

Hermes GPE Global Secondary GP LLP

Annual Report and Audited Financial Statements

For the year ended 31 December 2014



Contents

Members and Advisors	3
Members' Report	4
Statement of Members' Responsibilities	6
Independent Auditor's Report to the Members of Hermes GPE Global Secondary GP LLP	7
Profit and Loss Account	9
Balance Sheet	10
Notes to the Financial Statements	11



Members and Advisors

Members

Hermes GPE Founder Partner Limited	(Designated and Managing Member)
Hermes GPE Founder Partner 2 Limited	(Designated Member)

Registered Office

Lloyds Chambers
1 Portsoken Street
London
E1 8HZ

Auditor

Deloitte LLP
2 New Street Square
London
EC4A 3BZ

Bankers

HSBC Bank plc
62 - 76 Park Street
London
SE1 9DZ

Members' Report

The Members present their report and the audited financial statements of Hermes GPE Global Secondary GP LLP ('the LLP') for the year ended 31 December 2014 (and comparatives for the period from incorporation on 17 October 2012 to 31 December 2013).

Incorporation

The LLP was incorporated in England and Wales on 17 October 2012.

Principal Activity

The principal activity of the LLP in the period under review is to act as general partner ('the General Partner') to Hermes GPE Global Secondary LP, Hermes GPE Global Secondary USA LP and Hermes GPE Global Secondary Feeder LP ('the Partnerships').

Liquidity Risk and Going Concern

The Members have reasonable expectation that the LLP has adequate resources to continue in operational existence for the foreseeable future. The Members reasonably expect to receive sufficient future income in the form of general partner's profit share to cover its financial obligations as and when they fall due. Accordingly, they have adopted the going concern basis in the preparation of the financial statements.

Results

The results for the year are set out in the Profit and Loss Account on page 9.

Members

Members' capital contributions to the LLP are contained in Note 7 in the Notes to the Financial Statements. There have been no members' drawings nor repayments of capital during the year ended 31 December 2014. The Members of the LLP during the year ended 31 December 2014 and up to the date of this report are listed on page 3.

Policy for Members' drawings, contributions and repayments of Members' capital

The policy for Members' drawings, contributions and repayments of capital are disclosed in Note 1 of the Notes to the Financial Statements.

Auditor

Deloitte LLP has been appointed as the auditor to the LLP and has expressed their willingness to continue in office.

Each of the persons who is a Designated Member at the date of approval of the financial statements confirms that:

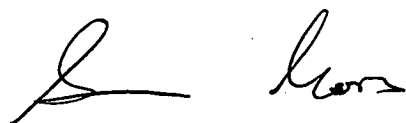
- ▶ so far as the Designated Member is aware, there is no relevant audit information of which the LLP's auditor is unaware; and
- ▶ the Designated Member has taken all the steps that ought to have been taken as a Designated Member in order to make itself aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

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

Members' Report (continued)

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved by the Members and signed on their behalf by:



Simon Moss

Authorised Signatory

(Director of Hermes GPE Founder Partner Limited in its capacity as Designated and Managing Member)

18 May 2015

Statement of Members' Responsibilities

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

The Limited Liability Partnerships (Accounts & Audit) (Application of Companies Act 2006) Regulations 2008 require the Members to prepare financial statements for each financial year. Under that law the Members have elected to prepare financial standards in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the LLP and of the profit or loss for that year.

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

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

The Members are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the firm and to enable them to ensure that the financial statements comply with the Companies Act 2006, as applicable to limited liability partnerships. They are also responsible for safeguarding the assets of the firm and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent Auditor's Report to the Members of Hermes GPE Global Secondary GP LLP

We have audited the financial statements of Hermes GPE Global Secondary GP LLP for the year ended 31 December 2014 which comprise the Profit and Loss Account, Balance Sheet and the related Notes 1 to 9. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the Members of the LLP, 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 and the LLP's Members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of Members and Auditor

As explained more fully in the Statement of Members' Responsibilities, 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 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.

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 December 2014 and of its profit for the year then ended;
- ▶ have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- ▶ have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships.

Independent Auditor's Report to the Members of Hermes GPE Global Secondary GP LLP (continued)

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; or
- ▶ the Members were not entitled to prepare financial statements in accordance with the small limited liability partnerships regime.



Jacqueline Holden, FCA (Senior Statutory Auditor)

for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

London, United Kingdom

18 May 2015

Profit and Loss Account

For the year ended 31 December 2014

	Notes	2014 £	2013 £
Turnover	1	1,511,588	1,443,148
Management fees	1	(1,493,572)	(1,441,874)
Administrative expenses	1	(15,691)	(3,600)
Profit/(loss) on ordinary activities		2,325	(2,326)
Profit/(loss) for the year/period before and after Member's remuneration charged as an expense available for discretionary division among Members		2,325	(2,326)

There are no recognised gains or losses other than those disclosed in the results above. Accordingly, no statement of total recognised gains and losses is presented.

All activities derive from continuing operations.

The accompanying notes on pages 11 to 14 are an integral part of the financial statements.

Balance Sheet

As at 31 December 2014

	Notes	2014 £	2013 £
Current assets			
Debtors	5	281,625	326,083
Cash at Bank		129,620	-
		411,245	326,083
Current liabilities			
Creditors - amounts falling due within one year	6	(411,145)	(328,308)
Net current assets/(liabilities)		100	(2,225)
Total assets less current liabilities		100	(2,225)
Represented by:			
Members' capital classified as equity		100	100
Members' interests - other reserves		-	(2,325)
Members' interests	7	100	(2,225)

These financial statements were approved by the Members on 18 May 2015 and signed on their behalf by:



Simon Moss

Authorised Signatory

(Director of Hermes GPE Founder Partner Limited in its capacity as Designated and Managing Member)

18 May 2015

The accompanying notes on pages 11 to 14 are an integral part of the financial statements.

Notes to the Financial Statements

For the year ended 31 December 2014

1. Accounting policies

The financial statements are prepared in accordance with the United Kingdom Generally Accepted Accounting Practice ('UK GAAP') and requirements of the Statement of Recommended Practice Accounting by Limited Liability Partnerships ('SORP') issued in March 2010.

A summary of the accounting policies which have been applied consistently throughout the current and preceding period is set out below.

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Going concern basis

The financial statements have been prepared on the going concern basis as disclosed in the Members' Report.

Turnover

The LLP acts as General Partner for the Partnerships and is entitled to general partner profit shares and general partner annual allocations from the Partnerships which are recognised in the Profit and Loss Account on an accruals basis. The terms of these general partner profit shares and allocation arrangements are stipulated in each of the Partnership's limited partnership agreements and are disclosed in the respective audited accounts of each Partnership.

Management fees

Management fees are recognised in the Profit and Loss Account on an accruals basis and represent management / operator fees for providing management / operator services to the Partnerships on behalf of the LLP and are paid to Hermes GPE LLP as per the terms of the management agreement between the LLP and Hermes GPE LLP.

Administrative expenses

Administration expenses represent the audit and tax compliance fees inclusive of irrecoverable Value Added Tax and are accounted for in the Profit and Loss Account on an accruals basis.

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 on the LLP.

Members' remuneration

The profits and losses of the LLP shall (after payment of the expenses and liabilities of the LLP) be allocated to the Members equally in accordance with the Limited Partnership Agreement.

Notes to the Financial Statements (continued)

For the year ended 31 December 2014

1. Accounting policies (continued)

Members drawings, contributions and repayments of capital

Under the terms of the LLP's limited liability partnership agreement ('the LLPA'), each of the Members may be required to make such capital contributions as prescribed in the LLPA, and any additional capital contributions as determined and notified in writing by the Managing Member to such Member from time to time. No Member shall be required to advance any amounts to the LLP save for the amount of such capital contributions made or as otherwise agreed or determined in accordance with the provisions of the LLPA.

For any loans advanced to the LLP by the Partnerships, by way of drawings, or otherwise on account of the LLP's prospective entitlement to a share in the profits of either of the Partnerships, an equivalent amount shall be provided as an interest-free loan to the LLP's Members, in line with clause 11.3 of the LLPA, with the repayments of the same to be done as prescribed in the same clause.

In accordance with the terms of the LLPA, no Member shall have the right to the return of its capital contribution except upon the liquidation of the LLP.

Financial liabilities and equity

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 LLP after deducting all of its liabilities.

Statement of Cash Flows

The LLP has taken advantage of the small companies' exemption. Under Financial Reporting Standard No. 1, the LLP is exempt from the requirement to prepare a Statement of Cash Flows.

2. Audit fees

The amount of the 2014 statutory audit fee attributable to the LLP (excluding VAT) is £3,075 (2013: £3,000).

3. Employees

The LLP had no employees during the year (2013: none).

4. Members' remuneration

None of the Members received any remuneration in respect of their services to the LLP during the year (2013: £nil).

Notes to the Financial Statements (continued)

For the year ended 31 December 2014

5. Debtors

	2014 £	2013 £
Amounts due from Hermes GPE Founder Partner Limited ^(a)	50	50
Amounts due from Hermes GPE Founder Partner 2 Limited ^(a)	50	50
Amounts due from Hermes GPE Global Secondary USA LP ^(b)	2,191	1,191
Amounts due from Hermes GPE Global Secondary Feeder LP ^(b)	161	84
Amounts due from Hermes GPE Global Secondary LP ^(c)	279,173	324,708
	281,625	326,083

(a) These debtors are in relation to capital contributions yet to be paid.

(b) These amounts are in relation to the general partner's annual allocations owing from Hermes GPE Global Secondary USA LP and Hermes GPE Global Secondary Feeder LP.

(c) This amount relates to the general partner's profit share owing from Hermes GPE Global Secondary LP.

6. Creditors – Amounts due within one year

	2014 £	2013 £
Audit fee accrual	3,690	3,600
Tax compliance fee accrual	12,000	-
Amounts due to Hermes GPE LLP ^(a)	395,455	324,708
	411,145	328,308

(a) This amount relates to the management fees owing to Hermes GPE LLP.

These amounts due are interest free, unsecured and repayable on demand.

7. Members' interests

	Members' capital £	Other reserves £	Total 2014 £	Total 2013 £
Members' interests at the start of the year/period	100	(2,325)	(2,225)	-
Profit/(loss) available for discretionary division among Members	-	2,325	2,325	(2,325)
Members' interest after profit/(loss) for the year	100	-	100	(2,325)
Capital contribution	-	-	-	100
Members' drawings	-	-	-	-
Members' interests as at 31 December	100	-	100	(2,225)

8. Related parties

Related party debtors and creditors of the LLP are disclosed in Note 5 and 6.



Notes to the Financial Statements (continued)

For the year ended 31 December 2014

9. Ultimate parent undertaking

The immediate controlling corporate Members of the LLP are Hermes GPE Founder Partner Limited and Hermes GPE Founder Partner 2 Limited. The ultimate controlling party is Hermes GPE LLP and its financial statements can be obtained at 1 Portsoken Street, London E1 8HZ.