LLP Registration Number: OC367686

Annual Report and Financial Statements

For The Year Ended 31 December 2017

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ADMINISTRATIVE INFORMATION

Designated members

AEW Global Limited Evergreen Members LLP

LLP Registration number

OC367686 (England & Wales)

Registered office

33 Jermyn Street London

SW1Y 6DN

Bankers

National Westminster Bank Plc

94 Moorgate London EC2M 6UR

Auditors

Mazars LLP

Chartered Accountants and Statutory Auditor

Tower Bridge St Katharine's Way

E1W 1DD

MEMBERS' REPORT

The Members present the members' report and the audited financial statements of AEW UK Investment Management LLP ("the LLP") for the year ended 31 December 2017.

BOARD MEMBERS

The members of the Board who held office during the period were:

Appointed by AEW Global Limited

Appointed by Evergreen Members LLP

Jeffrey Furber Robert Wilkinson Serge Bataillie

Richard Tanner Rachel McIsaac Louise Staniforth

PRINCIPAL ACTIVITIES

The principal activity of the LLP is to act as a fund manager for global professional investors seeking exposure to the UK property market. The LLP offers a range of investment services for those clients. It was registered with the Financial Conduct Authority (formally, 'Financial Services Authority') on 26 August 2012.

REVIEW OF THE BUSINESS

The results for the year are set out in the financial statements on page 6. The Members report a profit of £1,048k for the year ended 31 December 2017 (2016: profit of £1,301k).

AEW Global Limited and Evergreen Members LLP are the two designated members of the LLP.

FUTURE PROSPECTS

The members are confident of the future trading prospects of the LLP. There are no material risks or uncertainties facing the LLP.

In June 2017, AEW UK Investment Management LLP launched the AEW UK Long Lease REIT Plc. The aim of the fund is to generate a secure and predictable income return, sustainable in real terms, whilst at least maintaining capital value in real terms.

GOING CONCERN

These financial statements have been prepared on a going concern basis, further details of which are set out in the accounting policies.

MEMBERS' CAPITAL

Members' capital classified as equity is set out on page 8.

MEMBERS' DRAWINGS

The following drawings totalling £1,064k were made during the period by the two members of the LLP. This comprised of the priority return of £764k and a distribution £150k to AEW Global Limited and £150k to Evergreen Members LLP. The drawings were in accordance with the members' agreement.

OFFICERS AND THEIR INTERESTS

A number of the senior employees of the LLP personally invest in the fund which aligns their long and short term interests with those of the investors in the funds.

MEMBERS' REPORT

STATEMENT OF MEMBERS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Companies Act 2006, as applied to the limited liability partnerships requires members to prepare financial statements for each financial year, which which 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 estimates that are reasonable and prudent;
- · state whether applicable accounting standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP will continue in business.

The members are responsible for keeping proper accounting records that 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. The members have a general responsibility to safeguard the assets of the LLP, the system of internal control and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The responsibilities are exercised by the Management Committee on behalf of the members.

AUDITORS

Mazars LLP as the LLP auditor will continue in office unless removed by the LLP Management Committee.

Approved by the Members

and signed on behalf of the members

R Tanner (Member of Evergreen Members LLP)

16 April 2018

R.W.Wilkinson

(Member of AEW Global Limited)

16 April 2018

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AEW UK INVESTMENT MANAGEMENT LLP

For the year ended 31 December 2017

Opinion

We have audited the financial statements of AEW UK Investment Management LLP (the 'LLP') for the year ended 31 December 2017 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Reconciliation of Members' Interest and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the LLP's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice:
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the LLP in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the members' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the members have not disclosed in the financial statements any identified material uncertainties that
 may cast significant doubt about the LLP's ability to continue to adopt the going concern basis of
 accounting for a period of at least twelve months from the date when the financial statements are
 authorised for issue.

Other Information

The members are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Matters on which we are required to report by exception

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AEW UK INVESTMENT MANAGEMENT LLP

For the year ended 31 December 2017

- 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; or

Responsibilities of Members

As explained more fully in the members' responsibilities statement set out on page 3, the members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the members determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the members are responsible for assessing the LLP's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the members either intend to liquidate the LLP or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK). Those standards require us to comply with the Financial Reporting Council's Ethical Standard. 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. 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 and the LLP's members as a body for our audit work, for this report, or for the opinions we have formed.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Signed:

Richard Metcalfe (Senior Statutory Auditor)

for and on behalf of Mazars LLP

Chartered Accountants and Statutory Auditor

Tower Bridge House, St Katharine's Way, London, E1W 1DD

Date: 16/4/2018

STATEMENT OF COMPREHENSIVE INCOME For the year ended 31 December 2017

Continuing operations	Note	2017 £'000	2016 £'000
Turnover	3	5,929	5,508
		5,929	5,508
Staff costs Depreciation Other operating expenses	5	(3,461) (60) (1,360)	(2,991) (59) (1,157)
Operating profit on ordinary activities before interest	. 4	1,048	1,301
Interest receivable and similar income Interest payable and similar charges		 -	-
Profit on ordinary activities for the financial year before members' remuneration and profit share			
members remaneration and pront share		1,048	1,301
Profit for the year available for discretionary division among members		1,048	1,301
Other comprehensive income		-	-
Total comprehensive income for the financial year available for discretionary division among members		1,048	1,301

The notes on pages 9 to 16 are an integral part of these financial statements.

AEW UK INVESTMENT MANAGEMENT LLP STATEMENT OF FINANCIAL POSITION For the year ended 31 December 2017

•	Note	2017 £'000	2016 £'000
Fixed assets Intangible assets Tangible fixed assets	8 9	201 6	260 2
·		_ 207	262
Current assets Debtors Cash at bank and in hand	11	1,829 1,614	1,061 1,810
Conditions analysis falling due within an year	12	3,443	2,871
Creditors: amounts falling due within one year	12	(1,254)	(720)
Net current assets Total assets less current liabilities		2,189 2,396	2,151 2,413
Net assets attributable to members		2,396	2,413
Represented by: Total members interests			
Members' capital classified as equity Members' other interest – reserves		5,097 (2,701)	5,097 (2,684)
		2,396	2,413

These financial statements were approved by the members and authorised for issue on 16 April 2018 and signed on their behalf by:

R Tanner (Member of Evergreen Members LLP)

R.W. Wilkinson (Member of AEW Global Limited)

The notes on pages 9 to 16 are an integral part of these financial statements.

AEW UK INVESTMENT MANAGEMENT LLP RECONCILIATION OF MEMBERS' INTEREST For the year ended 31 December 2017

Equity Members' other interests

	Members capital (classified as equity) £'000	Other reserves £'000	Total members' interest £'000
Amounts due to/(from) members at 1 January 2016	5,097	(3,985)	1,112
Profit for the financial year available for discretionary division between members	-	1,301	1,301
Members interests for the year	5,097	(2,684)	2,413
Capital introduced	-	-	-
Amounts due to/(from) members at 31 December 2016	5,097	(2,684)	2,413
Profit for the financial year available for discretionary division between members	-	1,048	1,048
Members interests after profit/(loss) for the year	5,097	(1,636)	3,461
Distribution of reserves	•	(1,065)	(1,065)
Amounts due to/(from) members at 31 December 2017	5,097	(2,701)	2,396

The notes on pages 9 to 16 are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

1. Accounting policies

a) General information

AEW UK Investment Management LLP is a limited liability partnership domiciled and incorporated in England & Wales, the registration number is OC367686. The address of its registered office and principal place of business is 33 Jermyn Street, London, SW1Y 6DN.

These financial statements have been prepared in Sterling, which is the LLP's functional currency, being the primary economic environment in which the LLP operates. The amounts in these financial statements have been rounded to the nearest thousand.

b) Basis preparation

These financial statements have been prepared in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ("FRS 102"), the requirements of the Statement of Recommended Practice 'Accounting by Limited Liability Partnerships' ("LLP SORP") and requirements of Companies Act 2006. These financial statements have been prepared using the historical cost convention.

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of and no objection to, the use of the exemptions by the LLP's Members.

In preparing the financial statements, the LLP has taken advantage of the following exemptions:

- from disclosing key management personnel compensation, as required by paragraph 7 of Section 33 'Related Party Disclosures'; and
- from presenting a statement of cash flows, as required by Section 7 'Statement of Cash Flows',

On the basis that equivalent disclosures are given in the consolidated financial statements of its ultimate parent undertaking Natixis SA, the LLP has also taken advantage of the exemption not to disclose certain requirements of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues'.

Note 14 provide details of where those consolidated financial statements may be obtained from.

c) Going concern

As at 31 December 2017, the LLP's current asset position was £3,443k (2016: £2,871k). The LLP has adequate resources to meet its current liabilities.

In June 2017, AEW UK Investment Management LLP launched the AEW UK Long Lease REIT Plc. The aim of the fund is to generate a secure and predictable income return, sustainable in real terms, whilst at least maintaining capital value in real terms:

At the time of approving the financial statements, the management committee has a reasonable expectation that the LLP has adequate resources to continue in operational existence for the foreseeable future. Thus the management committee continues to adopt the going concern basis of accounting in preparing the financial statements.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

1. Accounting policies (continued)

d) Revenue

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts from the provision of investment management services net of sales related taxes, and for advisory services.

Management fees receivable in advance are deferred and recognised as income over the period, or point in time, in which the services are performed. When it is probable that the total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Revenue from other operating income relates to advisory services and recognised over the period the services are performed.

e) Taxation

No provision has been made for taxation in the financial statements. Each member is exclusively liable for any tax liabilities arising out of their interest in the LLP, which will be assessed on the individual members and not the LLP.

f) Foreign currency translation

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the date the transactions took place. Where this is not possible to determine, income and expense items are translated using an average exchange rate for the period.

Monetary assets and liabilities denominated in foreign currencies are reported at the rates of exchange prevailing at the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the reporting date of monetary assets and liabilities are reported in profit or loss.

g) Intangible assets

Intangible assets which comprise of intellectual property and placement fees are initially recognised at cost, which is the purchase price plus any directly attributable costs and are subsequently measured at cost less accumulated amortisation and impairment losses.

The intellectual property represents the rights to a non-exclusive, perpetual, royalty free licence to use, modify licence and sub-licence all commissioned materials purchased during the period. Placement fees represent fees incurred in sourcing and securing investors in the new fund.

Amortisation is charged on a straight line basis to administrative expenses in profit or loss over the shorter of the useful life of the asset or the contractual or legal rights arising on acquisition. The useful lives are as follows:

Intellectual property 10 years
Placement fees 7 years

Intangible assets are tested for impairment where indication of impairment exists at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

1. Accounting policies (continued)

h) Tangible fixed assets

Tangible fixed assets are recognised at cost, which is the purchase price plus any directly attributable costs and are subsequently measured at cost less accumulated depreciation and impairment losses.

Tangible fixed assets are depreciated to administrative expenses in profit or loss over their useful lives on a straight line basis, which are as follows:

Computer equipment

2 to 3 years

Tangible fixed assets are tested for impairment where indication of impairment exists at the reporting date.

a) Financial instruments

The Company 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 assets and liabilities are recognised when the LLP's statement of financial position when the LLP becomes party to the contractual provisions of the instrument.

Classification of financial assets

Financial assets are classified into specified categories. The classification depends on the nature and purpose of the financial assets and is determined at the time of recognition.

Basic financial assets

Basic financial assets, which include trade and other debtors and cash and bank balances, 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.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks. Cash is stated at its transaction price.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting 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. The impairment loss is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

1. ACCOUNTING POLICIES (CONTINUED)

Classification of financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into. Members' interests are classified as equity where it evidences a residual interest in the assets of the LLP after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other creditors and amounts from group undertakings, 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 receipts discounted at a market rate of interest. Basic financial 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. Creditors are classified as amounts falling due within one year if payment is due within one year or less. If not, they are presented as amounts falling due after more than one year.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the LLP's obligations are discharged, cancelled, or they expire.

b) Retirement benefits

The LLP operates a defined contribution pension scheme for certain employees. Contributions to the defined contribution pension scheme are charged to profit or loss in the period in which they are incurred.

c) Employee benefits

Short-term employee benefits such as unused holiday entitlement, are recognised as an expense in profit or loss in the period in which the services are received. An accrual is recognised for short-term employee benefits where entitlement has accumulated, but has not been taken, at the reporting date. The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the LLP's accounting policies management are required to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability in future years. The judgements, estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant.

The following judgements and estimates that management has made in the process of applying the LLP's accounting policies and that have the most significant effects on the amounts recognised in the financial statements are:

Critical judgements

Impairment of intangibles

Determining whether the LLP's intangible assets have been impaired require estimates of the asset value in use. The value in use calculations requires the entity to estimate the future cash flows expected to arise from the intangible assets. The carrying amount of the intangible assets at reporting date was £201k with no impairment loss recognised in 2017 or 2016.

Management's assessment determining the remaining useful live of the intangible assets is based on the life of the fund.

3. Turnover

An analysis of the LLP's turnover is as follows:	2017 £'000	2016 £'000
Investment management fees Other operating income	5,389 540	5,022 486
	5,929	5,508
Analyses of the LLP's turnover by geographical market is as follows:	2017 £'000	2016 £'000
United Kingdom	5,929	5,508
4. Operating profit		
Operating profit is stated after charging:	2017 £'000	2016 £'000
Amortisation of intangible assets Depreciation of tangible fixed assets	59 1	58 1
Fees payable to the auditor for the audit of the LLP's financial statements	19	15

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

5. Staff costs

The average monthly number of persons (including key management personnel) employed by the LLP during the year was:

,	2017 Number	2016 Number
Fund management	16	13
Fund operations Financial and administration	5 3	5 3
	24	21
Their aggregate remuneration comprised:	2017 £'000	2016 £'000
Wages and salaries	2,962	2,587
Social security costs Pension costs	344 155	280 124
	3,461	2,991

6. Members' remuneration

No remuneration has been paid in the year (2016: £nil) to the 2 members of the LLP.

7. Taxation

Taxation on profit on ordinary activities of the LLP is the liability of the designated members. Consequently no corporation tax is assessed on the qualifying LLP.

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

8. Intangible assets

	Intellectual Property £'000	Placement Agent Fees £'000	Total £'000
Cost At 1 January 2017 Additions Disposal	150 - -	300	450 - -
At 31 December 2017	150	300	450
Amortisation At 1 January 2016 Charge for the year	80 15	110 · 44	190 59
At 31 December 2017	95	154	249
Net book value At 31 December 2017	55	146	201
At 31 December 2016	70	190	260

9. Tangible fixed assets

	Computer Equipment £'000	Total £'000
Cost At 1 January 2017 Additions Fully depreciated assets	3 6 -	3 6
At 31 December 2017	9	9
Depreciation At 1 January 2017 Charge for the year Fully depreciated assets	1 2 -	1 2
At 31 December 2017	3	3
Net book value At 31 December 2017	6	6
At 31 December 2016	2	2

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2017

10. Financial instruments

10.	Financial instruments		
		2017 £'000	2016 £'000
	Carrying amount of financial assets		
	Debt instruments measured at amortised cost	3,443	2,871
	Carrying amount of financial liabilities		
	Measured at amortised cost	1,254	720
11.	Debtors		
		2017	2016
		£'000	£'000
	Trade Debtors	<u>.</u>	64
	Other debtors	3	2
	Prepayments and accrued income	1,826	995
		1,829	1,061
			-
12.	Creditors: amounts falling due within one year		
	•	2017	2017
		£'000	£'000
	Trade Creditors	30	8
	Taxation and social security	100	98
	Accruals and deferred income	1,124	614
		1,254	720

13. Related party transactions

The LLP is 50% owned by AEW Global Limited who is a designated member of AEW Europe LLP. The LLP has entered into an agreement with AEW Europe LLP to provide the following services: IT, human resources, accounting & taxation, research, compliance and legal. The total costs incurred and paid during the year were £493k (2016: £458k)

14. Immediate and ultimate parent undertaking

The members of the LLP are AEW Global Limited and Evergreen Members LLP, who each own a 50% share in the LLP. The LLP is controlled by AEW Global Limited, who is the immediate parent undertaking.

The ultimate parent company is Natixis S.A., a company incorporated in France. The largest and smallest group in which the LLP is consolidated into is that headed by Natixis S.A. The consolidated financial statements may be obtained from:

The Finance Officer AEW Europe LLP 33 Jermyn Street London, SW1Y 6DN