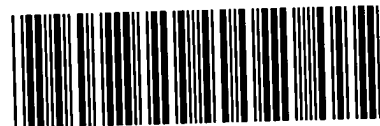


Registered Number: OC398340

CS CAPITAL PARTNERS V (FP) LLP
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017

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CS Capital Partners V (FP) LLP

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CS Capital Partners V (FP) LLP

Members

John Van Deventer	Designated
James Clark	Designated
Richard McDougall	Designated
Tarun Sharma	Designated

Irene Zia
Keith Maddin

John and Melody Van Deventer GP LLC

Frederick Athill
Jay Derrett

Robert Macmillan

Edward McNeill

Sophie Orgueil

Tom Onslow

Lindsay Clark

James Page

Andrew Bromfield

Kenneth Van Deventer, as Trustee of the John Van Deventer Revocable Trust

Paul Sperry, as Trustee of the James R Clark Revocable Trust

Registered Office

One Connaught Place
London
W2 2ET

Manager

Cabot Square Capital LLP
One Connaught Place
London
W2 2ET

Independent Auditors

Moore Stephens LLP
150 Aldersgate Street
London
EC1A 4AB

Legal Advisers

Herbert Smith Freehills LLP
Exchange House
Primrose Street
London
EC2A 2HS

Bankers

Barclays Bank PLC
1 Churchill Place
London
E14 5HP

CS Capital Partners V (FP) LLP

Report of the Members

The members present their report and the audited financial statements for the year ended 31 December 2017.

Principal Activities

The principal activity of the limited liability partnership is to carry on the business of acting as the founder partner and an investor in the limited partnership CS Capital Partners V, L.P. (the "Fund Partnership"), with a view to providing profits for distribution in accordance with the terms of the Limited Liability Partnership Agreement dated 22 May 2015.

The Fund Partnership which was established on 20 February 2015 will continue in existence until the expiry of 10 years from final closing date, unless extended or dissolved earlier in accordance with its Limited Liability Partnership Agreement.

Results and Business Review

The limited liability partnership did not receive a share of profits from the Fund Partnership for the period as all Fund Partnership profits were allocated to the General Partner, Cabot Square Capital GP V LLP and Fund Partners in accordance with Clause 11 of the Fund Partnership's Limited Partnership Agreement dated 22 May 2015.

The policies of CS Capital Partners V (FP) LLP regarding the allocation of profits to members, interim drawings and on account distributions and the subscription and repayment of members' capital are disclosed in the accounting policies.

During the year the Partnership acquired interests in Public Sector Plc and Simply Asset Finance

Members

The following were members of the limited liability partnership on incorporation, unless otherwise stated, and continued to be members after that date:

John Van Deventer	Designated
James Clark	Designated
Richard McDougall	Designated
Tarun Sharma	Designated
Irene Zia	
Keith Maddin	
John and Melody Van Deventer GP LLC	
Frederick Athill	
Jay Derrett	
Robert Macmillan	
Edward McNeill	
Sophie Orgueil	
Tom Onslow	
Lindsay Clark	
James Page	Appointed 8 May 2017
Andrew Bromfield	Appointed 8 May 2017
Kenneth Van Deventer, as Trustee of the John Van Deventer Revocable Trust	
Paul Sperry, as Trustee of the James R Clark Revocable Trust	

CS Capital Partners V (FP) LLP**Report of the Members (Continued)****Registration Number**

CS Capital Partners V (FP) LLP is registered in England and Wales with the registration number OC398340.

Disclosure of Information to auditors

Each of the members at the time when this Members' Report is approved has confirmed that:

- so far as that the members are aware, there is no relevant audit information of which the LLP's auditors are unaware, and
- that members have taken all the steps that ought to have been taken as a member in order to be aware of any relevant audit information and to establish that the LLP's auditors are aware of that information.

Auditors

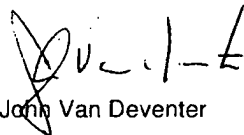
A resolution to reappoint Moore Stephens LLP will be proposed within two months of the approval of these financial statements.

The report has been prepared in accordance with the provisions of the Limited Liability Partnerships Regulations 2001 made under the Limited Liability Partnerships Act 2000.

On Behalf of the Members on

10/7

2018



John Van Deventer

Designated Member

CS Capital Partners V (FP) LLP**Statement of Members' Responsibilities**

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

Company law, as applicable to LLPs, 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 Standards and applicable law) including FRS 102, the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland. Under company law, as applicable to LLPs, 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 period.

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;
- state whether applicable UK Accounting Standards have been followed subject to any material departures disclosed and explained in the financial statement; 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 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 applicable to LLPs. 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.

Independent Auditor's Report to the Members of CS Capital Partners V (FP) LLP

Opinion

We have audited the financial statements of CS Capital Partners FP (V) LLP (the 'partnership') for the year ended 31 December 2017 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash 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 partnership's affairs as at 31 December 2017 and of its results 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.

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 partnership 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 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 audit opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in 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 partnership'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, except to the extent otherwise explicitly stated in our report, 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.

Opinions on other matters

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Members' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Members' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the partnership and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the members' report.

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
- certain disclosures of members' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of members

As explained more fully in the members' responsibilities Statement set out on page 4, 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 partnership's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the members either intend to liquidate the partnership 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.

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

Use of our report

This report is made solely to the partnership'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 partnership's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the partnership and the partnership's members as a body, for our audit work, for this report, or for the opinions we have formed.



Simon Fowles, *Senior Statutory Auditor*
 For and on behalf of Moore Stephens LLP, Statutory Auditor
 150 Aldersgate Street
 London
 EC1A 4AB

18 July 2018

CS Capital Partners V (FP) LLP

Statement of Comprehensive Income
For the year ended 31 December 2017

	<u>Note</u>	<u>2017</u> £	<u>2016</u> £
Revenue	1(e)	-	-
Administrative expenses		-	40
Operating Profit	3	-	40
Profit for the year available for discretionary division among members		-	40
Other comprehensive income		-	-
Total comprehensive profit for the year attributable to the members		-	40

The notes on pages 12 to 14 form a part of these financial statements.

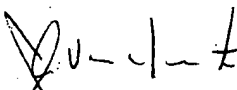
CS Capital Partners V (FP) LLP
Registered Number: OC398340

Statement of Financial Position at 31 December 2017

	<u>Note</u>	<u>2017</u> £	<u>2016</u> £
Fixed Assets			
Investment in the Fund Partnership	4	1,140	1,140
		<u>1,140</u>	<u>1,140</u>
Current Assets			
Debtors	5	39	39
Creditors: Amounts falling due within one year	6	(39)	(39)
Net Assets		<u>1,140</u>	<u>1,140</u>
Represented by:			
Equity			
Members' capital		1,140	1,140
Other Reserves		<u>1,140</u>	<u>1,140</u>
Members' Interests			
Members' other interests		1,140	1,140
		<u>1,140</u>	<u>1,140</u>

The notes on pages 12 to 14 form a part of these financial statements.

These financial statements were approved by the Board of Members on
10/7 2018 and signed on its behalf by


John Van Deventer
Designated Member

CS Capital Partners V (FP) LLP

**Statement of Changes in Equity
for the year ended 31 December 2017**

	<u>Members' Capital</u> £	<u>Other Reserves</u> £	<u>Total</u> £	<u>Loans and Other Debts to/(from) Members</u> £	<u>Total</u> £
At 1 January 2017	1,140	-	1,140	-	1,140
Loss for the year available for division among members	-	-	-	-	
Capital introduced	-	-	-	-	
Amounts due to Members	-	-	-	-	
Amounts due from Member	-	-	-	-	
At 31 December 2017	<u>1,140</u>	<u>-</u>	<u>1,140</u>	<u>-</u>	<u>1,140</u>

Members' other interests rank after unsecured creditors, with loans and other debts due to members ranking pari passu with unsecured creditors in the event of a winding up.

The notes on pages 12 to 14 form a part of these financial statements.

CS Capital Partners V (FP) LLP

Statement of Changes in Equity
for the period ended 31 December 2016

	Members' Capital £	Other Reserves £	Total £	Loans and Other Debts to/(from) Members £	Total £
At 1 January 2016	1,079	(40)	1,039	-	1,039
Profit for the year available for division among members		40	40	-	40
Capital introduced	61		61	-	61
Amounts due to Members					
Amounts due from Member					
At 31 December 2016	<u>1,140</u>	<u>-</u>	<u>1,140</u>	<u>-</u>	<u>1,140</u>

CS Capital Partners V (FP) LLP

Cash Flow Statement for the year ended 31 December 2017

	<u>Note</u>	<u>2017</u> £	<u>2016</u> £
Cash flows from operating activities			
Cash generated from operations	7	-	1
Net cash flows from operating activities		-	1
Cash flows from financing activities			
Capital contributions received from members		-	61
Net cash flows from financing activities		-	61
Cash flows from investing activities			
Investment made in the fund partnership		-	(61)
Net cash used in investing activities		-	(61)
Net movements in cash and cash equivalents		-	1
Cash and cash equivalents at beginning of period		(39)	(40)
Cash and cash equivalents at end of period		(39)	(39)

The notes on pages 12 to 14 form a part of these financial statements.

CS Capital Partners V (FP) LLP

Financial Statements for the year ended 31 December 2017

Notes

1. Significant Accounting Policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the period.

(a) General information, statement of compliance and basis of accounting

CS Capital Partners V (FP) LLP is a limited liability partnership incorporated in the United Kingdom on 16 February 2015 under the Limited Liability Partnership Act 2000. The address of the registered office is given on page 1. The nature of the Partnership's operations and its principal activities are set out in the members' report on page 2.

The Partnership financial statements are prepared in compliance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council, the Statement of Recommended Practice: Accounting by Limited Liability Partnerships (effective 1 January 2016), and the terms of the LLP's Membership Agreement, unless otherwise disclosed in the financial statements.

The financial statements have been prepared on the historical cost basis and presented in pound sterling which is the functional currency of the Partnership.

(b) Investments

Investment in the Fund Partnership is stated at cost, as modified for fair value revaluation of investments in the Fund Partnership, together with any allocations of gains/(losses) from the Fund Partnership in accordance with the rules for allocations under Clause 10 of the LPA and Clause 7.5 of the LLP Agreement which require any amount debited or credited to the limited liability partnership's account in the Fund Partnership's books to be also made in the limited liability partnership's books.

Fund Partnership investments were valued in the Balance Sheet at the Manager's valuation. In recognition of industry best practice, management have ensured that the fair values of unquoted investments have been determined in accordance with the International Private Equity and Venture Capital Guidelines, last revised in December 2015.

(c) Allocation of Profits and Drawings

All capital receipts and income receipts shall be distributed amongst members in accordance with Clauses 7.6, 7.7 and Clause 8 of the LLP Agreement which require that all cash or other proceeds received from the Fund should first be used to pay the members' expenses and liabilities and the balance to the founding members in proportion to their respective participations.

Members' subscriptions paid to the limited liability partnership by the members are only repayable at the sole discretion of the limited liability partnership.

(d) Taxation

The financial statements do not incorporate any charge or liability for taxation on the results of the limited liability partnership as the relevant income tax is the responsibility of the individual members.

CS Capital Partners V (FP) LLP

Financial Statements for the year ended 31 December 2016

Notes (continued)

1. Significant Accounting Policies (continued)

(e) Revenue recognition

Revenue is accounted for on an accruals basis. The Partnership's share of income and capital gains/(losses) in respect of investments are accounted for on an accruals basis in accordance with the rules for allocations and distributions under Clauses 10 and 11 of the LPA.

(f) Foreign Currencies

Transactions denominated in foreign currencies are translated into sterling at the rate of exchange on the day on which the transaction took place. Assets and liabilities expressed in foreign currencies are translated into sterling at the rate of exchange ruling at the balance sheet date. All foreign exchange differences are taken to the profit and loss account in the period in which they arise.

(g) Financial Assets and Liabilities

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable. Basic financial instruments are initially measured at cost and subsequently amortised cost.

(h) Judgements in applying accounting policies and key sources of estimation uncertainty

Due to the simplicity of the partnership's transaction streams and year end financial position, the members consider there to be no critical judgements, estimates or assumptions in the preparation of these financial statements.

2. Employee Information

Apart from the members, the limited liability partnership has no employees. All of its operations are administered by the Fund Partnership manager, Cabot Square Capital LLP.

3. Operating Results

In accordance with administrative arrangements between the General Partner, Cabot Square Capital GP V LLP and the Fund Partnership manager, Cabot Square Capital LLP, the latter will bear all general administrative expenses, including auditors' remuneration incurred by the limited liability partnership.

4. Investment in the Fund Partnership

	As Limited Partner £	As Founder Partner £	Total £
Capital contributions at 1 January 2017	94	1,046	1,140
Additions			
Capital contributions at 31 December 2017	94	1,046	1,140

CS Capital Partners V (FP) LLP

Financial Statements for the year ended 31 December 2017

Notes (Continued)

5. Debtors

	<u>2017</u> £	<u>2016</u> £
Due from Cabot Square Capital LLP	39	39
	<u>39</u>	<u>39</u>

6. Creditors: amounts falling due within one year

	<u>2017</u> £	<u>2016</u> £
Bank overdraft	(39)	(39)
	<u>(39)</u>	<u>(39)</u>

7. Cash Flow from Operating Activities

Reconciliation of operating profit to net cash inflow from operating activities

	<u>2017</u> £	<u>2016</u> £
Profit for the year	40	
Decrease in debtors	-	(39)
	<u>-</u>	<u>-</u>
Net cash flows from operating activities	<u>-</u>	<u>1</u>

8. Related Party Transactions

John Van Deventer, James R Clark, Tarun Sharma and Richard McDougall are all investors in the Fund Partnership either directly or through trusts. They are also designated members of the manager, Cabot Square Capital LLP.

9. Ultimate Controlling Party

The members regard Cabot Square Partners Holding Limited, a company incorporated in Guernsey, as the parent company. The ultimate controlling party is considered to be Mr. John Van Deventer.