Limited Liability Partnership Registration No. OC361162 (England and Wales)

### **Edale Capital LLP**

Annual report and financial statements for the year ended 31 March 2017



Saffery Champness

#### Limited liability partnership information

**Designated members** Edale Capital (Services) Limited

Rupert Dyson

Limited liability partnership number OC361162

**Registered office** 33 St James's Square

London SW1Y 4JS

Independent auditors Saffery Champness LLP

Suite C, Unex House Bourges Boulevard Peterborough Cambridgeshire

PE1 1NG

Bankers Coutts & Co

440 Strand London WC2R OQS

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#### Members' report

For the year ended 31 March 2017

The members present their annual report and financial statements for the year ended 31 March 2017.

#### **Principal activities**

The principal activity of the limited liability partnership continued to be that of investment management.

#### Fair review of the business

The results for the year and the financial position at the year end were considered satisfactory by the members who expect growth in the foreseeable future.

#### **Designated members**

The designated members who held office during the year and up to the date of signature of the financial statements were as follows:

Edale Capital (Services) Limited Rupert Dyson

#### Policy on members' drawings

The members' drawing policy allows each member to draw a proportion of their profit share, subject to the cash requirements of the business.

A member's capital requirement is linked to their share of profit and the financing requirement of the limited liability partnership. There is no opportunity for appreciation of the capital subscribed. Just as incoming members introduce their capital at "par", so the retiring members are repaid their capital at "par".

#### **Auditors**

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

#### Statement of disclosure to auditors

Each of the members in office at the date of approval of this annual report confirms that:

- so far as the members are aware, there is no relevant audit information of which the limited liability partnership's auditors are unaware, and
- the members have taken all the steps that they ought to have taken as members in order to make themselves aware of any relevant audit information and to establish that the limited liability partnership's auditors are aware of that information.

On behalf of the members

Rupert Dyen

**Rupert Dyson** 

**Designated Member** 

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### Members' responsibilities statement For the year ended 31 March 2017

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

Company law (as applied 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 by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008) 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 limited liability partnership and of the profit or loss of the limited liability partnership for that year. In preparing those financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the limited liability partnership will continue in business.

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the limited liability partnership's transactions and disclose with reasonable accuracy at any time the financial position of the limited liability partnership and to enable them to ensure that the financial statements comply with the Companies Act 2006 (as applied 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 limited liability partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The members are responsible for the maintenance and integrity of the corporate and financial information included on the LLP's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

### Independent auditors' report To the members of Edale Capital LLP

We have audited the financial statements of Edale Capital LLP for the year ended 31 March 2017 set out on pages 5 to 19. 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the limited liability partnership's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied 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 limited liability partnership's members those matters we are required to state to them in an auditors' 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 limited liability partnership and the limited liability partnership's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective responsibilities of members and auditors

As explained more fully in the Members' Responsibilities Statement set out on page 2, the 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 limited liability partnership's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the 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.

#### Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the limited liability partnership's affairs as at 31 March 2017 and of its loss for the year then ended;
- 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.

## Independent auditors' report (continued) To the members of Edale Capital LLP

#### 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.

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Alistair Hunt (Senior Statutory Auditor) for and on behalf of Saffery Champness LLP

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**Chartered Accountants Statutory Auditors** 

Suite C, Unex House Bourges Boulevard Peterborough Cambridgeshire PE1 1NG

**Edale Capital LLP** 

# Income statement For the year ended 31 March 2017

		2017	2016
	Notes	£	£
Turnover	2	196,412	296,095
Administrative expenses		(260,340)	(267,093)
(Loss)/profit for the financial year before members' remuneration and profit shares	a a	(63,928) ———	29,002
(Loss)/profit for the financial year before members' remuneration and profit shares		(63,928)	29,002
Members' remuneration charged as an expense		-	•
(Loss)/profit for the financial year available			
for discretionary division among members		(63,928)	29,002

The income statement has been prepared on the basis that all operations are continuing operations.

There is no other comprehensive income other than that passing through the income statement.

The notes on pages 10 to 19 form part of these financial statements.

# Statement of comprehensive income For the year ended 31 March 2017

	-	
	2017	2016
	£	£
(Loss)/profit for the financial year available for discretionary division among members	(63,928)	29,002
Other comprehensive income	-	-
Total comprehensive income for the year	(63,928)	29,002
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**Edale Capital LLP** 

## Statement of financial position As at 31 March 2017

			2017		2016
	Notes	£	£	£	£
Current assets					
Debtors	7	109,245		117,833	
Cash at bank and in hand		94,588		158,325	
		203,833		276,158	
Creditors: amounts falling due within					
one year	8	(17,126)		(25,523)	
Net current assets		-	186,707		250,635
Represented by:					
Loans and other debts due to members within one year					
Amounts due in respect of profits			(63,928)		29,002
Other amounts			50,635		21,633
	9		(13,293)		50,635
Members' capital classified as liability	•		200,000		200,000
			186,707		250,635
			<del></del>		
Total members' interests					
Loans and other debts due to members			(13,293)		50,635
Members' other interests			200,000		200,000
			186,707		250,635

The notes on pages 10 to 19 form part of these financial statements.

The financial statements were approved by the members and authorised for issue on  $\frac{1}{1}$  and are signed on their behalf by:

Rupert Dyson

**Designated member** 

Limited Liability Partnership Registration No. OC361162

Edale Capital LLP

Reconciliation of members' interests
For the year ended 31 March 2017

Current financial year	Equity Debt Members' other interests			Debt	Total Members' interests	
	Members' capital (classified as liability)	Other reserves	Total	Other amounts	Total	Total 2017
	£	£	£	£	£	£
Amount due to members				50,635		
Members' interests at 1 April 2016	200,000	-	200,000	50,635	50,635	250,635
Loss for the financial year available for discretionary division among members		(63,928)	(63,928)	-		(63,928
Members' interests after loss for the year	200,000	(63,928)	136,072	50,635	50,635	186,707
Allocation of loss for the financial year	-	63,928	63,928	(63,928)	(63,928)	-
Members' interests at 31 March 2017	200,000		200,000	(13,293)	(13,293)	186,707
Amounts due to members				(13,293)		
			•	(13,293)		

Edale Capital LLP

Reconciliation of members' interests (continued)

For the year ended 31 March 2017

Prior financial year	Equity Members' other interests			Debt		Total Members' interests
	Members' capital (classified as liability)	Other reserves	Total	Other amounts	Total	Total 2016
	£	£	£	£	£	£
Amount due to members Amount due from members				21,860 (227)		
Members' interests at 1 April 2015 Profit for the financial year available for discretionary division among	100,000	-	100,000	21,633	21,633	121,633
members	-	29,002	29,002	-	-	29,002
Members' interests after profit for the year	100,000	29,002	129,002	21,633	21,633	150,635
Allocation of profit for the financial year	100,000	(29,002) -	(29,002) 100,000	29,002 -	29,002 -	100,000
Members' interests at 31 March 2016	200,000	-	200,000	50,635	50,635	250,635
Amounts due to members				50,635		
				50,635		

Edale Capital LLP

Statement of cash flows
For the year ended 31 March 2017

	Notes	£	2017 £	£	2016 £
Cash flows from operating activities					
Cash (absorbed by)/generated from operations	12		(63,737)		48,140
Net cash used in investing activities			-		-
Net cash used in financing activities			-		-
Net (decrease)/increase in cash and of equivalents	cash		(63,737)		48,140
Cash and cash equivalents at beginning	g of year		158,325		110,185
Cash and cash equivalents at end of y	/ear		94,588		158,325

#### Notes to the financial statements For the year ended 31 March 2017

#### 1 Accounting policies

#### Limited liability partnership information

Edale Capital LLP is a limited liability partnership incorporated in England and Wales. The registered office is 33 St James's Square, London, SW1Y 4JS.

The limited liability partnerships's principal activities are disclosed in the Members' Report.

#### 1.1 Accounting convention

These financial statements have been prepared in accordance with the Statement of Recommended Practice "Accounting by Limited Liability Partnerships" issued in January 2017, together with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the limited liability partnership. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

#### 1.2 Going concern

At the time of approving the financial statements, the members have a reasonable expectation that the limited liability partnership has adequate resources to continue in operational existence for the foreseeable future. Thus the members continue to adopt the going concern basis of accounting in preparing the financial statements.

#### 1.3 Turnover

Turnover represents investment management services receivable net of VAT and trade discounts.

### Notes to the financial statements (continued) For the year ended 31 March 2017

#### 1 Accounting policies (continued)

#### 1.4 Members' participating interests

Members' participation rights are the rights of a member against the LLP that arise under the members' agreement (for example, in respect of amounts subscribed or otherwise contributed remuneration and profits).

Members' participation rights in the earnings or assets of the LLP are analysed between those that are, from the LLP's perspective, either a financial liability or equity, in accordance with section 22 of FRS 102. A member's participation rights including amounts subscribed or otherwise contributed by members, for example members' capital, are classed as liabilities unless the LLP has an unconditional right to refuse payment to members, in which case they are classified as equity.

All amounts due to members that are classified as liabilities are presented within 'Loans and other debts due to members' and, where such an amount relates to current year profits, they are recognised within 'Members' remuneration charged as an expense' in arriving at the relevant year's result. Undivided amounts that are classified as equity are shown within 'Members' other interests'. Amounts recoverable from members are presented as debtors and shown as amounts due from members within members' interests.

#### 1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures, fittings & equipment

33% on cost

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

#### 1.6 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

### Notes to the financial statements (continued) For the year ended 31 March 2017

#### 1 Accounting policies (continued)

#### 1.7 Financial instruments

The limited liability partnership has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the limited liability partnership's statement of financial position when the limited liability partnership becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### Basic financial assets

Basic financial assets, which include trade and other debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

#### Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

#### Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

#### 1 Accounting policies (continued)

#### Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the limited liability partnership transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

#### Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the limited liability partnership after deducting all of its liabilities.

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### Other financial liabilities

Other financial liabilities, including debt instruments that do not meet the definition of a basic financial instrument, are measured at fair value through profit or loss.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

#### Derecognition of financial liabilities

Financial liabilities are derecognised when the limited liability partnership's obligations expire or are discharged or cancelled.

### Notes to the financial statements (continued) For the year ended 31 March 2017

#### 1 Accounting policies (continued)

#### 1.8 Taxation

The taxation payable on the partnership profits is solely the personal liability of the individual members consequently neither partnership taxation nor related deferred taxation arising in respect of the partnership are accounted for in these financial statements.

#### 1.9 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the limited liability partnership is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

#### 1.10 Leases

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

#### 1.11 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the income statement for the period.

#### 2 Turnover

An analysis of the limited liability partnership's turnover is as follows:

	201	L7 2016
	•	££
Turnover		
Principal activity	196,41	12 296,095
·		= ===
Turnover analysed by geographical market		
	201	17 2016
		£
United Kingdom	- 196,43	12 296,095
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**Edale Capital LLP** 

# Notes to the financial statements (continued) For the year ended 31 March 2017

3	Operating (loss)/profit		
		2017	2016
	Operating (loss)/profit for the year is stated after charging/(crediting):	£	£
	Exchange losses/(gains)	1,008	477
	Fees payable to the LLP's auditors for the audit of the LLP's annual		
	accounts	4,550	4,375
	Depreciation of owned tangible fixed assets	-	265
	Operating lease charges	42,439	41,117
		<del></del>	====

#### 4 Employees

The average number of persons (excluding members) employed by the partnership during the year was:

	2017	2016
	Number	Number
Admin	2	2
Their aggregate remuneration comprised:		
	2017	2016
	£	£
Wages and salaries	115,400	113,983
Social security costs	10,608	9,651
	126,008	123,634

# Notes to the financial statements (continued) For the year ended 31 March 2017

5	Tangible fixed assets		
		Fixtur	es, fittings &
			equipment
	Cost		£
	At 1 April 2016 and 31 March 2017		7,746
	Depreciation and impairment	•	
	At 1 April 2016 and 31 March 2017		7,746
	Carrying amount		
	At 31 March 2017		-
	At 31 March 2016		-
			. =
6	Financial instruments		
		2017	2016
		£	£
	Carrying amount of financial assets		
	Debt instruments measured at amortised cost	38,306 ————	54,690 ======
	Carrying amount of financial liabilities		
	Measured at amortised cost	13,239	21,556
	•		
7	Debtors		
	A constant the second the second	2017	2016
	Amounts falling due within one year:	£	£
	Trade debtors	30,588	47,976
	Other debtors	10,911	10,995
	Prepayments and accrued income	67,746	58,862
		109,245	117,833
			===

# Notes to the financial statements (continued) For the year ended 31 March 2017

8	Creditors: amounts falling due within one year		
		2017	2016
		£	£
	Trade creditors	7,239	14,536
	Other taxation and social security	3,887	3,967
	Accruals and deferred income	6,000	7,020
		17,126	25,523
		====	
9	Loans and other debts due to members		
		2017	2016
		. <b>£</b>	£
	Analysis of loans		
	Amounts falling due within one year	(13,293)	50,635

In the event of a winding up the amounts included in "Loans and other debts due to members" will rank equally with unsecured creditors.

#### 10 Operating lease commitments

#### Lessee

**Edale Capital LLP** 

At the reporting end date the limited liability partnership had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2017	2016
	£	£
Within one year	28,200	43,005

# Notes to the financial statements (continued) For the year ended 31 March 2017

#### 11 Related party transactions

The ultimate controlling party is Rupert Dyson, a member of the LLP.

At the year end Edale Capital LLP owed £1,120 to Rupert Dyson (2016 - £432) and £nil to Russell Hendry, an employee (2016 - £480).

During the year the LLP's income which is made up of management and performance fees, amounted to £134,783 (2016 - £256,241) from Edale Europe Absolute Fund Limited and £8,202, (2016 - £9,275) from Edale Europe Absolute Fund LP. Both of these funds operate independently of Edale Capital LLP although Rupert Dyson is both an investor and a Director on the relevant boards.

At the year end Edale Capital LLP was owed £51,040 (2016 - £43,350) from Edale Europe Absolute Fund Limited, £3,105 (2016 - £2,438) from Edale Europe Absolute Fund LP, and £30,588 (2016 - £47,976) from Edale Capital Cayman Ltd - a company also controlled by Rupert Dyson.

#### Key management personnel of the LLP

The total remuneration of key management personnel during the period was £nil (2016:£nil)

.2	Cash generated from operations	2017 £	2016 £
	(Loss)/profit for the year	(63,928)	29,002
	Adjustments for:		
	Depreciation and impairment of tangible fixed assets	-	265
	Movements in working capital:		
	Decrease in debtors	7,500	20,296
	(Decrease) in creditors	(7,309)	(1,423)
	Cash (absorbed by)/generated from operations	(63,737)	48,140