Absolute Energy Capital LLP
Financial statements
31 March 2015

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Financial statements

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Designated members and advisers

Designated members

A Pisanti - Designated member U Tamburrino - Designated member

Registered office

100 Pall Mall London SW1Y 5NQ

Auditor

Moore Stephens LLP Chartered Accountants and Statutory Auditor

Russell Square House 10-12 Russell Square

London United Kingdom WC1B 5LF

Report of the members

Year ended 31 March 2015

The members present their report and the audited financial statements of the LLP for the year ended 31 March 2015. There are no members other than the designated members.

Principal activities and business review

The principal activity of the LLP is that of providing investment advisory services. The LLP is currently not trading but is seeking opportunities for further advisory work.

Results for the year and allocation to members

The loss for the year to be allocated to members was £(10,062) (2014: £1,316).

Designated members

The following were designated members during the year:

A Pisanti

U Tamburrino

Policy with respect to members' drawings and subscription and repayments of amounts subscribed or otherwise contributed

Profits and policies for members' drawings, subscriptions and repayment of members' capital are governed by the Partnership Agreement dated 23 March 2009, as amended and restated on 1 June 2009.

Going concern

The firm remains inactive but continues to incur costs and to maintain its FCA authorisation. These costs are predictable and the members' plan for the period of one year from the date of signature of the accounts allows for similar expenditure to the prior year. The firm has certain income from management charges and a retainer paid by an Appointed Representative. Members will ensure, through their control of Absolute Energy Servizi SRL., that the firm will have sufficient capital to meets its capital requirement under FCA rules. In the circumstances the members consider it is appropriate for the firm to draw up its accounts on a going concern basis.

Responsibilities of the members

The members are responsible for preparing the members' report and the financial statements in accordance with applicable law and regulations.

Company law as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 requires the members to prepare financial statements for each financial year. Under that law the members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under Company law as applied to limited liability partnerships, the members 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 LLP and of the profit or loss of the LLP for that year.

In preparing these financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP will continue in business.

Report of the members (continued)

Year ended 31 March 2015

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor

Moore Stephens LLP have been appointed as auditor following a merger with Chantrey Vellacott DFK LLP and will be re-appointed under the provision of the Companies Act 2006 as applied to limited liability partnerships.

Each designated member at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the LLP's auditor is unaware; and
- they have taken all steps that they ought to have taken as a member to make themselves aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

Signed on behalf of the members

Designated member

Approved by the members on 24 July 2015

U Tamburrino

Designated member

Independent auditor's report to the members of Absolute Energy Capital LLP

Year ended 31 March 2015

We have audited the financial statements of Absolute Energy Capital LLP for the year ended 31 March 2015 which comprise the profit and loss account, balance sheet, cash flow statement, accounting policies and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the LLP's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP'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 LLP's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of designated members and auditor

As explained more fully in the members' responsibilities statement set out on pages 2 to 3, the designated members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the LLP's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the designated members; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Independent auditor's report to the members of Absolute Energy Capital LLP (continued)

Year ended 31 March 2015

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the LLP's affairs as at 31 March 2015 and of its loss for the year then
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 as applied to limited liability partnerships requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or

we have not received all the information and explanations we require for our audit.

I STAUNTON (Senior Statutory Auditor) for and on behalf of MOORE STEPHENS LLP

Chartered Accountants and Statutory Auditor

London

Profit and loss account

Year ended 31 March 2015

| N | lote | 2015 £ | 2014 £ |
|---|------|-----------|-----------|
| Turnover | | 36,824 | 60,874 |
| Administrative expenses | | 46,938 | 59,611 |
| Operating (loss)/profit | 1 | (10,114) | 1,263 |
| Interest receivable | | 52 | 53 |
| (Loss)/profit for the financial year before members' remuneration and pr shares available for discretionary division among members | ofit | (10,062) | 1,316 |

The LLP's turnover and expenses all relate to continuing operations.

The LLP had no recognised gains and losses other than those included in the results above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the results above and their historical cost equivalents.

Balance sheet

As at 31 March 2015

| Note | 2015 £ | 2014 £ |
|--|------------------|------------------|
| Current assets Debtors 3 | 49,476 | 14,183 |
| Cash at bank | 45,026 | 74,966 |
| Creditors: amounts falling due within one year 4 | 94,502 23,644 | 89,149 13,019 |
| Net current assets | 70,858 | 76,130 |
| Total assets less current liabilities | 70,858 | 76,130 |
| Net assets attributable to members | 70,858 | 76,130 |
| Represented by: | | |
| Loans and other debts due to members 6 | 20,858 | 26,130 |
| Equity Members' capital 7 | 50,000 | 50,000 |
| | 70,858 | 76,130 |
| Total members' interests - memorandum item | | |
| Loans and other debts due to members 6 | 20,858 | 26,130 |
| Members' other interests 7 | 50,000 | 50,000 |
| Amounts due from members 3 | (18,337) | (13,306) |
| | 52,521 ——— | 62,824 |

These accounts were approved by the designated members and authorised for issue on 24 July 2015, and are signed on their behalf by:

Chur Whi

Registered Number: OC342110

Cash flow statement

| | Note | 2015 £ | 2014 £ |
|---|------|-----------|-----------|
| Net cash (outflow)/inflow from operating activities | 8 | (29,751) | 38,033 |
| Returns on investments and servicing of finance | 9 | 52 | 53 |
| Transactions with members | 10 | (241) | (1,500) |
| (Decrease)/increase in cash | 11 | (29,940) | 36,586 |

Accounting policies

Year ended 31 March 2015

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable United Kingdom accounting standards and the requirements of the Statement of Recommended Practice 'Accounting by Limited Liability Partnerships' issued in March 2010 (SORP 2010).

Turnover

The turnover shown in the profit and loss account represents investment advisory services arising from continuing activities in the United Kingdom and Italy and is stated on an accruals basis, exclusive of Value Added Tax.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Members' participation rights

Each member's capital account includes the amounts initially contributed by the member to the LLP. Profits are divided only after a decision by the LLP, so that the LLP has an unconditional right to refuse payment. Such profits are classed as an appropriation of equity rather than as an expense. They are therefore shown as a residual amount available for discretionary division among members in the profit and loss account and are equity appropriations in the balance sheet.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

Notes to the financial statements

| 1. | Operating (loss)/profit Operating (loss)/profit is stated after charging: | | |
|----|---|------------------|----------------|
| | | 2015 £ | 2014 £ |
| | Auditor's remuneration - as auditor | 3,500 | 3,000 |
| | Operating lease costs: - Accomodation Net loss on foreign currency translation | 1,188 4,421 | 1,188 1,359 |
| | | | |
| 2. | Employee information No salaries or wages have been paid to employees during the year. | | |
| 3. | Debtors | 2015 £ | 2014 £ |
| | Trade debtors Amounts owed by group undertakings | 17,397 13,405 | 540 |
| | Other debtors | 238 | 238 |
| | Prepayments and accrued income Amounts due from members | 99 | 99 13,306 |
| | Amounts due from members | 18,337 | |
| | | 49,476 | 14,183 |
| 4. | Creditors: amounts falling due within one year | | |
| | | 2015 £ | 2014 £ |
| | Trade creditors | 9,244 | _ |
| | Amounts owed to group undertakings | - 2 121 | 7,168 726 |
| | Other taxation Accruals and deferred income | 2,131 12,269 | 726 5,125 |
| | | 23,644 | 13,019 |
| | | | |

Notes to the financial statements

Year ended 31 March 2015

5. Related party transactions

Absolute Energy Servizi SRL is an Italian company, trading in Italy with similar activities to the LLP. It is controlled by the designated members of the LLP.

During the year, Absolute Energy Servizi SRL was invoiced by the LLP for management charges amounting to £20,873 (2014: £44,619).

Also during the year interest was charged by the LLP to Absolute Energy Servizi SRL amounting to £39 (2014: £42).

As at the 31 March 2015, Absolute Energy Servizi SRL owed the LLP £13,405 (2014: £7,168 owed to Absolute Energy Servizi SRL).

As at 31 March 2015, included in trade creditors is amount of £9,244 payable to Alberto Pisanti for travel expenses..

6. Loans and other debts due to members

| | 2015 | 2014 |
|--|-------|--------|
| | £ | £ |
| Amounts owed to members in respect of profits 20 | 0,858 | 26,130 |
| | | |

7. Members' interests

Members' other interests

Other debts due to

| | Members' capital (classified as equity) £ | Other reserves £ | Total members' other interests £ | members less any amounts due from members in debtors | Total · £ |
|---|---|------------------------|--|--|----------------------|
| Amounts due to members Amounts due from members | - | - | - | 26,130 (13,306) | |
| Balance at 1 April 2014 Loss for the financial year available for discretionary division amongst members | 50,000 | (10,062) | 50,000 | 12,824 | 62,824 |
| Members' interests after loss for the year Other division of losses Drawings | 50,000 - - | (10,062) 10,062 | 39,938 10,062 | 12,824 (10,062) (241) | 52,762 - (241) |
| Amounts due to members Amounts due from members | | | <u> </u> | 20,858 | |
| Balance at 31 March 2015 | 50,000 | | 50,000 | 2,521 | 52,521 |

Notes to the financial statements

| 8. | Reconciliation of operating (loss)/profit to net cash (outflow)/inflow from operating activities | 2015 £ | 2014 £ |
|-----|--|--------------------------------|----------------------------|
| | Operating (loss)/profit (Increase)/decrease in debtors Increase/(decrease) in creditors | (10,114) (30,262) 10,625 | 1,263 38,461 (1,691) |
| | Net cash (outflow)/inflow from operating activities | (29,751) | 38,033 |
| 9. | Returns on investments and servicing of finance | 2015 £ | 2014 £ |
| | Interest received | 52 | 53 |
| | Net cash inflow from returns on investments and servicing of finance | 52 | 53 |
| 10. | Transactions with members | | |
| | | 2015 £ | 2014 £ |
| | Payments to members | (241) | (1,500) |
| | Net cash outflow from transactions with members | (241) | (1,500) |
| 11. | Reconciliation of net cash flow to movement in net funds | 2015 £ | 2014 £ |
| | (Decrease)/Increase in cash in the period | (29,940) | 36,586 |
| | Movement in net funds in the period | (29,940) | 36,586 |
| | Net funds at 1 April 2014 | 74,966 | 38,380 |
| | Net funds at 31 March 2015 | 45,026 | 74,966 |
| | | | |

Notes to the financial statements

| Net cash: | Cash flows £ | 31 Mar 2015 £ |
|---|-----------------|------------------|
| Cash in hand and at bank Net funds 74,966 74,966 | (29,940) | 45,026 45,026 |