financial position ..... 13

Statement of cash flows ..... 14

Significant accounting policies ..... 15

Notes to the financial statements ..... 18

## Strategic report

The Directors of 3i Investments plc (the "Manager") present their strategic report on 3i PE 2019-22 A LP (the "Partnership") for the year ended 31 March 2022.

### Results and business review

The principal activity of the Partnership is to carry on the business of an investor in Private Equity deals across all regions in which 3i Group plc ("3i") invests worldwide.

The main key performance indicators are as follows:

	2022	2021
	€	€
Profit and Total comprehensive income for the year before carried interest expense	147,632,285	50,684,701
Profit and Total comprehensive income for the year	115,995,751	50,684,701
Net assets attributable to Partners	748,485,004	436,903,930
Total attributable to Partners	780,121,538	436,903,930

The results for the year and financial position of the Partnership are as shown in the annexed financial statements on pages 11 and 13.

The Directors of the Manager are satisfied with the performance of the Partnership for the year, which has been driven by unrealised gains on the value of the remaining investments of €143,360,672 and offset by realised losses of €6,477.

*Asset cash flows were derived from portfolio income of €727,511 and proceeds from investments of €129,189. The Partnership also distributed €720,266 to its Partners.*

### Future developments

The Manager does not foresee any future changes in the activity of the Partnership in the short term.

## Strategic report (continued)

### Risk management

The Manager evaluates the Partnership's risk appetite on a regular basis. The principal risks and uncertainties facing the Partnership are considered to be the following:

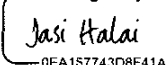
- Market price risk
- Currency risk
- Concentration risk
- Credit risk
- Liquidity risk
- Interest rate risk
- Capital management

The Manager has established a risk and financial management framework whose primary objective is to protect the Partnership from events that hinder the achievement of the Partnership's performance objectives, being to generate attractive risk-adjusted returns to investors.

These objectives aim to limit undue counterparty exposure, ensure sufficient working capital exists and monitor the management of risk at a Partnership level. Details of the Partnership's associated risk policies are found in note 9.

For and on behalf of 3i Investments plc

DocuSigned by:

  
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Jasi Halai  
Authorised Signatory

Date: 11 May 2022

Registered office:  
16 Palace Street  
London  
SW1E 5JD

## Members' report

The Directors of the Manager on behalf of the Members present the Members' report and the financial statements of the Partnership for the year ended 31 March 2022.

## Background and general information

The Partnership was established on 25 April 2019 in accordance with its Limited Partnership Agreement ("LPA") dated 30 April 2020 and is domiciled in England as an English Limited Partnership under the Limited Partnership Act 1907. The registered office of the Partnership is 16 Palace Street, London, SW1E 5JD. The General Partner of the Partnership is 3i GP 2019 Limited. The Designated Limited Partner is 3i 2019-22 DLP SCSp.

## Activities and future prospects

The Partnership has been reported as a Qualifying Limited Partnership as defined under The Partnerships (Accounts) Regulations 2008.

The principal activity of the Partnership is to carry on the business of an investor in Private Equity deals across all regions in which 3i invests worldwide.

The Partnership is no longer investing other than in follow-on financing. The Manager continues to realise individual investments in appropriate circumstances.

The Manager does not foresee any future changes in the activity of the Partnership in the short term.

## Partners' interests

A summary of movements in Partners' accounts is given in the Statement of changes in Partners' accounts on page 12.

## Manager

The Manager has responsibility for managing and operating the Partnership and for managing its investment portfolio. The Manager is authorised and regulated by the Financial Conduct Authority.

## Going concern

The Manager has made an assessment of going concern for a period of at least 12 months from the date of approval of the financial statements, taking into account the Partnership's current performance, financial position and the principal and emerging risks facing the business. The Manager continues to monitor the recent geo-political uncertainties. The Partnership has no direct exposure to Russia or Ukraine, and the exposure across the portfolio investments is limited, therefore this has no significant impact on the Going Concern assessment of the Partnership. The Partnership is not deemed to be exposed to any additional liquidity risk from a Limited Partner commitment and drawdown perspective as a result of the uncertainties.

The Manager is satisfied through performing stress testing analysis that the Partnership has sufficient undrawn commitments to draw down from Partners and the Partners have sufficient resources to be able to pay commitments on demand. In addition the Partnership is in net current asset position and also has sufficient cash resources to ensure that the Partnership can continue to operate for the foreseeable future and for at least 12 months from the date of approval of the financial statements. Accordingly, the Manager believes that it is appropriate to prepare the financial statements on a going concern basis



3i PE 2019-22 A LP

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## **Members' report (continued)**

### **Events after the balance sheet date**

There were no material events subsequent to the balance sheet date

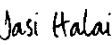
### **Disclosure of information to auditor**

The Manager on behalf of the Members confirms that: (a) so far as it is aware, there is no relevant audit information of which the auditor is unaware; and (b) it has taken all steps it ought to have taken to make itself aware of any relevant audit information and to establish that the auditor is aware of such information.

### **Auditor**

Pursuant to Section 487 of the Companies Act 2006 and in accordance with clause 11.3 of the LPA, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

For and on behalf of 3i Investments plc

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## Members' responsibilities statement

The Members have appointed the Manager to prepare the Strategic report, Members' report and the financial statements. The Manager is responsible for preparing the Strategic report, Members' report and the financial statements in accordance with applicable law and regulations.

The Partnerships (Accounts) Regulations 2008 requires the Manager to prepare financial statements for each financial year in accordance with Part 15 and Chapter 1 of Part 16 of the Companies Act 2006. Under that law the Manager has elected to prepare the financial statements in accordance with UK-adopted international accounting standards and applicable law.

Under company law the Manager must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Partnership and the profit or loss of the Partnership for that period.

In preparing these financial statements, the Manager is required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with UK-adopted international accounting standards;
- assess the qualifying partnership'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 qualifying partnership or to cease operations, or have no realistic alternative but to do so.*

The Manager has been appointed by the Members to fulfil the below responsibilities of the Members.

The Manager is responsible for keeping adequate accounting records which are sufficient to show and explain the Partnership's transactions and disclose with reasonable accuracy at any time the financial position of the Partnership, and which enable the Manager to ensure that the financial statements comply with the Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements 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 qualifying partnership and to prevent and detect fraud and other irregularities.

## Auditor's report

### Independent auditor's report to the Members of 3i PE 2019-22 A LP

#### Opinion

We have audited the financial statements of 3i PE 2019-22 A LP (the "qualifying partnership") for the year ended 31 March 2022 which comprise the Statement of comprehensive income, the Statement of changes in Partners' accounts, the Statement of financial position, the Statement of cash flows and the related notes, including the accounting policies set out in notes A to O.

In our opinion the financial statements:

- give a true and fair view of the state of the qualifying partnership's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the qualifying partnership in accordance with, UK ethical requirements including the FRC Ethical Standard.

*We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.*

#### Going concern

The Members have prepared the financial statements on the going concern basis as they do not intend to liquidate the qualifying partnership or to cease its operations, and as they have concluded that the qualifying partnership's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the Members' conclusions, we considered the inherent risks to the qualifying partnership's business model and analysed how those risks might affect the qualifying partnership's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the Members' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the Members' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the qualifying partnership's ability to continue as a going concern for the going concern period.

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 above conclusions are not a guarantee that the qualifying partnership will continue in operation.

## Auditor's report (continued)

### Fraud and breaches of laws and regulations – ability to detect

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of the Members, the 3i Group plc Audit and Compliance Committee, and 3i Group plc internal audit and inspection of policy documentation as to 3i Group plc's high-level policies and procedures, as applicable to the qualifying partnership, to prevent and detect fraud, as well as whether they have knowledge of any actual, suspected or alleged fraud;
- reading meeting minutes of those charged with governance.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account our overall knowledge of the control environment, we performed procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the calculation of revenue is non-judgmental and straightforward, with limited opportunity for manipulation.

We also identified a fraud risk related to the valuation of unquoted investments due to their highly judgemental nature and use of unobservable inputs in their calculation.

We performed procedures including:

- identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included all post year end and closing journals.
- assessing significant accounting estimates relating to valuation of unquoted investments for bias.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the Members (as required by auditing standards), and discussed with the Members the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the qualifying partnership is subject to laws and regulations that directly affect the partnership including financial reporting legislation (including related companies legislation) and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the qualifying partnership is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: anti-bribery, data protection, anti-money laundering and certain aspects of qualifying partnership legislation recognising the nature of the qualifying partnership's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

#### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

## Auditor's report (continued)

### Strategic report and Members' report

The Members are responsible for the Strategic report and the Members' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the Strategic report and the Members' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in those reports;
- in our opinion the information given in the Strategic report and the Members' report for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006 as applied to qualifying partnerships we are required 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 Members' remuneration specified by law are not made; or*
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

### Members' responsibilities

As explained more fully in the Members' Responsibilities Statement set out on page 6, the Members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; assessing the qualifying partnership'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 they either intend to liquidate the qualifying partnership or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

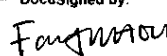
A fuller description of our responsibilities is provided on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>.

## Auditor's report (continued)

### The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the qualifying partnership's Members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by regulation 4 of the Partnerships (Accounts) Regulations 2008. Our audit work has been undertaken so that we might state to the qualifying partnership'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 qualifying partnership and its Members, as a body, for our audit work, for this report, or for the opinions we have formed.

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Fang Fang Zhou (Senior statutory auditor)  
For and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL  
11 May 2022

## Statement of comprehensive income

for the year ended 31 March 2022

	Notes	2022 €	2021 €
Portfolio income	1	17,196,105	9,667,946
Unrealised profits on the revaluation of investments	4	142,390,632	44,711,354
Fair value movements on investment entities	5	970,040	-
Realised (losses)/profits over value on the disposal of investments	2	(6,477)	63,060
<b>Gross investment return</b>		<b>160,550,300</b>	<b>54,442,360</b>
Priority profit share	10	(12,713,642)	(1,164,195)
Deal related costs		149,894	(2,577,815)
Operating expenses	3	(178)	(217)
Foreign exchange losses		(354,089)	(15,432)
<b>Profit and Total comprehensive income for the year before carried interest expense</b>		<b>147,632,285</b>	<b>50,684,701</b>
Carried interest expense	7	(31,636,534)	-
<b>Profit and Total comprehensive income for the year</b>		<b>115,995,751</b>	<b>50,684,701</b>

All items in the above statement are derived from continuing operations. No operations were acquired or discontinued in the year.

The accounting policies on pages 15 to 17 and the notes on pages 18 to 28 form an integral part of these financial statements.

## Statement of changes in Partners' accounts

for the year ended 31 March 2022

	Capital Contributions €	Loan account €	Profit and loss account €	Total €
<b>Opening balance of Partners' accounts</b>	145,094	388,051,560	48,707,276	436,903,930
Drawdowns from Partners	-	196,305,589	-	196,305,589
Distributions to Partners	-	(720,266)	-	(720,266)
	145,094	583,636,883	48,707,276	632,489,253
Profit and Total comprehensive income for the year	-	-	115,995,751	115,995,751
<b>Closing balance of Partners' accounts</b>	145,094	583,636,883	164,703,027	748,485,004

for the year ended 31 March 2021

	Capital Contributions €	Loan account €	Profit and loss account €	Total €
<b>Opening balance of Partners' accounts</b>	145,094	160,976,812	(1,977,425)	159,144,481
Drawdowns from Partners	-	227,074,748	-	227,074,748
	145,094	388,051,560	(1,977,425)	386,219,229
Profit and Total comprehensive income for the year	-	-	50,684,701	50,684,701
<b>Closing balance of Partners' accounts</b>	145,094	388,051,560	48,707,276	436,903,930

The accounting policies on pages 15 to 17 and the notes on pages 18 to 28 form an integral part of these financial statements.



## Statement of financial position

as at 31 March 2022

	Notes	2022 €	2021 €
<b>Assets</b>			
<b>Non-current assets</b>			
Investments			
- Unquoted investments	4	757,749,794	437,114,308
- Investment in investment entities	5	22,325,728	-
<b>Total non-current assets</b>		780,075,522	437,114,308
<b>Current assets</b>			
Cash and cash equivalents		58,401	16,725
<b>Total current assets</b>		58,401	16,725
<b>Total assets</b>		780,133,923	437,131,033
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Carried interest payable	7	(31,636,534)	-
<b>Total non-current liabilities</b>		(31,636,534)	-
<b>Current liabilities</b>			
Payables	6	(12,385)	(227,103)
<b>Total current liabilities</b>		(12,385)	(227,103)
<b>Total liabilities</b>		(31,648,919)	(227,103)
<b>Net assets attributable to Partners</b>		748,485,004	436,903,930
<b>Represented by:</b>			
Capital contributions		145,094	145,094
Loan account		583,636,883	388,051,560
Profit and loss accounts		164,703,027	48,707,276
<b>Net assets attributable to Partners</b>		748,485,004	436,903,930
Carried interest allocation		31,636,534	-
<b>Total attributable to Partners</b>		780,121,538	436,903,930

The accounting policies on pages 15 to 17 and the notes on pages 18 to 28 form an integral part of these financial statements.

The financial statements have been approved and authorised for issue by the Manager.

For and on behalf of 3i Investments plc

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Jasi Halai  
 Authorised Signatory

Date: 11 May 2022

## Statement of cash flows

for the year ended 31 March 2022

	Notes	2022 €	2021 €
<b>Cash flow from operating activities</b>			
Purchase of investments	4	(132,311,264)	(223,820,189)
Proceeds from investments	2	129,189	148,987
Deal related costs received/(paid)		149,894	(2,577,815)
Portfolio income received		727,511	10,594
Priority profit share paid		(12,713,642)	(1,164,195)
Operating expenses paid		(178)	(217)
<b>Net cash flow from operating activities</b>		(144,018,490)	(227,402,835)
<b>Cash flow from financing activities</b>			
Distributions paid		(720,266)	-
Drawdowns <sup>1</sup>		145,134,522	227,074,748
<b>Net cash flow from financing activities</b>		144,414,256	227,074,748
<b>Change in cash and cash equivalents</b>		395,766	(328,087)
Cash and cash equivalents at the start of the year		16,725	360,244
Effect of exchange rate fluctuations		(354,090)	(15,432)
<b>Cash and cash equivalents at the end of the year</b>		58,401	16,725

The accounting policies on pages 15 to 17 and the notes on pages 18 to 28 form an integral part of these financial statements.

<sup>1</sup> The total drawdowns from Partners of €196,305,589 is comprised of €145,134,523 of cash drawdowns, and €51,171,066 of non-cash drawdowns. As a result, the non-cash element has been excluded from the presentation within the Statement of cash flows.

## Significant accounting policies

**A Statement of compliance** These financial statements have been prepared in accordance with UK-adopted international accounting standards and comply with the Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008.

### New standards and interpretations

The Partnership did not implement the requirements of any other standards or interpretations that were in issue; these were not required to be adopted by the Partnership for the year ended 31 March 2022. No other standards or interpretations have been issued that are expected to have a material impact on the Partnership's financial statements.

**B Basis of preparation** The principal accounting policies applied in the preparation of the Partnership accounts are disclosed below. These policies have been consistently applied and apply to all years presented.

The Manager has made an assessment of going concern for a period of at least 12 months from the date of approval of the financial statements, taking into account the Partnership's current performance, financial position and the principal and emerging risks facing the business. The Manager continues to monitor the recent geo-political uncertainties. The Partnership has no direct exposure to Russia or Ukraine, and the exposure across the portfolio investments is limited, therefore this has no significant impact on the Going Concern assessment of the Partnership. The Partnership is not deemed to be exposed to any additional liquidity risk from a Limited Partner commitment and drawdown perspective as a result of the uncertainties.

The Manager is satisfied through performing stress testing analysis that the Partnership has sufficient undrawn commitments to draw down from Partners and the Partners have sufficient resources to be able to pay commitments on demand. In addition the Partnership is in net current asset position and also has sufficient cash resources to ensure that the Partnership can continue to operate for the foreseeable future and for at least 12 months from the date of approval of the financial statements. Accordingly, the Manager believes that it is appropriate to prepare the financial statements on a going concern basis.

The financial statements have been prepared on a going concern basis and are presented in euros, the functional currency of the Partnership, being the currency in which Partners' capital commitments, drawdowns and distributions are denominated.

**C Significant accounting estimates and judgements** The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The most significant techniques for estimation are described in the accounting policies below.

The most significant estimates for the Partnership relate to the fair valuation of the investments and carried interest payable. The valuation methodologies for investments are disclosed in accounting policies E and O and discussed in notes 4 and 5. The methodology for carried interest is disclosed in accounting policy N.

Carried interest payable is calculated based on the underlying agreements, and assuming all portfolio investments are sold at their fair values at the balance sheet date. The actual amounts of carried interest received and paid will depend on the cash realisations of these portfolio investments and valuations may change significantly in the next financial year. The fair valuation of the investment portfolio is itself a significant accounting estimate, as detailed above. The sensitivity of carried interest to movements in the investment portfolio is disclosed in note 7.

The Manager has concluded that the Partnership continues to meet the definition of an investment entity as its strategic objectives of investing in portfolio investments; providing investment management services to investors for the purpose of generating returns in the form of investment income and capital appreciation; and measuring and evaluating the performance of substantially all of its investments on a fair value basis remain unchanged.

## Significant accounting policies (continued)

**D Foreign currency transactions** Monetary assets and liabilities denominated in foreign currencies are translated into euros at the closing rates of exchange at the balance sheet date. Foreign currency transactions are translated into euros at the rate of exchange at the date of the transaction and exchange differences arising on settlement or translation of monetary items are taken to the Statement of comprehensive income.

**E Investments** Investments represent equity and loan instruments which are managed on a fair value basis. Investments are recognised and de-recognised on their trade date where the purchase or sale of an investment is under a contract, the terms of which require the delivery or settlement of the investment.

Investments are classified as fair value through profit and loss or are initially recognised at the fair value of the consideration given. Quoted investments are subsequently measured at fair value using the closing bid price at the reporting date where the investment is quoted on an active stock market. Unquoted investments, including both equity and loans, are subsequently measured at fair value in accordance with the International Private Equity and Venture Capital ("IPEV") valuation guidelines and IFRS 13, with reference to the most appropriate information available at the time of measurement.

Interest-bearing loans accrue interest which is either settled in cash or capitalised on a regular basis and included as part of the principal loan balance. The capitalisation of accrued interest is treated as part of investment additions during the year. If the fair value of an investment is assessed to be below the principal value of the loan, the Partnership recognises a fair value reduction against any interest income accrued from the date of the assessment going forward. "Capitalisation at nil value" is the term used to describe the capitalisation of accrued interest which has been fully provided for. These transactions are disclosed as additions to portfolio cost with an equal reduction in portfolio value. If the fair value of such an investment is subsequently assessed to be above the fair value of the loan, the interest provision is reversed, with the amount disclosed as an unrealised gain on the revaluation of an investment, converted into euros using the exchange rates in force at the revaluation date. Any foreign exchange differences arising between the recognition and reversal of the provision are shown as foreign exchange in note 1.

Loans and equity are valued together to derive the fair value of the asset, where loan and equity instruments are in the same investment and are invested and disposed of at the same time, and cannot be traded separately. To arrive at the fair value of the unquoted equity and loan instruments, the entire fair value of the asset is estimated. The value is then distributed amongst the different loan, equity and other financial instruments accordingly.

**F Revenue recognition** The revenue recognised by the Partnership is investment income, analysed into the following components:

- I. Realised profits or losses over value on the disposal of investments are the difference between the fair value of the proceeds received gross of withholding taxes less any directly attributable costs, on the sale of equity and the repayment of loans and receivables, and its carrying value at the start of the accounting period.
- II. Unrealised profits or losses on the revaluation of investments are the movement in the carrying value of investments between the start and end of the accounting period.
- III. Fair value movements on investment entities are the movements in the carrying value of the Partnership's subsidiaries, which are classified as investment entities under IFRS 10. The Partnership makes investments in portfolio assets through these entities which are limited partnerships or corporate subsidiaries.
- IV. Portfolio income is income that is directly related to the return from individual investments. It is recognised to the extent that it is probable that there will be economic benefit and the income can be reliably measured.
  - Dividends from equity investments are recognised in the Statement of comprehensive income when the shareholders' rights to receive payment have been established.
  - Income from loans that is recognised as it accrues by reference to the principal outstanding and the interest rate applicable and is only recognised to the extent that it is deemed recoverable.

**G Operating expenses** All operating expenses incurred in relation to the management and administration of the Partnership in accordance with the LPA are charged to the Statement of comprehensive income on an accruals basis.

**H Priority profit share** A priority profit share is paid to the General Partner, as a first charge on amounts available for allocation among Partners, as determined by the LPA. The priority profit share is treated as an expense in the Statement of comprehensive income and recognised on an accruals basis as it is a contractual obligation with no recourse per the terms of the LPA.

## Significant accounting policies (continued)

**I Offsetting financial assets and liabilities** Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the assets and settle the liabilities simultaneously. As at 31 March 2022 and 31 March 2021, no financial assets and liabilities are offset in the Statement of financial position.

**J Cash and cash equivalents** Cash and cash equivalents in the Statement of financial position comprise cash at bank.

**K Distributions** All capital and income receipts are distributed among the Partners based on allocations made in accordance with the LPA and at the discretion of the Manager. Distributions to Partners are accounted for as a deduction to the loan account until the balance is repaid and then as a deduction to the profit and loss accounts. A distribution is recognised in the year when a distribution notice is issued by the Manager.

**L Capital contributions and loan account** Capital contributions and loan account are classified as a financial liability. Partners have committed amounts to the Partnership in accordance with the LPA. These commitments will be satisfied through the contribution of capital and loan subscription amounts when admitted to the Partnership. The amounts and the timings of calls for capital contribution and loan commitments from the Limited Partners are at the discretion of the General Partner. Capital contributions and loan account are carried at amortised cost.

**M Payables** Liabilities, other than those specifically accounted for under a separate policy, are stated based on the amounts which are considered to be payable in respect of goods or services received up to the Statement of financial position date.

**N Carried interest** In accordance with the LPA, the Founder Partner is entitled to receive a share of the realised profits of the Partnership. The Founder Partner will receive its share of the profits after the performance conditions described in the LPA have been met and the outstanding participation for all Partners, including the General Partner, has been repaid. Carried interest is accrued at the balance sheet date where the calculation indicates that the performance conditions would have been achieved and distribution arrangements met were the underlying investments realised at their fair values, taking into account distributions paid to date. An accrual is made equal to the Founder Partner's share of profits in excess of the performance conditions, discounted to reflect the likely actual cash payment date, which may be materially later than the time of the accrual.

An increase or decrease in the carried interest due to the Founder Partner during the year is included as carried interest expense in the Statement of comprehensive income. A recovery of previously accrued carried interest results from a decrease in carried interest due to the Founder Partner, at the reporting date.

**O Investments in investment entities** The Manager has concluded that an entity meets the definition of an investment entity where its strategic objective is of investing in portfolio investments; providing investment management services to investors for the purpose of generating returns in the form of investment income and capital appreciation; and measuring and evaluating the performance of substantially all of its investments on a fair value basis. These entities are typically Limited Partnerships and other intermediary holding structures which holds the Partnership's interest in the underlying investment portfolio.

There are two type of Investment entities identified by the Manager: (a) Investment entities that are controlled by the Partnership, defined as 'Investment entity - controlled subsidiaries'; and (b) Investment entities that are managed by 3i Group plc but not controlled by the Partnership, defined as 'Investment entity - other'. Control, as defined by IFRS 10, is achieved when the Partnership is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Investments in investment entities which are managed on a fair value basis and are classified as financial instruments at fair value through profit or loss. The fair value can increase or reduce from either cash flows to and from the investment entities or from valuation movements in line with the Partnership's valuation policy. The fair value of such entities is the fair value of their portfolio investments, subject to any appropriate adjustments, plus any other net assets held by the investment entities.

## Notes to the financial statements

### 1 Portfolio income

	2022 €	2021 €
Interest income	17,176,828	9,618,298
Foreign exchange on interest income	19,277	49,648
	17,196,105	9,667,946

### 2 Realised (losses)/profits over value on the disposal of investments

	Unquoted Investments €	2022 Total €
Proceeds from investments	129,189	129,189
Opening carrying value of disposed investments	(135,666)	(135,666)
	(6,477)	(6,477)

	Unquoted Investments €	2021 Total €
Proceeds from investments	148,987	148,987
Opening carrying value of disposed investments	(85,927)	(85,927)
	63,060	63,060

### 3 Operating expenses

	2022 €	2021 €
Bank charges	129	217
Other expense	49	-
	178	217

The auditor's remuneration for the year of €15,564 (2021: €14,706) was borne by 3i plc, a fellow subsidiary.

### 4 Investments

The fair value of unquoted investments comprises of equity instruments of €489,789,367 (2021: €222,502,542) and loan instruments of € 267,960,427 (2021: €214,611,766).

The holding period of the Partnership's investments is on average greater than one year. For this reason the investments are classified as non-current. It is not possible to identify with certainty that investments will be sold within one year.

## 4 Investments (continued)

### Fair value hierarchy

The Partnership classifies financial instruments measured at fair value in the investments according to the following hierarchy:

Level	Fair value input description	Financial instruments
Level 1	Quoted prices (unadjusted) from active markets	No Level 1 financial instruments
Level 2	Inputs other than quoted prices included in Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices)	No Level 2 financial instruments
Level 3	Inputs that are not based on observable market data	Unquoted equity instruments and loan instruments

The Partnership's investments in equity instruments and loan instruments are classified by the fair value hierarchy as follows:

	2022 Level 1 €	2022 Level 2 €	2022 Level 3 €	2022 Total €
Unquoted investments	-	-	757,749,794	757,749,794
	-	-	757,749,794	757,749,794

	2021 Level 1 €	2021 Level 2 €	2021 Level 3 €	2021 Total €
Unquoted investments	-	-	437,114,308	437,114,308
	-	-	437,114,308	437,114,308

As at 31 March 2022 and 31 March 2021, the Partnership did not hold any Level 1 or Level 2 investments.

Investments are reviewed at each year end to ensure that they are correctly classified between Level 1, 2 and 3, in accordance with the fair value hierarchy authorised above. When an investment's characteristics change during the financial period and investments no longer meet the criteria of a given level, they are transferred into a more appropriate level at the beginning of the relevant financial reporting period. There were no transfers in or out of Level 3 in the year (2021: nil).

### Level 3 fair value reconciliation

	2022 €	2021 €
Opening fair value	437,114,308	158,784,237
Additions - cash	132,311,264	223,820,189
Additions - non cash	29,588,276	-
Additions - deferred consideration	12,386	227,103
Additions - interest	16,468,594	9,657,352
Disposals, repayments and write-offs	(135,666)	(85,927)
Fair value movement	142,390,632	44,711,354
Closing fair value	757,749,794	437,114,308

## 4 Investments (continued)

A net profit of €159,580,260 (2021: €54,442,360) was recorded in the Statement of comprehensive income as portfolio income, unrealised profits on the revaluation of investments and realised profits over value from the disposal of investments from Level 3 assets.

The fair values of all other assets and liabilities approximate their carrying amounts in the Statement of financial position.

Level 3 inputs are sensitive to assumptions made when ascertaining fair value as described in accounting policy E.

The following table summarises the various valuation methodologies used by the Manager to fair value Level 3 instruments, the inputs and the sensitivities applied and the impact of those sensitivities to the unobservable inputs. The significant majority of the Partnership's portfolio has so far mitigated the impacts of supply chain disruption and inflation via pricing mechanisms and diversifying supplier base, an important consideration in the Partnership's portfolio valuation at 31 March 2022. As part of the Manager's case-by-case review of the Partnership's portfolio companies the risks and opportunities from climate change are an important consideration in the overall discussion on fair value. These risks are adequately captured in the multiple sensitivity.

### Level 3 unquoted investments

Methodology	Description	Inputs	Fair value at 31 March	Sensitivity on key unobservable input	Fair value impact of sensitivities
			€m		€m
Earnings	Most commonly used Private Equity valuation methodology	Earnings multiples are applied to the earnings of the portfolio company to determine the enterprise value.	509	+5%	44
	Used for investments which are typically profitable and for which we can determine a set of listed companies and precedent transactions, where relevant, with similar characteristics	<p><b>Earnings multiples</b></p> <p>When selecting earnings multiple, the Manager considers:</p> <ol style="list-style-type: none"> <li>1. Comparable listed companies' current performance and through the cycle averages</li> <li>2. Relevant market transaction multiples</li> <li>3. Exit expectations and other company specific factors</li> </ol> <p>For point 1 and 2 of the above the Manager selects companies in the same industry and, where possible, with a similar business model and profile in terms of size, products, services and customers, growth rates and geographic focus.</p>	(2021: 384)	-5%	(2021: 22) (44) (2021: (22))
				For the assets valued on an earnings basis, the Manager has applied a 5% sensitivity to the earnings multiple.	



## 4 Investments (continued)

### Level 3 unquoted investments (continued)

Methodology	Description	Inputs	Fair value at 31 March	Sensitivity on key unobservable input	Fair value impact of sensitivities
			€m		€m
Earnings (continued)		The pre-discount multiple ranges from 8.0x-20.0x (2021: 14.1x – 16.5x)			
		<u>Other inputs:</u>			
		<b>Earnings</b> Reported earnings are adjusted for non-recurring items, such as restructuring expenses, for significant corporate actions and, in exceptional cases, run-rate adjustments to arrive at maintainable earnings.  The most common measure is earnings before interest, tax, depreciation and amortisation ("EBITDA").  Earnings are usually obtained from portfolio company management accounts to the preceding quarter end, with reference also to forecast earnings and the maintainable view of earnings.			
Other	Used where elements of a business are valued on different bases	Values of separate elements prepared on one of the methodologies listed above.	90 (2021: 53)	A 5% increase in the closing value	4 (2021: 3)

## 5 Investment in investment entities

Investment entity – controlled subsidiary	2022 €	2021 €
Opening fair value	-	-
Additions – non cash in investment entities	21,355,688	-
Fair value movement	970,040	-
Closing fair value	22,325,728	-

All investments in investment entities are classified as Level 3 in the fair value hierarchy. There are no transfers in or out of Level 3 in the year (2021: nil).

A 5% movement in the closing book value of investments in investment entities would have an impact of €1,116,286 (2021: nil).

The Partnership provides support to its investment entities for the purchase of underlying assets and ongoing operations of the investment entities.

## 6 Payables

	2022 €	2021 €
Other Payables	12,385	227,103
	12,385	227,103

## 7 Carried interest payable

	2022 €	2021 €
Opening carried interest payable	-	-
Carried interest payable recognised in the Statement of comprehensive income during the year	31,636,534	-
	31,636,534	-
Of which: payable is greater than 1 year	31,636,534	-

Carried interest payable at the balance sheet date is discounted to reflect the likely cash payment date, which may be materially later than the time of the accrual. If the carried interest payable were not discounted, the accrual at the balance sheet date would be higher at €38,454,405 (31 March 2021: nil).

A 5% increase in the valuation of all individual assets in the underlying investment portfolio (including those portfolio investments held by Investment entities) would result in a €6,384,336 increase in carried interest payable (31 March 2021: nil).

A 5% decrease in the valuation of all of individual assets in the underlying investment portfolio (including those portfolio investments held by Investment entities) would result in a €6,384,336 decrease in carried interest payable (31 March 2021: nil).

## 8 Taxation

No provision for taxation has been made as the Partnership has no liability to taxation. Any taxation arising on the income and gains of the Partnership is payable by the individual Partners. Any withholding tax incurred by the Partnership is charged to the Statement of comprehensive income.

## 9 Financial instruments and associated risks

The Partnership is subject to market price risk, currency risk, concentration risk, credit risk, liquidity risk, interest rate risk, capital management risk.

### Market price risk

Market risk is the potential for changes in value due to the performance of underlying investments.

The Partnership's investments are susceptible to market price risk arising from uncertainties about future market conditions within which the investments operate. The Partnership's market risk is regularly managed by the Manager.

The Partnership's management of price risk, which arises primarily from unquoted equity instruments, is through the careful consideration of the investment, asset management and divestment decisions by the Manager. The Partnership's sensitivity to price risk is analysed in note 4.

### Currency risk

A significant exposure to currency risk is due to fluctuations in foreign currency translation. At 31 March 2022, the Partnership was exposed to currency risk relating to EUR/USD and EUR/GBP. At 31 March 2022, had EUR strengthened / weakened by 5%, 10% or 15% in relation to these currencies, with all other variables held constant, net assets attributable to Partners would have decreased / increased respectively by the amounts shown in the following table.

	5%	10%	15%
As at 31 March 2022	€	€	€
GBP	4,577,077	8,738,056	12,537,211
USD	14,143,152	27,000,563	38,739,938
	18,720,229	35,738,619	51,277,149
As at 31 March 2021	€	€	€
GBP	3,457,020	6,599,766	9,469,229
USD	7,642,819	14,590,836	20,934,677
	11,099,839	21,190,602	30,403,906

In addition to this, the table below sets out the Partnership's exposure to foreign currency exchange rates with regard to the Partnership's assets and liabilities at the year end. The Partnership's total assets were €780,133,923 (2021: €437,131,033) and the total liabilities including accrual for carried interest were €31,648,919 (2021: €227,103).

% of total Partnership assets	2022	2021
GBP	12.3%	16.6%
USD	38.1%	36.7%
	50.4%	53.3%

2022: 100% (2021: 100%) of the Partnership's liabilities were denominated in euros.

## 9 Financial instruments and associated risks (continued)

### Concentration risk

The Manager seeks to diversify risk through significant dispersion of investments by geography, economic sector and size as well as through the maturity profile of its investment portfolio.

The Partnership participates in eleven portfolio investments. The aggregate return of the Partnership may be materially and adversely affected by the unfavourable performance of Evernex. This investment is concentrated in the business service industry and thus the Partnership's performance will be closely linked to the performance of this industry and the Partnership could be severely impacted by adverse developments affecting this industry.

### Credit risk

Credit risk is the potential that an issuer, counterparty or underlying investment third party will be unable to meet commitments that it has entered into with the Partnership and/or the commitments with underlying investments of the Partnership.

*Credit risk in relation to the debt element of the Partnership's investments is considered and monitored as part of the valuation process described in note 4. The credit quality of loans and receivables within the investments is based on the financial performance of the individual portfolio companies. For those assets that are not past due it is believed that the risk of default is small and that capital repayments and interest payments will be made in accordance with the agreed terms and conditions of the Partnership's investment. Where the portfolio company has failed or is expected to fail in the next 12 months, the increase in credit risk is included within the overall assessment of the fair value of the investment.*

At the balance sheet date, there are no balances which were past due or impaired. Hence, no separate maximum exposure to credit risk disclosure is provided for these instruments.

### Liquidity risk

The Partnership's liquidity risk is the risk that the Partnership will encounter difficulties raising liquid funds to meet commitments as they fall due. The Manager is responsible for determining the level of liquid funds to be held by the Partnership. A prudent liquidity risk management approach is adopted to ensure sufficient cash is available for both operational expenses and investments through capital calls from Partners and the retention of proceeds from investments. As at 31 March 2022, the Partnership has undrawn commitments of €856,436,258 (2021: €1,052,741,846) which is callable by the Manager in accordance with the LPA.

The Partnership's investments are subject to liquidity risk in the normal course of business. As at 31 March 2022, the Partnership held €780,075,522 (2021: €437,114,308) in investments that it considered to be illiquid. The Manager manages this risk by ensuring that sufficient funds exist to meet outstanding commitments, other liabilities incurred by the operating activities of the Partnership and short term liquidity needs, as they fall due.

Liabilities arising from Carried interest payable will only crystallise if and when the performance conditions are met, and will only be paid once proceeds are received on the sale of investment or cash distribution from underlying assets, which ensures that sufficient assets will be available to meet them when they fall due (see accounting policy N).

The following table analyses the Partnership's liabilities into relevant maturity groupings based on the remaining period at the Statement of financial position date. The amounts in the tables are the contractual undiscounted cash flows.

## 9 Financial instruments and associated risks (continued)

### Liquidity risk (continued)

As at 31 March 2022	Liabilities less than 1 year €	Liabilities between 1 - 5 years €	Liabilities more than 5 years €	Total €
Other payables	12,385	-	-	12,385
	12,385	-	-	12,385
<b>As at 31 March 2021</b>				
Other payables	227,103	-	-	227,103
	227,103	-	-	227,103

Carried interest payable greater than one year of €31,636,534 (31 March 2021: nil) has no stated maturity as carried interest results from investment related transactions and it is not possible to identify with certainty the timing of when the investments will be sold. The Partnership has no other liabilities to analyse into relevant maturity groupings.

### Interest rate risk

The Partnership has no significant direct exposure to interest rate risk as its investments in debt instruments are in fixed rate loans.

### Capital Management

The capital of the Partnership is considered to be the capital contributions, loan accounts and profit and loss accounts, which totalled €748,485,004 (2021: €436,903,930) at the reporting date. There are no externally imposed capital requirements on the Partnership. To maintain or adjust the capital structure, the General Partner may request additional contributions from the Partners in the form of drawdowns for operating expense or investment purposes and distribute capital back to the Partners on the sale of investments and receipt of income yield. No changes were made in the Partnership's objectives, policies or processes for the management of capital during the year ended 31 March 2022.

## 10 Related parties

During the year the Partnership entered into transactions, in the ordinary course of business, with certain related parties. Each category of related party and its impact on the financial statements is detailed below.

### Carried interest

The Partnership pays carried interest to the Founder Partner when certain conditions relating to the performance of the Partnership are met. The amounts recognised in the Statement of comprehensive income for the year ended 31 March 2022 and in the Statement of financial position as at 31 March 2022 are set out in note 7.

### General Partner

The Partnership pays a priority profit share to the General Partner. During the investment period, the General Partner is entitled to receive a priority profit share equal to 1.00% of the acquisition cost of investments, reduced to the extent that the General Partner or any respective related party is in receipt of any fees related to the Partnership's activities. After the investment period expiry date, the priority profit share is equal to 1.00% of the aggregate acquisition cost of investments as determined at the investment period expiry date, reduced by the acquisition cost of investments that have been realised or permanently written off at the beginning of the relevant accounting period.

The Designated Limited partner shall be entitled to an amount up to maximum of €2,000 based on its portion of the Partnership. This share is calculated based on its capital contribution over the total commitment in the Partnership. €11 (2021: €4) was paid to the Designated Limited Partner.

## 10 Related parties (continued)

### General Partner (continued)

The General Partner is a related party of the Partnership, being responsible for the financial and operating decisions of the Partnership. The General Partner is a wholly owned subsidiary of 3i Holdings plc, a subsidiary of 3i.

	2022	2021
	€	€
<b>Statement of comprehensive income</b>		
Priority profit share	12,713,642	1,164,195
	<hr/>	<hr/>
<b>Statement of financial position</b>		
Accrued at the end of the year	-	-
	<hr/>	<hr/>

### Management, administrative and secretarial arrangements

During the year a number of costs were recharged between the Partnership and 3i plc, a subsidiary of 3i, in accordance with the LPA, in relation to investment expenses.

	2022	2021
	€	€
<b>Statement of comprehensive income</b>		
Recharged costs	(149,894)	2,577,619
	<hr/>	<hr/>
<b>Statement of financial position</b>		
Accrued at the end of the year	-	-
	<hr/>	<hr/>

## 11 Related undertakings

The Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008 requires disclosure of certain information about the Partnership's related undertakings and this is set out below. Related undertakings are subsidiaries, joint ventures, associates and other significant holdings. In this context, significant means a shareholding greater than or equal to 20% of the nominal value of any class of shares.

The Partnership's related undertakings at 31 March 2022 are listed below.

### Associates

Name	Holding / share class	Address	Country of incorporation	Principal activity
Alinghi 1	24.84% Ordinary Shares	16 place de l'Iris 92400 Courbevoie, France	France	Investment holding vehicle
CTS BP Holdings GP LLC	24.79% Ordinary Shares	1 Grand Central Place, East 42nd Street, NY 10165, USA	United States	Investment holding vehicle
European Bakery Group B.V.	24.79% Ordinary Shares	Cornelis Schuytstraat 72, 1071JL Amsterdam, NL	Netherlands	Investment holding vehicle
T&J Holdco Limited	24.79% Ordinary Shares	Trident Business Park, Styal Road Manchester, United Kingdom	United Kingdom	Investment holding vehicle
WHCG GP LLC	24.84% Ordinary Shares	1 Grand Central Place, East 42nd Street, NY 10165, USA	United States	Investment holding vehicle
MAIT Group GmbH	24.79% Ordinary Shares	Berner Feld 10, 78628 Rothweil, Germany	Germany	Investment holding vehicle
Himalaya Topco B.V.	24.79% Ordinary Shares	Cornelis Schuytstraat 72, 1071JL Amsterdam, NL	Netherlands	Investment holding vehicle
Ten23 Health GP LLC	24.84% Ordinary Shares	1 Grand Central Place, East 42nd Street, NY 10165, USA	United States	Investment holding vehicle
Hydra Holdco B.V.	24.81% Ordinary Shares	Cornelis Schuytstraat 72, 1071JL Amsterdam, NL	Netherlands	Investment holding vehicle
3i Mountain LP	49.69% Partnership Interest	50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ, UK	United Kingdom	Investment holding vehicle

## **12 Controlling party**

3i is the ultimate parent undertaking of the Partnership and is also the controlling party of the Manager and of the General Partner of the Partnership. Copies of the 3i financial statements which include the Partnership are available from 16 Palace Street, London, SW1E 5JD.





## 3i PE 2019-22 B LP

Annual report and accounts for the year to 31 March 2022

Registered number: LP020195

To be filed with accounts of 3i GP 2019 Limited: Company number 11929444

THESE PARTNERSHIP  
ACCOUNTS FORM  
PART OF THE ACCOUNTS  
OF COMPANY  
No. 11929444



COMPANIES HOUSE

Contents

Strategic report..... 2

Members' report..... 4

Members' responsibilities statement ..... 6

Auditor's report..... 7

*Statement of comprehensive income* ..... 11

Statement of changes in Partners' accounts ..... 12

Statement of financial position ..... 13

Statement of cash flows ..... 14

Significant accounting policies ..... 15

Notes to the financial statements ..... 18

## Strategic report

The Directors of 3i Investments plc (the "Manager") present their strategic report on 3i PE 2019-22 B LP (the "Partnership") for the year ended 31 March 2022.

### Results and business review

The principal activity of the Partnership is to carry on the business of an investor in Private Equity deals across all regions in which 3i Group plc ("3i") invests worldwide.

The main key performance indicators are as follows:

	<b>2022</b>	<b>2021</b>
	<b>€</b>	<b>€</b>
Profit and Total comprehensive income for the year before carried interest expense	76,680,032	27,303,300
Profit and Total comprehensive income for the year	64,894,292	27,303,300
Net assets attributable to Partners	378,290,875	218,790,135
Total attributable to Partners	390,076,615	218,790,135

The results for the year and financial position of the Partnership are as shown in the annexed financial statements on pages 11 and 13.

The Directors of the Manager are satisfied with the performance of the Partnership for the year, which has been driven by unrealised gains on the value of the remaining investments of €71,680,487 and offset by realised losses of €3,236.

Asset cash flows were derived from portfolio income of €363,756 and proceeds from investments of €64,590. The Partnership also distributed €660,469 to its Partners.

### Future developments

The Manager does not foresee any future changes in the activity of the Partnership in the short term.

## Strategic report (continued)

### Risk management

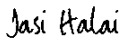
The Manager evaluates the Partnership's risk appetite on a regular basis. The principal risks and uncertainties facing the Partnership are considered to be the following:

- Market price risk
- Currency risk
- Concentration risk
- Credit risk
- Liquidity risk
- Interest rate risk
- *Capital management*

The Manager has established a risk and financial management framework whose primary objective is to protect the Partnership from events that hinder the achievement of the Partnership's performance objectives, being to generate attractive risk-adjusted returns to investors.

These objectives aim to limit undue counterparty exposure, ensure sufficient working capital exists and monitor the management of risk at a Partnership level. Details of the Partnership's associated risk policies are found in note 9.

For and on behalf of 3i Investments plc

DocuSigned by:  
  
0EA157743D8F41A

Jasi Halai  
Authorised Signatory

Date: 11 May 2022

Registered office:  
16 Palace Street  
London  
SW1E 5JD

## Members' report

The Directors of the Manager on behalf of the Members present the Members' report and the financial statements of the Partnership for the year ended 31 March 2022.

### Background and general information

The Partnership was established on 25 April 2019 in accordance with its Limited Partnership Agreement ("LPA") dated 30 April 2020 and is domiciled in England as an English Limited Partnership under the Limited Partnership Act 1907. The registered office of the Partnership is 16 Palace Street, London, SW1E 5JD. The General Partner of the Partnership is 3i GP 2019 Limited. The Designated Limited Partner is 3i 2019-22 DLP SCSp

### Activities and future prospects

The Partnership has been reported as a Qualifying Limited Partnership as defined under The Partnerships (Accounts) Regulations 2008.

The principal activity of the Partnership is to carry on the business of an investor in Private Equity deals across all regions in which 3i invests worldwide.

*The Partnership is no longer investing other than in follow-on financing. The Manager continues to realise individual investments in appropriate circumstances.*

The Manager does not foresee any future changes in the activity of the Partnership in the short term.

### Partners' interests

A summary of movements in Partners' accounts is given in the Statement of changes in Partners' accounts on page 12.

### Manager

The Manager has responsibility for managing and operating the Partnership and for managing its investment portfolio. The Manager is authorised and regulated by the Financial Conduct Authority.

### Going concern

The Manager has made an assessment of going concern for a period of at least 12 months from the date of approval of the financial statements, taking into account the Partnership's current performance, financial position and the principal and emerging risks facing the business. The Manager continues to monitor the recent geo-political uncertainties. The Partnership has no direct exposure to Russia or Ukraine, and the exposure across the portfolio investments is limited, therefore this has no significant impact on the Going Concern assessment of the Partnership. The Partnership is not deemed to be exposed to any additional liquidity risk from a Limited Partner commitment and drawdown perspective as a result of the uncertainties.

The Manager is satisfied through performing stress testing analysis that the Partnership has sufficient undrawn commitments to draw down from Partners and the Partners have sufficient resources to be able to pay commitments on demand. In addition the Partnership is in net current asset position and also has sufficient cash resources to ensure that the Partnership can continue to operate for the foreseeable future and for at least 12 months from the date of approval of the financial statements. Accordingly, the Manager believes that it is appropriate to prepare the financial statements on a going concern basis.

### Events after the balance sheet date

There were no material events subsequent to the balance sheet date.

### Disclosure of information to auditor

The Manager on behalf of the Members confirms that: (a) so far as it is aware, there is no relevant audit information of which the auditor is unaware; and (b) it has taken all steps it ought to have taken to make itself aware of any relevant audit information and to establish that the auditor is aware of such information.

## **Members' report (continued)**

### **Auditor**

Pursuant to Section 487 of the Companies Act 2006 and in accordance with clause 11.3 of the LPA, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

For and on behalf of 3i Investments plc

DocuSigned by:  
  
0EA157743D8F41A  
Jasi Halai  
Authorised Signatory  
Date : 11 May 2022  
Registered office:  
16 Palace Street  
London  
SW1E 5JD

## Members' responsibilities statement

The Members have appointed the Manager to prepare the Strategic report, Members' report and the financial statements. The Manager is responsible for preparing the Strategic report, Members' report and the financial statements in accordance with applicable law and regulations.

The Partnerships (Accounts) Regulations 2008 requires the Manager to prepare financial statements for each financial year in accordance with Part 15 and Chapter 1 of Part 16 of the Companies Act 2006. Under that law the Manager has elected to prepare the financial statements in accordance with UK-adopted international accounting standards and applicable law.

Under company law the Manager must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Partnership and the profit or loss of the Partnership for that period.

In preparing these financial statements, the Manager is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with UK-adopted international accounting standards;
- assess the qualifying partnership'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 qualifying partnership or to cease operations, or have no realistic alternative but to do so.

The Manager has been appointed by the Members to fulfil the below responsibilities of the Members.

The Manager is responsible for keeping adequate accounting records which are sufficient to show and explain the Partnership's transactions and disclose with reasonable accuracy at any time the financial position of the Partnership, and which enable the Manager to ensure that the financial statements comply with the Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements 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 qualifying partnership and to prevent and detect fraud and other irregularities.

## Auditor's report

### Independent auditor's report to the Members of 3i PE 2019-22 B LP

#### Opinion

We have audited the financial statements of 3i PE 2019-22 B LP (the "qualifying partnership") for the year ended 31 March 2022 which comprise the Statement of comprehensive income, the Statement of changes in Partners' accounts, the Statement of financial position, the Statement of cash flows and the related notes, including the accounting policies set out in notes A to O.

In our opinion the financial statements:

- give a true and fair view of the state of the qualifying partnership's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the qualifying partnership in accordance with, UK ethical requirements including the FRC Ethical Standard.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Going concern

The Members have prepared the financial statements on the going concern basis as they do not intend to liquidate the qualifying partnership or to cease its operations, and as they have concluded that the qualifying partnership's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the Members' conclusions, we considered the inherent risks to the qualifying partnership's business model and analysed how those risks might affect the qualifying partnership's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the Members' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the Members' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the qualifying partnership's ability to continue as a going concern for the going concern period.

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 above conclusions are not a guarantee that the qualifying partnership will continue in operation.



## Auditor's report (continued)

### Fraud and breaches of laws and regulations – ability to detect

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of the Members, the 3i Group plc Audit and Compliance Committee, and 3i Group plc internal audit and inspection of policy documentation as to 3i Group plc's high-level policies and procedures, as applicable to the qualifying partnership, to prevent and detect fraud, as well as whether they have knowledge of any actual, suspected or alleged fraud;
- reading meeting minutes of those charged with governance.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account our overall knowledge of the control environment, we performed procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the calculation of revenue is non-judgmental and straightforward, with limited opportunity for manipulation.

We also identified a fraud risk related to the valuation of unquoted investments due to their highly judgemental nature and use of unobservable inputs in their calculation.

We performed procedures including:

- identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included all post year end and closing journals.
- assessing significant accounting estimates relating to valuation of unquoted investments for bias.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the Members (as required by auditing standards), and discussed with the Members the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the qualifying partnership is subject to laws and regulations that directly affect the partnership including financial reporting legislation (including related companies legislation) and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the qualifying partnership is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: anti-bribery, data protection, anti-money laundering and certain aspects of qualifying partnership legislation recognising the nature of the qualifying partnership's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

#### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

## Auditor's report (continued)

### Strategic report and Members' report

The Members are responsible for the Strategic report and the Members' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the Strategic report and the Members' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in those reports;
- in our opinion the information given in the Strategic report and the Members' report for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006 as applied to qualifying partnerships we are required 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 Members' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

### Members' responsibilities

As explained more fully in the Members' Responsibilities Statement set out on page 6, the Members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; assessing the qualifying partnership'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 they either intend to liquidate the qualifying partnership or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.


A fuller description of our responsibilities is provided on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>.

## Auditor's report (continued)

### The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the qualifying partnership's Members, as a body, in accordance with Chapter 3 of Part 16 of the *Companies Act 2006*, as required by regulation 4 of the *Partnerships (Accounts) Regulations 2008*. Our audit work has been undertaken so that we might state to the qualifying partnership'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 qualifying partnership and its Members, as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

  
BA8B3D30609B4DF

Fang Fang Zhou (Senior statutory auditor)  
For and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL  
11 May 2022

## Statement of comprehensive income

for the year ended 31 March 2022

	Notes	2022 €	2021 €
Portfolio income	1	8,598,050	5,134,322
Unrealised profits on the revaluation of investments	4	71,195,466	22,355,674
Fair value movements on investment entities	5	485,021	-
Realised (losses)/profits over value on the disposal of investments	2	(3,236)	31,533
<b>Gross investment return</b>		<b>80,275,301</b>	<b>27,521,529</b>
Priority profit share	10	(656,738)	(199,160)
Deal related costs		(2,761,292)	(9,124)
Operating expenses	3	(105)	(80)
Foreign exchange losses		(177,134)	(9,865)
<b>Profit and Total comprehensive income for the year before carried interest expense</b>		<b>76,680,032</b>	<b>27,303,300</b>
Carried interest expense	7	(11,785,740)	-
<b>Profit and Total comprehensive income for the year</b>		<b>64,894,292</b>	<b>27,303,300</b>

All items in the above statement are derived from continuing operations. No operations were acquired or discontinued in the year.

The accounting policies on pages 15 to 17 and the notes on pages 18 to 27 form an integral part of these financial statements.

## Statement of changes in Partners' accounts

for the year ended 31 March 2022

	Capital Contributions €	Loan account €	Profit and loss account €	Total €
<b>Opening balance of Partners' accounts</b>	73,047	190,372,838	28,344,250	218,790,135
Drawdowns from Partners	-	95,266,917	-	95,266,917
Distributions to Partners	-	(660,469)	-	(660,469)
	73,047	284,979,286	28,344,250	313,396,583
Profit and Total comprehensive income for the year	-	-	64,894,292	64,894,292
<b>Closing balance of Partners' accounts</b>	73,047	284,979,286	93,238,542	378,290,875

for the year ended 31 March 2021

	Capital Contributions €	Loan account €	Profit and loss account €	Total €
<b>Opening balance of Partners' accounts</b>	73,047	78,473,907	1,040,950	79,587,904
Drawdowns from Partners	-	111,898,931	-	111,898,931
	73,047	190,372,838	1,040,950	191,486,835
Profit and Total comprehensive income for the year	-	-	27,303,300	27,303,300
<b>Closing balance of Partners' accounts</b>	73,047	190,372,838	28,344,250	218,790,135

The accounting policies on pages 15 to 17 and the notes on pages 18 to 27 form an integral part of these financial statements.

## Statement of financial position

as at 31 March 2022

	Notes	2022 €	2021 €
<b>Assets</b>			
<b>Non-current assets</b>			
Investments			
Unquoted investments	4	378,874,930	218,557,107
Investment in investment entities	5	11,162,865	-
<b>Total non-current assets</b>		<b>390,037,795</b>	<b>218,557,107</b>
<b>Current assets</b>			
Cash and cash equivalents		44,745	346,556
<b>Total current assets</b>		<b>44,745</b>	<b>346,556</b>
<b>Total assets</b>		<b>390,082,540</b>	<b>218,903,663</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Carried interest payable	7	(11,785,740)	-
<b>Total non-current liabilities</b>		<b>(11,785,740)</b>	<b>-</b>
<b>Current liabilities</b>			
Payables	6	(5,925)	(113,528)
<b>Total current liabilities</b>		<b>(5,925)</b>	<b>(113,528)</b>
<b>Total liabilities</b>		<b>(11,791,665)</b>	<b>(113,528)</b>
<b>Net assets attributable to Partners</b>		<b>378,290,875</b>	<b>218,790,135</b>
<b>Represented by:</b>			
Capital contributions		73,047	73,047
Loan account		284,979,286	190,372,838
Profit and loss accounts		93,238,542	28,344,250
<b>Net assets attributable to Partners</b>		<b>378,290,875</b>	<b>218,790,135</b>
Carried interest allocation		11,785,740	-
<b>Total attributable to Partners</b>		<b>390,076,615</b>	<b>218,790,135</b>

The accounting policies on pages 15 to 17 and the notes on pages 18 to 27 form an integral part of these financial statements.

The financial statements have been approved and authorised for issue by the Manager.

For and on behalf of 3i Investments plc

DocuSigned by:

Jasi Halai

0EA157743D8F41A

Jasi Halai

Authorised Signatory

Date: 11 May 2022

## Statement of cash flows

for the year ended 31 March 2022

	Notes	2022 €	2021 €
<b>Cash flow from operating activities</b>			
Purchase of investments	4	(66,155,534)	(111,910,071)
Proceeds from investments	2	64,590	74,495
Deal related costs paid		(2,761,560)	(9,124)
Portfolio income received		363,756	305,647
Priority profit share paid		(656,738)	(199,160)
Operating expenses paid		(105)	(80)
<b>Net cash flow from operating activities</b>		<b>(69,145,591)</b>	<b>(111,738,293)</b>
<b>Cash flow from financing activities</b>			
Distributions paid		(660,469)	-
Drawdowns <sup>1</sup>		69,681,383	111,898,931
<b>Net cash flow from financing activities</b>		<b>69,020,914</b>	<b>111,898,931</b>
<b>Change in cash and cash equivalents</b>		<b>(124,677)</b>	<b>160,638</b>
Cash and cash equivalents at the start of the year		346,556	195,783
Effect of exchange rate fluctuations		(177,134)	(9,865)
<b>Cash and cash equivalents at the end of the year</b>		<b>44,745</b>	<b>346,556</b>

The accounting policies on pages 15 to 17 and the notes on pages 18 to 27 form an integral part of these financial statements.

<sup>1</sup>The drawdowns from Partners of €95,266,917 is comprised of €69,681,383 of cash drawdowns and €25,585,534 non-cash drawdowns. As a result, the non-cash element has been excluded from the presentation within the Statement of cash flows.

## Significant accounting policies

**A Statement of compliance** These financial statements have been prepared in accordance with UK-adopted international accounting standards and comply with the Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008.

### New standards and interpretations

The Partnership did not implement the requirements of any other standards or interpretations that were in issue; these were not required to be adopted by the Partnership for the year ended 31 March 2022. No other standards or interpretations have been issued that are expected to have a material impact on the Partnership's financial statements.

**B Basis of preparation** The principal accounting policies applied in the preparation of the Partnership accounts are disclosed below. These policies have been consistently applied and apply to all years presented.

The Manager has made an assessment of going concern for a period of at least 12 months from the date of approval of the financial statements, taking into account the Partnership's current performance, financial position and the principal and emerging risks facing the business. The Manager continues to monitor the recent geo-political uncertainties. The Partnership has no direct exposure to Russia or Ukraine, and the exposure across the portfolio *investments is limited, therefore this has no significant impact on the Going Concern assessment of the Partnership.* The Partnership is not deemed to be exposed to any additional liquidity risk from a Limited Partner commitment and drawdown perspective as a result of the uncertainties.

The Manager is satisfied through performing stress testing analysis that the Partnership has sufficient undrawn commitments to draw down from Partners and the Partners have sufficient resources to be able to pay commitments on demand. In addition the Partnership is in net current asset position and also has sufficient cash resources to ensure that the Partnership can continue to operate for the foreseeable future and for at least 12 months from the date of approval of the financial statements. Accordingly, the Manager believes that it is *appropriate to prepare the financial statements on a going concern basis.*

The financial statements have been prepared on a going concern basis and are presented in euros, the functional currency of the Partnership, being the currency in which Partners' capital commitments, drawdowns and distributions are denominated.

**C Significant accounting estimates and judgements** The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The most significant techniques for estimation are described in the accounting policies below.

The most significant estimates for the Partnership relate to the fair valuation of the investments and carried interest payable. The valuation methodologies for investments are disclosed in accounting policies E and O and discussed in notes 4 and 5. The methodology for carried interest is disclosed in accounting policy N.

Carried interest payable is calculated based on the underlying agreements, and assuming all portfolio investments are sold at their fair values at the balance sheet date. The actual amounts of carried interest received and paid will *depend on the cash realisations of these portfolio investments and valuations may change significantly in the next financial year.* The fair valuation of the investment portfolio is itself a significant accounting estimate, as detailed above. The sensitivity of carried interest to movements in the investment portfolio is disclosed in note 7.

The Manager has concluded that the Partnership continues to meet the definition of an investment entity as its strategic objectives of investing in portfolio investments; providing investment management services to investors for the purpose of generating returns in the form of investment income and capital appreciation; and measuring and evaluating the performance of substantially all of its investments on a fair value basis remain unchanged.



## Significant accounting policies (continued)

**D Foreign currency transactions** Monetary assets and liabilities denominated in foreign currencies are translated into euros at the closing rates of exchange at the balance sheet date. Foreign currency transactions are translated into euros at the rate of exchange at the date of the transaction and exchange differences arising on settlement or translation of monetary items are taken to the Statement of comprehensive income.

**E Investments** Investments represent equity and loan instruments which are managed on a fair value basis. Investments are recognised and de-recognised on their trade date where the purchase or sale of an investment is under a contract, the terms of which require the delivery or settlement of the investment.

Investments are classified as fair value through profit and loss or are initially recognised at the fair value of the consideration given. Quoted investments are subsequently measured at fair value using the closing bid price at the reporting date where the investment is quoted on an active stock market. Unquoted investments, including both equity and loans, are subsequently measured at fair value in accordance with the International Private Equity and Venture Capital ("IPEV") valuation guidelines and IFRS 13, with reference to the most appropriate information available at the time of measurement.

Interest-bearing loans accrue interest which is either settled in cash or capitalised on a regular basis and included as part of the principal loan balance. The capitalisation of accrued interest is treated as part of investment additions during the year. If the fair value of an investment is assessed to be below the principal value of the loan, the Partnership recognises a fair value reduction against any interest income accrued from the date of the assessment going forward. "Capitalisation at nil value" is the term used to describe the capitalisation of accrued interest which has been fully provided for. These transactions are disclosed as additions to portfolio cost with an equal reduction in portfolio value. If the fair value of such an investment is subsequently assessed to be above the fair value of the loan, the interest provision is reversed, with the amount disclosed as an unrealised gain on the revaluation of an investment, converted into euros using the exchange rates in force at the revaluation date. Any foreign exchange differences arising between the recognition and reversal of the provision are shown as foreign exchange in note

Loans and equity are valued together to derive the fair value of the asset, where loan and equity instruments are in the same investment and are invested and disposed of at the same time, and cannot be traded separately. To arrive at the fair value of the unquoted equity and loan instruments, the entire fair value of the asset is estimated. The value is then distributed amongst the different loan, equity and other financial instruments accordingly.

**F Revenue recognition** The revenue recognised by the Partnership is investment income, analysed into the following components:

- I. Realised profits or losses over value on the disposal of investments are the difference between the fair value of the proceeds received gross of withholding taxes less any directly attributable costs, on the sale of equity and the repayment of loans and receivables, and its carrying value at the start of the accounting period.
- II. Unrealised profits or losses on the revaluation of investments are the movement in the carrying value of investments between the start and end of the accounting period.
- III. Fair value movements on investment entities are the movements in the carrying value of the Partnership's subsidiaries, which are classified as investment entities under IFRS 10. The Partnership makes investments in portfolio assets through these entities which are limited partnerships or corporate subsidiaries.
- IV. Portfolio income is income that is directly related to the return from individual investments. It is recognised to the extent that it is probable that there will be economic benefit and the income can be reliably measured.
  - Income from loans that is recognised as it accrues by reference to the principal outstanding and the interest rate applicable and is only recognised to the extent that it is deemed recoverable.

**G Operating expenses** All operating expenses incurred in relation to the management and administration of the Partnership in accordance with the LPA are charged to the Statement of comprehensive income on an accruals basis.

**H Priority profit share** A priority profit share is paid to the General Partner, as a first charge on amounts available for allocation among Partners, as determined by the LPA. The priority profit share is treated as an expense in the Statement of comprehensive income and recognised on an accruals basis as it is a contractual obligation with no recourse per the terms of the LPA.

## Significant accounting policies (continued)

**I Offsetting financial assets and liabilities** Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the assets and settle the liabilities simultaneously. As at 31 March 2022 and 31 March 2021, no financial assets and liabilities are offset in the Statement of financial position.

**J Cash and cash equivalents** Cash and cash equivalents in the Statement of financial position comprise cash at bank.

**K Distributions** All capital and income receipts are distributed among the Partners based on allocations made in accordance with the LPA and at the discretion of the Manager. Distributions to Partners are accounted for as a deduction to the loan account until the balance is repaid and then as a deduction to the profit and loss accounts. A distribution is recognised in the year when a distribution notice is issued by the Manager.

**L Capital contributions and loan account** Capital contributions and loan account are classified as a financial liability. Partners have committed amounts to the Partnership in accordance with the LPA. These commitments will be satisfied through the contribution of capital and loan subscription amounts when admitted to the Partnership. The amounts and the timings of calls for capital contribution and loan commitments from the Limited Partners are at the discretion of the General Partner. Capital contributions and loan account are carried at amortised cost.

**M Payables** Liabilities, other than those specifically accounted for under a separate policy, are stated based on the amounts which are considered to be payable in respect of goods or services received up to the Statement of financial position date.

**N Carried interest** In accordance with the LPA, the Founder Partner is entitled to receive a share of the realised profits of the Partnership. The Founder Partner will receive its share of the profits after the performance conditions described in the LPA have been met and the outstanding participation for all Partners, including the General Partner, has been repaid. Carried interest is accrued at the balance sheet date where the calculation indicates that the performance conditions would have been achieved and distribution arrangements met were the underlying investments realised at their fair values, taking into account distributions paid to date. An accrual is made equal to the Founder Partner's share of profits in excess of the performance conditions, discounted to reflect the likely actual cash payment date, which may be materially later than the time of the accrual.

An increase or decrease in the carried interest due to the Founder Partner during the year is included as carried interest expense in the Statement of comprehensive income. A recovery of previously accrued carried interest results from a decrease in carried interest due to the Founder Partner, at the reporting date.

**O Investments in investment entities** The Manager has concluded that an entity meets the definition of an investment entity where its strategic objective is of investing in portfolio investments; providing investment management services to investors for the purpose of generating returns in the form of investment income and capital appreciation; and measuring and evaluating the performance of substantially all of its investments on a fair value basis. These entities are typically Limited Partnerships and other intermediary holding structures which holds the Partnership's interest in the underlying investment portfolio.

There are two type of Investment entities identified by the Manager: (a) Investment entities that are controlled by the Partnership, defined as 'Investment entity - controlled subsidiaries'; and (b) Investment entities that are managed by 3i Group plc but not controlled by the Partnership, defined as 'Investment entity - other'. Control, as defined by IFRS 10, is achieved when the Partnership is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Investments in investment entities which are managed on a fair value basis and are classified as financial instruments at fair value through profit or loss. The fair value can increase or reduce from either cash flows to and from the investment entities or from valuation movements in line with the Partnership's valuation policy. The fair value of such entities is the fair value of their portfolio investments, subject to any appropriate adjustments, plus any other net assets held by the investment entities.

## Notes to the financial statements

### 1 Portfolio income

	2022 €	2021 €
Interest income	8,588,412	4,809,150
Negotiation fees	-	300,348
Foreign exchange on interest income	9,638	24,824
	8,598,050	5,134,322

### 2 Realised (losses)/profits over value on the disposal of investments

	Unquoted Investments €	2022 Total €
Proceeds from investments	64,590	64,590
Opening carrying value of disposed investments	(67,826)	(67,826)
	(3,236)	(3,236)

	Unquoted Investments €	2021 Total €
Proceeds from investments	74,495	74,495
Opening carrying value of disposed investments	(42,962)	(42,962)
	31,533	31,533

### 3 Operating expenses

	2022 €	2021 €
Bank charges	81	80
Other Expenses	24	-
	105	80

The auditor's remuneration for the year of €15,564 (2021: €14,706) was borne by 3i plc, a fellow subsidiary.

### 4 Investments

The fair value of unquoted investments comprises of equity instruments of €244,894,766 (2021: €111,251,232) and loan instruments of €133,980,164 (2021: €107,305,875).

The holding period of the Partnership's investments is on average greater than one year. For this reason the investments are classified as non-current. It is not possible to identify with certainty that investments will be sold within one year.

## 4 Investments (continued)

### Fair value hierarchy

The Partnership classifies financial instruments measured at fair value in the investments according to the following hierarchy:

Level	Fair value input description	Financial instruments
Level 1	Quoted prices (unadjusted) from active markets	No Level 1 financial instruments
Level 2	Inputs other than quoted prices included in Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices)	No Level 2 financial instruments
Level 3	Inputs that are not based on observable market data	Unquoted equity instruments and loan instruments

The Partnership's investments in equity instruments and loan instruments are classified by the fair value hierarchy as follows:

	2022 Level 1 €	2022 Level 2 €	2022 Level 3 €	2022 Total €
Unquoted investments	-	-	378,874,930	378,874,930
	-	-	378,874,930	378,874,930

	2021 Level 1 €	2021 Level 2 €	2021 Level 3 €	2021 Total €
Unquoted investments	-	-	218,557,107	218,557,107
	-	-	218,557,107	218,557,107

As at 31 March 2022 and 31 March 2021, the Partnership did not hold any Level 1 or Level 2 investments.

Investments are reviewed at each year end to ensure that they are correctly classified between Level 1, 2 and 3, in accordance with the fair value hierarchy authorised above. When an investment's characteristics change during the financial period and investments no longer meet the criteria of a given level, they are transferred into a more appropriate level at the beginning of the relevant financial reporting period. There were no transfers in or out of Level 3 in the year (2021: nil).

### Level 3 fair value reconciliation

	2022 €	2021 €
Opening fair value	218,557,107	79,392,121
Additions – cash	66,155,534	111,910,071
Additions – non cash	14,794,162	-
Additions – deferred consideration	6,193	113,528
Additions – interest	8,234,294	4,828,676
Disposals, repayments and write-offs	(67,826)	(42,963)
Fair value movement	71,195,466	22,355,674
Closing fair value	378,874,930	218,557,107

## 4 Investments (continued)

A gross investment return of €80,275,301 (2021: €27,521,529) was recorded in the Statement of comprehensive income as portfolio income, unrealised profits on the revaluation of investments, fair value movement on investment entities and realised profits over value from the disposal of investments from Level 3 assets.

The fair values of all other assets and liabilities approximate their carrying amounts in the Statement of financial position.

Level 3 inputs are sensitive to assumptions made when ascertaining fair value as described in accounting policy E.

The following table summarises the various valuation methodologies used by the Manager to fair value Level 3 instruments, the inputs and the sensitivities applied and the impact of those sensitivities to the unobservable inputs. The significant majority of the Partnership's portfolio has so far mitigated the impacts of supply chain disruption and inflation via pricing mechanisms and diversifying supplier base, an important consideration in the Partnership's portfolio valuation at 31 March 2022. As part of the Manager's case-by-case review of the Partnership's portfolio companies the risks and opportunities from climate change are an important consideration in the overall discussion on fair value. These risks are adequately captured in the multiple sensitivity.

### Level 3 unquoted investments

Methodology	Description	Inputs	Fair value at 31 March	Sensitivity on key unobservable input	Fair value impact of sensitivities
			€m		€m
Earnings	Most commonly used Private Equity valuation methodology	Earnings multiples are applied to the earnings of the portfolio company to determine the enterprise value.	254	+5%	22
	Used for investments which are typically profitable and for which we can determine a set of listed companies and precedent transactions, where relevant, with similar characteristics	<b>Earnings multiples</b> When selecting earnings multiple, the Manager considers:  1. Comparable listed companies current performance and through the cycle averages  2. Relevant market transaction multiples  3. Exit expectations and other company specific factors  For point 1 and 2 of the above the Manager selects companies in the same industry and, where possible, with a similar business model and profile in terms of size, products, services and customers, growth rates and geographic focus.	(2021: 192)	-5%	(2021: 11) (22) (2021: (11))
				For the assets valued on an earnings basis, the Manager has applied a 5% sensitivity to the earnings multiple.	

## 4 Investments (continued)

### Level 3 unquoted investments (continued)

Methodology	Description	Inputs	Fair value at 31 March €m	Sensitivity on key unobservable input	Fair value impact of sensitivities €m
		<p>The pre-discount multiple ranges from 8.0x-20.0x (2021: 14.1x – 16.5x)</p> <p><u>Other inputs:</u></p> <p><b>Earnings</b> Reported earnings are adjusted for non-recurring items, such as restructuring expenses, for significant corporate actions and, in exceptional cases, run-rate adjustments to arrive at maintainable earnings.</p> <p>The most common measure is earnings before interest, tax, depreciation and amortisation ("EBITDA").</p> <p>Earnings are usually obtained from portfolio company management accounts to the preceding quarter end, with reference also to forecast earnings and the maintainable view of earnings.</p>			
Other	Used where elements of a business are valued on different bases	Values of separate elements prepared on one of the methodologies listed above.	45 2021: 26	A 5% increase in the closing value	2 2021: 1

## 5 Investment in investment entities

Investment entity – controlled subsidiary	2022 €	2021 €
Opening fair value	-	-
Additions – non cash in investment entities	10,677,844	-
Fair value movement	485,021	-
Closing fair value	11,162,865	-

All investments in investment entities are classified as Level 3 in the fair value hierarchy. There are no transfers in or out of Level 3 in the year (2021: nil).

A 5% movement in the closing book value of investments in investment entities would have an impact of €558,143 (2021: nil).

The Partnership provides support to its investment entities for the purchase of underlying assets and ongoing operations of the investment entities.

## 6 Payables

	2022 €	2021 €
Other Payables	5,925	113,528
	5,925	113,528

## 7 Carried interest payable

	2022 €	2021 €
Opening carried interest payable	-	-
Carried interest payable recognised in the Statement of comprehensive income during the year	11,785,740	-
	11,785,740	-
Of which: payable is greater than 1 year	11,785,740	-

Carried interest payable at the balance sheet date is discounted to reflect the likely cash payment date, which may be materially later than the time of the accrual. If the carried interest payable were not discounted, the accrual at the balance sheet date would be higher at €14,260,381 (31 March 2021: nil).

A 5% increase in the valuation of all individual assets in the underlying investment portfolio (including those portfolio investments held by Investment entities) would result in a €1,001,052 increase in carried interest payable (31 March 2021: nil).

A 5% decrease in the valuation of all of individual assets in the underlying investment portfolio (including those portfolio investments held by Investment entities) would result in a €1,001,052 decrease in carried interest payable (31 March 2021: nil).

## 8 Taxation

No provision for taxation has been made as the Partnership has no liability to taxation. Any taxation arising on the income and gains of the Partnership is payable by the individual Partners. Any withholding tax incurred by the Partnership is charged to the Statement of comprehensive income.

## 9 Financial instruments and associated risks

The Partnership is subject to market price risk, currency risk, concentration risk, credit risk, liquidity risk, interest rate risk and capital management risk.

### Market price risk

Market risk is the potential for changes in value due to the performance of underlying investments.

The Partnership's investments are susceptible to market price risk arising from uncertainties about future market conditions within which the investments operate. The Partnership's market risk is regularly managed by the Manager.

The Partnership's management of price risk, which arises primarily from unquoted equity instruments, is through the careful consideration of the investment, asset management and divestment decisions by the Manager. The Partnership's sensitivity to price risk is analysed in note 4.

### Currency risk

A significant exposure to currency risk is due to fluctuations in foreign currency translation. At 31 March 2022, the Partnership was exposed to currency risk relating to EUR/USD and EUR/GBP. At 31 March 2022, had EUR strengthened / weakened by 5%, 10% or 15% in relation to these currencies, with all other variables held constant, net assets attributable to Partners would have decreased / increased respectively by the amounts shown in the following table.

	5%	10%	15%
As at 31 March 2022	€	€	€
GBP	2,288,541	4,369,033	6,268,613
USD	7,071,576	13,500,282	19,369,969
	9,360,117	17,869,315	25,638,582
As at 31 March 2021	€	€	€
GBP	1,728,510	3,299,883	4,734,615
USD	3,821,531	7,295,650	10,467,672
	5,550,041	10,595,533	15,202,287

In addition to this, the table below sets out the Partnership's exposure to foreign currency exchange rates with regard to the Partnership's assets and liabilities at the year end. The Partnership's total assets were €390,082,540 (2021: €218,903,663) and the total liabilities including accrual for carried interest were €11,791,665 (2021: €113,528).

% of total Partnership assets	2022	2021
GBP	12.3%	16.6%
USD	38.0%	36.7%
	50.3%	53.3%

2022: 100.0% (2021: 100.0%) of the Partnership's liabilities were denominated in euros.



## 9 Financial instruments and associated risks (continued)

### Concentration risk

The Manager seeks to diversify risk through significant dispersion of investments by geography, economic sector and size as well as through the maturity profile of its investment portfolio.

The Partnership participates in eleven portfolio investments. The aggregate return of the Partnership may be materially and adversely affected by the unfavourable performance of Evernex. This investment is concentrated in the business service industry and thus the Partnership's performance will be closely linked to the performance of this industry and the Partnership could be severely impacted by adverse developments affecting this industry.

### Credit risk

Credit risk is the potential that an issuer, counterparty or underlying investment third party will be unable to meet commitments that it has entered into with the Partnership and/or the commitments with underlying investments of the Partnership.

Credit risk in relation to the debt element of the Partnership's investments is considered and monitored as part of the valuation process described in note 4. The credit quality of loans and receivables within the investments is based on the financial performance of the individual portfolio companies. For those assets that are not past due it is believed that the risk of default is small and that capital repayments and interest payments will be made in accordance with the agreed terms and conditions of the Partnership's investment. Where the portfolio company has failed or is expected to fail in the next 12 months, the increase in credit risk is included within the overall assessment of the fair value of the investment.

At the balance sheet date, there are no balances which were past due or impaired. Hence, no separate maximum exposure to credit risk disclosure is provided for these instruments.

### Liquidity risk

The Partnership's liquidity risk is the risk that the Partnership will encounter difficulties raising liquid funds to meet commitments as they fall due. The Manager is responsible for determining the level of liquid funds to be held by the Partnership. A prudent liquidity risk management approach is adopted to ensure sufficient cash is available for both operational expenses and investments through capital calls from Partners and the retention of proceeds from investments. As at 31 March 2022, the Partnership has undrawn commitments of €433,556,948 (2021: €528,823,865) which is callable by the Manager in accordance with the LPA.

The Partnership's investments are subject to liquidity risk in the normal course of business. As at 31 March 2022, the Partnership held €390,037,795 (2021: €218,557,107) in investments that it considered to be illiquid. The Manager manages this risk by ensuring that sufficient funds exist to meet outstanding commitments, other liabilities incurred by the operating activities of the Partnership and short term liquidity needs, as they fall due.

Liabilities arising from Carried interest payable will only crystallise if and when the performance conditions are met, and will only be paid once proceeds are received on the sale of investment or cash distribution from underlying assets, which ensures that sufficient assets will be available to meet them when they fall due (see accounting policy N).

The following table analyses the Partnership's liabilities into relevant maturity groupings based on the remaining period at the Statement of financial position date. The amounts in the tables are the contractual undiscounted cash flows.

## 9 Financial instruments and associated risks (continued)

### Liquidity risk (continued)

As at 31 March 2022	Liabilities less than 1 year €	Liabilities between 1 - 5 years €	Liabilities more than 5 years €	Total €
Other payables	5,925	-	-	5,925
	5,925	-	-	5,925
<b>As at 31 March 2021</b>				
Other payables	113,528	-	-	113,528
	113,528	-	-	113,528

Carried interest payable greater than one year of €11,785,740 (31 March 2021: nil) has no stated maturity as carried interest results from investment related transactions and it is not possible to identify with certainty the timing of when the investments will be sold. The Partnership has no other liabilities to analyse into relevant maturity groupings.

### Interest rate risk

The Partnership has no significant direct exposure to interest rate risk as its investments in debt instruments are in fixed rate loans.

### Capital Management

The capital of the Partnership is considered to be the capital contributions, loan accounts and profit and loss accounts, which totalled €378,290,875 (2021: €218,790,135) at the reporting date. There are no externally imposed capital requirements on the Partnership. To maintain or adjust the capital structure, the General Partner may request additional contributions from the Partners in the form of drawdowns for operating expense or investment purposes and distribute capital back to the Partners on the sale of investments and receipt of income yield. No changes were made in the Partnership's objectives, policies or processes for the management of capital during the year ended 31 March 2022.

## 10 Related parties

During the year the Partnership entered into transactions, in the ordinary course of business, with certain related parties. Each category of related party and its impact on the financial statements is detailed below.

### Carried interest

The Partnership pays carried interest to the Founder Partner when certain conditions relating to the performance of the Partnership are met. The amounts recognised in the Statement of comprehensive income for the year ended 31 March 2022 and in the Statement of financial position as at 31 March 2022 are set out in note 7.

### General Partner

The Partnership pays a priority profit share to the General Partner. During the investment period, the General Partner is entitled to receive a priority profit share equal to 1.00% of the acquisition cost of investments, reduced to the extent that the General Partner or any respective related party is in receipt of any fees related to the Partnership's activities. After the investment period expiry date, the priority profit share is equal to 1.00% of the aggregate acquisition cost of investments as determined at the investment period expiry date, reduced by the acquisition cost of investments that have been realised or permanently written off at the beginning of the relevant accounting period.

The Designated Limited partner shall be entitled to an amount up to maximum of €2,000 based on its portion of the Partnership. This share is calculated based on its capital contribution over the total commitment in the Partnership. €7 (2021: €6) was paid to the Designated Limited Partner.

## 10 Related parties (continued)

### General Partner (continued)

The General Partner is a related party of the Partnership, being responsible for the financial and operating decisions of the Partnership. The General Partner is a wholly owned subsidiary of 3i Holdings plc, a subsidiary of 3i.

	2022	2021
	€	€
<b>Statement of comprehensive income</b>		
Priority profit share	656,738	199,160
	<hr/>	<hr/>
<b>Statement of financial position</b>		
Accrued at the end of the year	-	-
	<hr/>	<hr/>

### Management, administrative and secretarial arrangements

During the year a number of costs were recharged between the Partnership and 3i plc, a subsidiary of 3i, in accordance with the LPA, in relation to operational and investment expenses.

	2022	2021
	€	€
<b>Statement of comprehensive income</b>		
Recharged costs	(2,761,291)	9,035
	<hr/>	<hr/>
<b>Statement of financial position</b>		
Accrued at the end of the year	268	-
	<hr/>	<hr/>

## 11 Related undertakings

### Related undertakings

The Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008 requires disclosure of certain information about the Partnership's related undertakings and this is set out below. Related undertakings are subsidiaries, joint ventures, associates and other significant holdings. In this context, significant means a shareholding greater than or equal to 20% of the nominal value of any class of shares.

The Partnership's related undertakings at 31 March 2022 are listed below.

### Associates

Name	Holding / share class	Address	Country of incorporation	Principal activity
3i Mountain LP	24.84% Partnership Interest	50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ, UK	United Kingdom	Investment holding vehicle

## 12 Controlling party

3i is the ultimate parent undertaking of the Partnership and is also the controlling party of the Manager and of the General Partner of the Partnership. Copies of the 3i financial statements which include the Partnership are available from 16 Palace Street, London, SW1E 5JD.



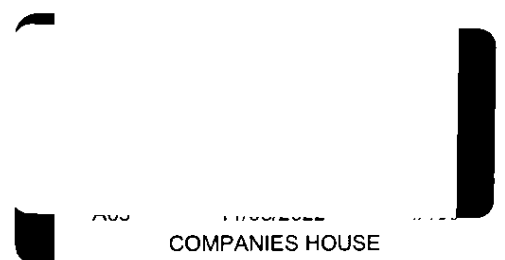
## PE 2019-22 Co-invest LP

Annual report and accounts for the year to 31 March 2022

Registered number: LP020196

To be filed with accounts of 3i GP 2019 Limited: Company number 11929444

THESE PARTNERSHIP  
ACCOUNTS FORM  
PART OF THE ACCOUNTS  
OF COMPANY  
No. 11929444



## Contents

Strategic report.....	2
Members' report.....	4
Members' responsibilities statement .....	6
Auditor's report.....	7
Statement of comprehensive income .....	11
Statement of changes in Partners' accounts .....	12
Statement of financial position .....	13
Statement of cash flows .....	14
Significant accounting policies .....	15
Notes to the financial statements .....	18

## Strategic report

The Directors of 3i Investments plc (the "Manager") present their strategic report on PE 2019-22 Co-invest LP (the "Partnership") for the year ended 31 March 2022

### Results and business review

The principal activity of the Partnership is to carry on the business of an investor in Private Equity deals across all regions in which 3i Group plc ("3i") invests worldwide.

The main key performance indicators are as follows:

	<b>2022</b>	<b>2021</b>
	<b>€</b>	<b>€</b>
Profit and Total comprehensive income for the year	1,959,268	640,203
Net assets attributable to Partners	8,429,974	5,023,673

The results for the year and financial position of the Partnership are as shown in the annexed financial statements on pages 11 and 13.

The Directors of the Manager are satisfied with the performance of the Partnership for the year, which has been driven by unrealised gains on the value of the investments and investments in investment entities of €1,803,283 and portfolio income of €253,508.

Asset cash flows were derived from portfolio income of €46,356 and proceeds from investments of €1,629.

### Future developments

The Manager does not foresee any future changes in the activity of the Partnership in the short term.

## Strategic report (continued)

### Risk management

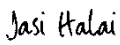
The Manager evaluates the Partnership's risk appetite on a regular basis. The principal risks and uncertainties facing the Partnership are considered to be the following:

- Market price risk
- Currency risk
- Concentration risk
- Credit risk
- Liquidity risk
- Interest rate risk
- Capital management
- Operational impact of COVID-19

The Manager has established a risk and financial management framework whose primary objective is to protect the Partnership from events that hinder the achievement of the Partnership's performance objectives, being to generate attractive risk-adjusted returns to investors.

These objectives aim to limit undue counterparty exposure, ensure sufficient working capital exists and monitor the management of risk at a Partnership level. Details of the Partnership's associated risk policies are found in note 8.

For and on behalf of 3i Investments plc

DocuSigned by:  
  
0EA157743D8F41A

Jasi Halai  
Authorised Signatory

Date: 23 May 2022

Registered office:  
16 Palace Street  
London  
SW1E 5JD



## Members' report

The Directors of the Manager on behalf of the Members present the Members' report and the financial statements of the Partnership for the year ended 31 March 2022.

### Background and general information

The Partnership was established on 25 April 2019 in accordance with its Limited Partnership Agreement ("LPA") dated 30 April 2020 and is domiciled in England as an English Limited Partnership under the Limited Partnership Act 1907. The registered office of the Partnership is 16 Palace Street, London, SW1E 5JD. The General Partner of the Partnership is 3i GP 2019 Limited. The Designated Limited Partner is 3i 2019- 22 DLP SCSp.

### Activities and future prospects

The Partnership has been reported as a Qualifying Limited Partnership as defined under The Partnerships (Accounts) Regulations 2008.

The principal activity of the Partnership is to carry on the business of an investor in Private Equity deals across all regions in which 3i invests worldwide.

The Partnership is no longer investing other than in follow-on financing. The Manager continues to realise individual investments in appropriate circumstances.

The Manager does not foresee any future changes in the activity of the Partnership in the short term.

### Partners' interests

A summary of movements in Partners' accounts is given in the Statement of changes in Partners' accounts on page 12.

### Manager

The Manager has responsibility for managing and operating the Partnership and for managing its investment portfolio. The Manager is authorised and regulated by the Financial Conduct Authority.

### Going concern

The Manager has made an assessment of going concern for a period of at least 12 months from the date of approval of the financial statements, taking into account the Partnership's current performance, financial position and the principal and emerging risks facing the business. The Manager continues to monitor the recent geo-political uncertainties. The Partnership has no direct exposure to Russia or Ukraine, and the exposure across the portfolio investments is limited, therefore this has no significant impact on the Going Concern assessment of the Partnership. The Partnership is not deemed to be exposed to any additional liquidity risk from a Limited Partner commitment and drawdown perspective as a result of the uncertainties.

The Manager has prepared a cash flow forecast and is satisfied that through a combination of commitments to draw down from Partners and cash resources that the Partnership can continue to operate for the foreseeable future and for at least 12 months from the date of approval of the financial statements. The Manager also considered the ability of Limited Partners to pay their commitments as part of this analysis. Accordingly, the Manager believes that it is appropriate to prepare the financial statements on a going concern basis.

### Events after the balance sheet date

Subsequent to the balance sheet date, the Partnership made a drawdown of €1,242,064 on 14 April 2022.

## **Members' report (continued)**

### **Disclosure of information to auditor**

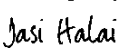
The Manager on behalf of the Members confirms that: (a) so far as it is aware, there is no relevant audit information of which the auditor is unaware; and (b) it has taken all steps it ought to have taken to make itself aware of any relevant audit information and to establish that the auditor is aware of such information.

### **Auditor**

Pursuant to Section 487 of the Companies Act 2006 and in accordance with clause 8.1 of the LPA, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

For and on behalf of 3i Investments plc

DocuSigned by:

  
0EA157743D8F41A

Jasi Halai  
Authorised Signatory

Date: 23 May 2022

Registered office:  
16 Palace Street  
London  
SW1E 5JD

## Members' responsibilities statement

The Members have appointed the Manager to prepare the Strategic report, Members' report and the financial statements. The Manager is responsible for preparing the Strategic report, Members' report and the financial statements in accordance with applicable law and regulations.

The Partnerships (Accounts) Regulations 2008 requires the Manager to prepare financial statements for each financial year in accordance with Part 15 and Chapter 1 of Part 16 of the Companies Act 2006. Under that law the Manager has elected to prepare the financial statements in accordance with UK-adopted international accounting standards and applicable law.

Under company law the Manager must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Partnership and the profit or loss of the Partnership for that period.

In preparing these financial statements, the Manager is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with UK-adopted international accounting standards;
- assess the qualifying partnership'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 qualifying partnership or to cease operations, or have no realistic alternative but to do so.

The Manager has been appointed by the Members to fulfil the below responsibilities of the Members.

The Manager is responsible for keeping adequate accounting records which are sufficient to show and explain the Partnership's transactions and disclose with reasonable accuracy at any time the financial position of the Partnership, and which enable the Manager to ensure that the financial statements comply with the Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulations 2008. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements 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 qualifying partnership and to prevent and detect fraud and other irregularities.

## Auditor's report

### Independent auditor's report to the Members of PE 2019-22 Co-invest LP

#### Opinion

We have audited the financial statements of PE 2019-22 Co-invest LP (the "qualifying partnership") for the year ended 31 March 2022 which comprise the Statement of comprehensive income, the Statement of changes in Partners' accounts, the Statement of financial position, the Statement of cash flows and the related notes, including the accounting policies set out in notes A to M.

In our opinion the financial statements:

- give a true and fair view of the state of the qualifying partnership's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the qualifying partnership in accordance with, UK ethical requirements including the FRC Ethical Standard.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Going concern

The Members have prepared the financial statements on the going concern basis as they do not intend to liquidate the qualifying partnership or to cease its operations, and as they have concluded that the qualifying partnership's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the Members' conclusions, we considered the inherent risks to the qualifying partnership's business model and analysed how those risks might affect the qualifying partnership's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the Members' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the Members' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the qualifying partnership's ability to continue as a going concern for the going concern period.

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 above conclusions are not a guarantee that the qualifying partnership will continue in operation.

## Auditor's report (continued)

### Fraud and breaches of laws and regulations – ability to detect

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of the Members, the 3i Group plc Audit and Compliance Committee, and 3i Group plc internal audit and inspection of policy documentation as to 3i Group plc's high-level policies and procedures, as applicable to the qualifying partnership, to prevent and detect fraud, as well as whether they have knowledge of any actual, suspected or alleged fraud;
- reading meeting minutes of those charged with governance.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account our overall knowledge of the control environment, we performed procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the calculation of revenue is non-judgmental and straightforward, with limited opportunity for manipulation.

We also identified a fraud risk related to the valuation of unquoted investments due to their highly judgemental nature and use of unobservable inputs in their calculation.

We performed procedures including:

- identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included all post year end and closing journals.
- assessing significant accounting estimates relating to valuation of unquoted investments for bias.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the Members (as required by auditing standards), and discussed with the Members the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the qualifying partnership is subject to laws and regulations that directly affect the partnership including financial reporting legislation (including related companies legislation) and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the qualifying partnership is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: anti-bribery, data protection, anti-money laundering and certain aspects of qualifying partnership legislation recognising the nature of the qualifying partnership's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

#### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

## Auditor's report (continued)

### Strategic report and Members' report

The Members are responsible for the Strategic report and the Members' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the Strategic report and the Members' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in those reports;
- in our opinion the information given in the Strategic report and the Members' report for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006 as applied to qualifying partnerships we are required 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 Members' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

### Members' responsibilities

As explained more fully in the Members' Responsibilities Statement set out on page 6, the Members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; assessing the qualifying partnership'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 they either intend to liquidate the qualifying partnership or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities


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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>.

## Auditor's report (continued)

### The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the qualifying partnership's Members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by regulation 4 of the Partnerships (Accounts) Regulations 2008. Our audit work has been undertaken so that we might state to the qualifying partnership'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 qualifying partnership and its Members, as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:  
  
9946049634BE4AA

Benjamin Pott (Senior statutory auditor)  
For and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL  
23 May 2022

## Statement of comprehensive income

for the year ended 31 March 2022

	Notes	2022 €	2021 €
Portfolio income	1	253,508	155,177
Unrealised profits on the revaluation of investments	4	1,791,081	562,410
Fair value movements on investment entity	5	12,202	-
Realised (losses)/profits over value on the disposal of investments	2	(85)	791
<b>Gross investment return</b>		<b>2,056,706</b>	<b>718,378</b>
Priority profit share	9	(2,000)	(2,000)
Deal related costs		(21,898)	(21,716)
Operating expenses	3	(67,326)	(53,169)
Foreign exchange losses		(6,214)	(1,290)
<b>Profit and Total comprehensive income for the year</b>		<b>1,959,268</b>	<b>640,203</b>

All items in the above statement are derived from continuing operations. No operations were acquired or discontinued in the year.

The accounting policies on pages 15 to 17 and the notes on pages 18 to 26 form an integral part of these financial statements.



## Statement of changes in Partners' accounts

for the year ended 31 March 2022

	Capital Contributions	Loan account	Profit and loss account	Total
	€	€	€	€
<b>Opening balance of Partners' accounts</b>	2,812	4,422,340	598,521	5,023,673
Drawdowns from Partners	-	1,447,033	-	1,447,033
	2,812	5,869,373	598,521	6,470,706
Profit and Total comprehensive income for the year	-	-	1,959,268	1,959,268
<b>Closing balance of Partners' accounts</b>	2,812	5,869,373	2,557,789	8,429,974

for the year ended 31 March 2021

	Capital Contributions	Loan account	Profit and loss account	Total
	€	€	€	€
<b>Opening balance of Partners' accounts</b>	2,812	2,124,748	(41,682)	2,085,878
Drawdowns from Partners	-	2,297,592	-	2,297,592
	2,812	4,422,340	(41,682)	4,383,470
Profit and Total comprehensive income for the year	-	-	640,203	640,203
<b>Closing balance of Partners' accounts</b>	2,812	4,422,340	598,521	5,023,673

The accounting policies on pages 15 to 17 and the notes on pages 18 to 26 form an integral part of these financial statements.

**Statement of financial position**

as at 31 March 2022

	Notes	2022 €	2021 €
<b>Assets</b>			
<b>Non-current assets</b>			
Investments			
Unquoted investments	4	9,531,482	5,498,337
Investment in investment entity	5	280,827	-
<b>Total non-current assets</b>		9,812,309	5,498,337
<b>Current assets</b>			
Cash and cash equivalents		316,383	229,143
<b>Total current assets</b>		316,383	229,143
<b>Total assets</b>		10,128,692	5,727,480
<b>Liabilities</b>			
<b>Current liabilities</b>			
Payables	6	(1,698,718)	(703,807)
<b>Total current liabilities</b>		(1,698,718)	(703,807)
<b>Total liabilities</b>		(1,698,718)	(703,807)
<b>Net assets attributable to Partners</b>		8,429,974	5,023,673
<b>Represented by:</b>			
Capital contributions		2,812	2,812
Loan account		5,869,373	4,422,340
Profit and loss accounts		2,557,789	598,521
<b>Net assets attributable to Partners</b>		8,429,974	5,023,673

The accounting policies on pages 15 to 17 and the notes on pages 18 to 26 form an integral part of these financial statements.

The financial statements have been approved and authorised for issue by the Manager.

For and on behalf of 3i Investments plc

DocuSigned by:

Jasi Halai

0EA157743D8F41A

Jasi Halai  
Authorised Signatory

Date: 23 May 2022

## Statement of cash flows

for the year ended 31 March 2022

	Notes	2022 €	2021 €
<b>Cash flow from operating activities</b>			
Purchase of investments	4	(1,664,311)	(2,815,370)
Proceeds from investments	2	1,629	1,875
Deal related costs paid		(21,898)	(21,716)
Portfolio income received		46,356	33,701
Priority profit share paid		(2,000)	(2,000)
Operating expenses paid		(59,597)	(43,315)
<b>Net cash flow from operating activities</b>		<b>(1,699,821)</b>	<b>(2,846,825)</b>
<b>Cash flow from financing activities</b>			
Drawdowns		1,447,175	2,688,552
Bridging loan		1,683,382	2,675,673
Bridging loan repaid		(1,337,282)	(2,313,901)
<b>Net cash flow from financing activities</b>		<b>1,793,275</b>	<b>3,050,324</b>
<b>Change in cash and cash equivalents</b>		<b>93,454</b>	<b>203,499</b>
Cash and cash equivalents at the start of the year		229,143	26,934
Effect of exchange rate fluctuations		(6,214)	(1,290)
<b>Cash and cash equivalents at the end of the year</b>		<b>316,383</b>	<b>229,143</b>

The accounting policies on pages 15 to 17 and the notes on pages 18 to 26 form an integral part of these financial statements.

## Significant accounting policies

**A Statement of compliance** *These financial statements have been prepared in accordance with UK-adopted international accounting standards and comply with the Companies Act 2006 as applicable to Qualifying Limited Partnerships by The Partnerships (Accounts) Regulation 2008.*

### New standards and interpretations

The Partnership did not implement the requirements of any other standards or interpretations that were in issue; these were not required to be adopted by the Partnership for the year ended 31 March 2022. No other standards or interpretations have been issued that are expected to have a material impact on the Partnership's financial statements.

**B Basis of preparation** *The principal accounting policies applied in the preparation of the Partnership accounts are disclosed below. These policies have been consistently applied and apply to all years presented.*

*The Manager has made an assessment of going concern for a period of at least 12 months from the date of approval of the financial statements, taking into account the Partnership's current performance, financial position and the principal and emerging risks facing the business. The Manager continues to monitor the recent geo-political uncertainties. The Partnership has no direct exposure to Russia or Ukraine, and the exposure across the portfolio investments is limited, therefore this has no significant impact on the Going Concern assessment of the Partnership. The Partnership is not deemed to be exposed to any additional liquidity risk from a Limited Partner commitment and drawdown perspective as a result of the uncertainties.*

*The Manager has prepared a cash flow forecast and is satisfied that through a combination of commitments to draw down from Partners and cash resources that the Partnership can continue to operate for the foreseeable future and for at least 12 months from the date of approval of the financial statements. The Manager also considered the ability of Limited Partners to pay their commitments as part of this analysis. Accordingly, the Manager believes that it is appropriate to prepare the financial statements on a going concern basis.*

*The financial statements have been prepared on a going concern basis and are presented in euros, the functional currency of the Partnership, being the currency in which Partners' capital commitments, drawdowns and distributions are denominated.*

**C Significant accounting estimates and judgements** *The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.*

*The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The most significant techniques for estimation are described in the accounting policies below.*

*The most significant estimates for the Partnership relate to the fair valuation of the investments and carried interest payable. The valuation methodologies for investments are disclosed in accounting policies E and M and discussed in notes 4 and 5.*

*The Manager has concluded that the Partnership continues to meet the definition of an investment entity as its strategic objectives of investing in portfolio investments; providing investment management services to investors for the purpose of generating returns in the form of investment income and capital appreciation; and measuring and evaluating the performance of substantially all of its investments on a fair value basis remain unchanged.*

**D Foreign currency transactions** *Monetary assets and liabilities denominated in foreign currencies are translated into euros at the closing rates of exchange at the balance sheet date. Foreign currency transactions are translated into euros at the rate of exchange at the date of the transaction and exchange differences arising on settlement or translation of monetary items are taken to the Statement of comprehensive income.*

## Significant accounting policies (continued)

**E Investments** Investments represent equity and loan instruments which are managed on a fair value basis. Investments are recognised and de-recognised on their trade date where the purchase or sale of an investment is under a contract, the terms of which require the delivery or settlement of the investment.

Investments are classified as fair value through profit and loss or are initially recognised at the fair value of the consideration given. Unquoted investments, including both equity and loans, are subsequently measured at fair value in accordance with the International Private Equity and Venture Capital ("IPEV") valuation guidelines and IFRS 13, with reference to the most appropriate information available at the time of measurement.

### E Investments

Interest-bearing loans accrue interest which is either settled in cash or capitalised on a regular basis and included as part of the principal loan balance. The capitalisation of accrued interest is treated as part of investment additions during the year. If the fair value of an investment is assessed to be below the principal value of the loan, the Partnership recognises a fair value reduction against any interest income accrued from the date of the assessment going forward. "Capitalisation at nil value" is the term used to describe the capitalisation of accrued interest which has been fully provided for. These transactions are disclosed as additions to portfolio cost with an equal reduction in portfolio value. If the fair value of such an investment is subsequently assessed to be above the fair value of the loan, the interest provision is reversed, with the amount disclosed as an unrealised gain on the revaluation of an investment, converted into euros using the exchange rates in force at the revaluation date. Any foreign exchange differences arising between the recognition and reversal of the provision are shown as foreign exchange in note 1.

Loans and equity are valued together to derive the fair value of the asset, where loan and equity instruments are in the same investment and are invested and disposed of at the same time, and cannot be traded separately. To arrive at the fair value of the unquoted equity and loan instruments, the entire fair value of the asset is estimated. The value is then distributed amongst the different loan, equity and other financial instruments accordingly.

**F Revenue recognition** The revenue recognised by the Partnership is investment income, analysed into the following components:

- I. Realised profits or losses over value on the disposal of investments are the difference between the fair value of the proceeds received gross of withholding taxes less any directly attributable costs, on the sale of equity and the repayment of loans and receivables, and its carrying value at the start of the accounting period.
- II. Unrealised profits or losses on the revaluation of investments are the movement in the carrying value of investments between the start and end of the accounting period.
- III. Fair value movements on investment entities are the movements in the carrying value of the Partnership's subsidiaries, which are classified as investment entities under IFRS 10. The Partnership makes investments in portfolio assets through these entities which are limited partnerships or corporate subsidiaries.
- IV. Portfolio income is income that is directly related to the return from individual investments. It is recognised to the extent that it is probable that there will be economic benefit and the income can be reliably measured.
  - Income from loans that is recognised as it accrues by reference to the principal outstanding and the interest rate applicable and is only recognised to the extent that it is deemed recoverable.

**G Operating expenses** All operating expenses incurred in relation to the management and administration of the Partnership in accordance with the LPA are charged to the Statement of comprehensive income on an accruals basis.

**H Priority profit share** A priority profit share is paid to the General Partner, as a first charge on amounts available for allocation among Partners, as determined by the LPA. The priority profit share is treated as an expense in the Statement of comprehensive income and recognised on an accruals basis as it is a contractual obligation with no recourse per the terms of the LPA.

**I Offsetting financial assets and liabilities** Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the assets and settle the liabilities simultaneously. As at 31 March 2022 and 31 March 2021, no financial assets and liabilities are offset in the Statement of financial position.

## Significant accounting policies (continued)

**J Cash and cash equivalents** Cash and cash equivalents in the Statement of financial position comprise cash at bank.

**K Capital contributions and loan account** Capital contributions and loan account are classified as a financial liability. Partners have committed amounts to the Partnership in accordance with the LPA. These commitments will be satisfied through the contribution of capital and loan subscription amounts when admitted to the Partnership. The amounts and the timings of calls for capital contribution and loan commitments from the Limited Partners are at the discretion of the General Partner. Capital contributions and loan account are carried at amortised cost.

**L Payables** Liabilities, other than those specifically accounted for under a separate policy, are stated based on the amounts which are considered to be payable in respect of goods or services received up to the Statement of financial position date.

**M Investments in investment entities** The Manager has concluded that an entity meets the definition of an investment entity where its strategic objective is of investing in portfolio investments; providing investment management services to investors for the purpose of generating returns in the form of investment income and capital appreciation; and measuring and evaluating the performance of substantially all of its investments on a fair value basis. These entities are typically Limited Partnerships and other intermediary holding structures which holds the Partnership's interest in the underlying investment portfolio.

There are two type of Investment entities identified by the Manager: (a) Investment entities that are controlled by the Partnership, defined as 'Investment entity - controlled subsidiaries'; and (b) Investment entities that are managed by 3i Group plc but not controlled by the Partnership, defined as 'Investment entity - other'. Control, as defined by IFRS 10, is achieved when the Partnership is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Investments in investment entities which are managed on a fair value basis and are classified as financial instruments at fair value through profit or loss. The fair value can increase or reduce from either cash flows to and from the investment entities or from valuation movements in line with the Partnership's valuation policy. The fair value of such entities is the fair value of their portfolio investments, subject to any appropriate adjustments, plus any other net assets held by the investment entities.

## Notes to the financial statements

### 1 Portfolio income

	<b>2022</b>	<b>2021</b>
	€	€
Interest income	216,061	120,985
Negotiation fees	37,205	33,567
Foreign exchange on interest income	242	625
	<b>253,508</b>	<b>155,177</b>

### 2 Realised (losses)/profits over value on the disposal of investments

	<b>Unquoted Investments</b>	<b>2022 Total</b>
	€	€
Proceeds from investments	1,629	1,629
Opening carrying value of disposed investments	(1,714)	(1,714)
	<b>(85)</b>	<b>(85)</b>

	<b>Unquoted Investments</b>	<b>2021 Total</b>
	€	€
Proceeds from investments	1,875	1,875
Opening carrying value of disposed investments	(1,084)	(1,084)
	<b>791</b>	<b>791</b>

### 3 Operating expenses

	<b>2022</b>	<b>2021</b>
	€	€
Audit fees	13,565	12,269
Bank charges	183	80
Administration expenses	8,500	7,700
Professional fees	32,378	28,156
Bridging Loan interest	12,700	4,964
	<b>67,326</b>	<b>53,169</b>

## 4 Investments

The fair value of unquoted investments comprises of equity instruments of €6,160,899 (2021: €2,798,809) and loan instruments of €3,370,583 (2021: €2,699,528).

The holding period of the Partnership's investments is on average greater than one year. For this reason the investments are classified as non-current. It is not possible to identify with certainty that investments will be sold within one year.

### Fair value hierarchy

The Partnership classifies financial instruments measured at fair value in the investments according to the following hierarchy:

Level	Fair value input description	Financial instruments
Level 1	Quoted prices (unadjusted) from active markets	No Level 1 financial instruments
Level 2	Inputs other than quoted prices included in Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices)	No Level 2 financial instruments
Level 3	Inputs that are not based on observable market data	Unquoted equity instruments and loan instruments

The Partnership's investments in equity instruments and loan instruments are classified by the fair value hierarchy as follows:

	2022 Level 1 €	2022 Level 2 €	2022 Level 3 €	2022 Total €
Unquoted investments	-	-	9,531,482	9,531,482
	-	-	9,531,482	9,531,482

	2021 Level 1 €	2021 Level 2 €	2021 Level 3 €	2021 Total €
Unquoted investments	-	-	5,498,337	5,498,337
	-	-	5,498,337	5,498,337

As at 31 March 2022 and 31 March 2021, the Partnership did not hold any Level 1 or Level 2 investments.

Investments are reviewed at each year end to ensure that they are correctly classified between Level 1, 2 and 3, in accordance with the fair value hierarchy authorised above. When an investment's characteristics change during the financial period and investments no longer meet the criteria of a given level, they are transferred into a more appropriate level at the beginning of the relevant financial reporting period. There were no transfers in or out of Level 3 in the year (2021: nil).



## 4 Investments (continued)

### Level 3 fair value reconciliation

	2022	2021
	€	€
Opening fair value	5,498,337	1,997,286
Additions – cash	1,664,311	2,815,370
Additions – non cash	372,158	-
Additions – deferred consideration	156	2,879
Additions – interest	207,153	1,21,476
Disposals, repayments and write-offs	(1,714)	(1,084)
Fair value movement	1,791,081	562,410
Closing fair value	9,531,482	5,498,337

A gross investment return of €2,056,706 (2021: €718,378) was recorded in the Statement of comprehensive income as portfolio income, unrealised profits on the revaluation of investments, Fair value movements on investment entities and realised profits over value from the disposal of investments from Level 3 assets.

The fair values of all other assets and liabilities approximate their carrying amounts in the Statement of financial position.

Level 3 inputs are sensitive to assumptions made when ascertaining fair value as described in accounting policy E.

The following table summarises the various valuation methodologies used by the Manager to fair value Level 3 instruments, the inputs and the sensitivities applied and the impact of those sensitives to the unobservable inputs. The significant majority of the Partnership's portfolio has so far mitigated the impacts of supply chain disruption and inflation via pricing mechanisms and diversifying supplier base, an important consideration in the Partnership's portfolio valuation at 31 March 2022. As part of the Manager's case-by-case review of the Partnership's portfolio companies the risks and opportunities from climate change are an important consideration in the overall discussion on fair value. These risks are adequately captured in the multiple sensitivity.

## 4 Investments (continued)

### Level 3 unquoted investments

Methodology	Description	Inputs	Fair value at 31 March	Sensitivity on key unobservable input	Fair value impact of sensitivities
			€		€
Earnings	Most commonly used Private Equity valuation methodology	Earnings multiples are applied to the earnings of the portfolio company to determine the enterprise value.	8,676,055	+5%	550,344
			(2021: 4,831,136)	-5%	(2021: 276,113)
	Used for investments which are typically profitable and for which we can determine a set of listed companies and precedent transactions, where relevant, with similar characteristics	<p><b>Earnings multiples</b></p> <p>When selecting earnings multiple, the Manager considers:</p> <ol style="list-style-type: none"> <li>1. Comparable listed companies current performance and through the cycle averages</li> <li>2. Relevant market transaction multiples</li> <li>3. Exit expectations and other company specific factors</li> </ol> <p>For point 1 and 2 of the above the Manager selects companies in the same industry and, where possible, with a similar business model and profile in terms of size, products, services and customers, growth rates and geographic focus.</p> <p>The pre-discount multiple ranges from 8.00x-20.00x (2021: 14.10x – 16.50x)</p> <p><u>Other inputs:</u></p> <p><b>Earnings</b></p> <p>Reported earnings are adjusted for non-recurring items, such as restructuring expenses, for significant corporate actions and, in exceptional cases, run-rate adjustments to arrive at maintainable earnings.</p>		For the assets valued on an earnings basis, the Manager has applied a 5% sensitivity to the earnings multiple.	(550,344) (2021: (282,983))

**4 Investments (continued)****Level 3 unquoted investments (continued)**

Methodology	Description	Inputs	Fair value at 31 March	Sensitivity on key unobservable input	Fair value impact of sensitivities
			€		€
Earnings (continued)		The most common measure is earnings before interest, tax, depreciation and amortisation ("EBITDA").  Earnings are usually obtained from portfolio company management accounts to the preceding quarter end, with reference also to forecast earnings and the maintainable view of earnings.			
Other (Price of recent transaction)	Used where elements of a business are valued on different bases	Values of separate elements prepared on one of the methodologies listed above.	1,136,275 (2021: 667,201)	A 5% increase in the closing value	56,814 (2021: 33,360)

**5 Investment in investment entities**

Investment entity – controlled subsidiary	2022 €	2021 €
Opening fair value	-	-
Additions – non cash in investment entities	268,625	-
Fair value movement	12,202	-
Closing fair value	280,827	-

All investments in investment entities are classified as Level 3 in the fair value hierarchy. There are no transfers in or out of Level 3 in the year (2021: nil).

A 5% movement in the closing book value of investments in investment entities would have an impact of €14,041 (2021: nil).

The Partnership provides support to its investment entities for the purchase of underlying assets and ongoing operations of the investment entities.

## 6 Payables

	2022	2021
	€	€
Bridging Loan	1,658,696	661,259
Interest on bridging loan	5,633	609
Accrued expenses	34,090	39,060
Other payables	299	2,879
	1,698,718	703,807

## 7 Taxation

No provision for taxation has been made as the Partnership has no liability to taxation. Any taxation arising on the income and gains of the Partnership is payable by the individual Partners.

## 8 Financial instruments and associated risks

The Partnership is subject to market price risk, currency risk, concentration risk, credit risk, liquidity risk, interest rate risk and capital management risk.

### Market price risk

Market risk is the potential for changes in value due to the performance of underlying investments.

The Partnership's investments are susceptible to market price risk arising from uncertainties about future market conditions within which the investments operate. The Partnership's market risk is regularly managed by the Manager.

The Partnership's management of price risk, which arises primarily from unquoted equity instruments, is through the careful consideration of the investment, asset management and divestment decisions by the Manager. The Partnership's sensitivity to price risk is analysed in note 4.

### Currency risk

A significant exposure to currency risk is due to fluctuations in foreign currency translation. At 31 March 2022, the Partnership was exposed to currency risk relating to EUR/USD and EUR/GBP. At 31 March 2022, had EUR strengthened / weakened by 5%, 10% or 15% in relation to these currencies, with all other variables held constant, net assets attributable to Partners would have decreased / increased respectively by the amounts shown in the following table.

	5%	10%	15%
As at 31 March 2022	€	€	€
GBP	57,053	108,918	156,274
USD	177,223	338,335	485,438
	234,276	447,253	641,712
As at 31 March 2021	€	€	€
GBP	42,208	80,579	115,613
USD	95,571	182,453	261,781
	137,779	263,032	377,394

## 8 Financial instruments and associated risks (continued)

### Currency risk (continued)

In addition to this, the table below sets out the Partnership's exposure to foreign currency exchange rates with regard to the Partnership's assets and liabilities at the year end. The Partnership's total assets were €10,128,692 (2021: €5,727,480) and the total liabilities were €1,698,718 (2021: €703,807).

<b>% of total Partnership assets</b>	<b>2022</b>	<b>2021</b>
GBP	12.0%	16.0%
USD	36.9%	35.3%
	48.9%	51.3%
<b>% of total Partnership liabilities</b>	<b>2022</b>	<b>2021</b>
GBP	1.2%	3.8%
USD	0.8%	1.7%
	2.0%	5.5%

2022: 98.0% (2021: 94.5%) of the Partnership's liabilities were denominated in euros.

### Concentration risk

The Manager seeks to diversify risk through significant dispersion of investments by geography, economic sector and size as well as through the maturity profile of its investment portfolio.

The Partnership participates in eleven portfolio investments. The aggregate return of the Partnership may be materially and adversely affected by the unfavourable performance of Evernex. This investment is concentrated in the business service industry and thus the Partnership's performance will be closely linked to the performance of this industry and the Partnership could be severely impacted by adverse developments affecting this industry.

### Credit risk

Credit risk is the potential that an issuer, counterparty or underlying investment third party will be unable to meet commitments that it has entered into with the Partnership and/or the commitments with underlying investments of the Partnership.

Credit risk in relation to the debt element of the Partnership's investments is considered and monitored as part of the valuation process described in note 4. The credit quality of loans and receivables within the investments is based on the financial performance of the individual portfolio companies. For those assets that are not past due it is believed that the risk of default is small and that capital repayments and interest payments will be made in accordance with the agreed terms and conditions of the Partnership's investment. Where the portfolio company has failed or is expected to fail in the next 12 months, the increase in credit risk is included within the overall assessment of the fair value of the investment.

At the balance sheet date, there are no balances which were past due or impaired. Hence, no separate maximum exposure to credit risk disclosure is provided for these instruments.

### Liquidity risk

The Partnership's liquidity risk is the risk that the Partnership will encounter difficulties raising liquid funds to meet commitments as they fall due. The Manager is responsible for determining the level of liquid funds to be held by the Partnership. A prudent liquidity risk management approach is adopted to ensure sufficient cash is available for both operational expenses and investments through capital calls from Partners and the retention of proceeds from investments. As at 31 March 2022, the Partnership has undrawn commitments of €12,253,815 (2021: €13,700,848) which is callable by the Manager in accordance with the LPA.

The Partnership's investments are subject to liquidity risk in the normal course of business. As at 31 March 2022, the Partnership held €9,812,309 (2021: €5,498,337) in investments that it considered to be illiquid. The Manager manages this risk by ensuring that sufficient funds exist to meet outstanding commitments, other liabilities incurred by the operating activities of the Partnership and short term liquidity needs, as they fall due.

## 8 Financial instruments and associated risks (continued)

### Liquidity risk (continued)

The following table analyses the Partnership's liabilities into relevant maturity groupings based on the remaining period at the Statement of financial position date. The amounts in the tables are the contractual undiscounted cash flows.

As at 31 March 2022	Liabilities less than 1 year €	Liabilities between 1 - 5 years €	Liabilities more than 5 years €	Total €
Other payables and accrued expenses	1,698,718	-	-	1,698,718
	1,698,718	-	-	1,698,718
<b>As at 31 March 2021</b>				
Other payables and accrued expenses	703,807	-	-	703,807
	703,807	-	-	703,807

The Partnership has no other liabilities to analyse into relevant maturity groupings.

### Interest rate risk

The Partnership has no significant direct exposure to interest rate risk as its investments in debt instruments are in fixed rate loans.

### Capital Management

The capital of the Partnership is considered to be the capital contributions, loan accounts and profit and loss accounts, which totalled €8,429,974 (2021: €5,023,673) at the reporting date. There are no externally imposed capital requirements on the Partnership. To maintain or adjust the capital structure, the General Partner may request additional contributions from the Partners in the form of drawdowns for operating expense or investment purposes and distribute capital back to the Partners on the sale of investments and receipt of income yield. No changes were made in the Partnership's objectives, policies or processes for the management of capital during the year ended 31 March 2022.

## 9 Related parties

During the year the Partnership entered into transactions, in the ordinary course of business, with certain related parties. Each category of related party and its impact on the financial statements is detailed below.

### Bridging Loan

In accordance with the LPA, the Partnership is entitled to call a bridging loan from 3i in order to pay for the cost of investments and Partnership expenses. **During the year to 31 March 2022, 3i had advanced €2,327,044 to the Partnership and €1,337,282 was repaid back to 3i. As at 31 March 2022, €1,664,329 (2021: €661,868) remained payable back to 3i.**

### General Partner

The Partnership pays a priority profit share to the General Partner. The Partnership pays a fixed priority profit share of €2,000 per annum to its General Partner.

The Designated Limited partner shall be entitled to an amount up to maximum of €1,000 based on its portion of the Partnership. This share is calculated based on its capital contribution over the total commitment in the Partnership. **€12 (2021: €6) was paid to the Designated Limited Partner.**

The General Partner is a related party of the Partnership, being responsible for the financial and operating decisions of the Partnership. The General Partner is a wholly owned subsidiary of 3i Holdings plc, a subsidiary of 3i.

## 9 Related parties (continued)

### General Partner (continued)

	2022	2021
<b>Statement of comprehensive income</b>	€	€
Priority profit share	2,000	2,000
<b>Statement of financial position</b>		
Accrued at the end of the year	-	-

### Management, administrative and secretarial arrangements

During the year a number of costs were recharged between the Partnership and 3i plc, a subsidiary of 3i, in accordance with the LPA, in relation to operational and investment expenses.

	2022	2021
<b>Statement of comprehensive income</b>	€	€
Recharged costs	62,776	57,418
<b>Statement of financial position</b>		
Accrued at the end of the year	34,089	30,668

### Related Undertakings

The Partnership has no interest in any subsidiaries, associates or joint ventures which would be classified as Related undertakings under the Companies Act 2006.

## 10 Controlling party

The Partnership has no ultimate controlling party.

## 11 Events after the balance sheet date

Subsequent to the balance sheet date, the Partnership made a drawdown of €1,242,064 on 14 April 2022.