

**Company Registration No. SO303932**

**Abingworth General Partner VI LLP**

**Annual Report and Financial Statements**

**For the year ended**

**30 June 2014**



# **Abingworth General Partner VI LLP**

## **Annual Report and financial statements for the year ended 30 June 2014**

<b>Contents</b>	<b>Page</b>
<b>Officers and professional advisers</b>	<b>1</b>
<b>Members' report</b>	<b>2</b>
<b>Statement of members' responsibilities</b>	<b>4</b>
<b>Independent auditor's report</b>	<b>5</b>
<b>Profit and loss account</b>	<b>7</b>
<b>Balance sheet</b>	<b>8</b>
<b>Notes to the financial statements</b>	<b>9</b>

# **Abingworth General Partner VI LLP**

## **Annual report and financial statements for the year ended 30 June 2014**

### **Officers and professional advisers**

#### **Designated Members**

Abingworth Bioventures VI GP Ltd (Managing Member)  
Abingworth Bioventures VI Second Partner Ltd

#### **Registered office**

50 Lothian Road  
Festival Square  
Edinburgh  
Midlothian  
EH3 9WJ

#### **Bankers**

Barclays Bank PLC  
Pall Mall Corporate Group  
London

#### **Auditor**

Deloitte LLP  
Chartered Accountants and Statutory Auditors  
London

#### **Tax Consultants**

BDO Stoy Hayward LLP  
Chartered Accountants  
London & New York

# Abingworth General Partner VI LLP

## Members' report

The Managing Member presents its annual report and the audited financial statements for Abingworth General Partner VI LLP ("the LLP") for the year ended 30 June 2014.

### Principal activities

The LLP acts as the general partner of a Scottish limited partnership, Abingworth Bioventures VI GP LP, which in turn acts as the general partner of Abingworth Bioventures VI LP, an investment fund specialising in life sciences and healthcare investments.

### Business review

The LLP made a profit before taxation for the year of £107,750 (2013: £33,502). During the year, Abingworth Bioventures VI LP had a final close on commitments totalling to £225 million.

### Policies for Members' drawings, subscriptions, entitlements and repayment of Members' capital

Members' entitlements to share in the profits of the LLP and to make drawings from those profits are governed by LLP Deed dated 15 May 2012. The Entitlements are shown as follows:

	Members' capital contribution	Profit sharing percentage	Voting percentage
	£	%	%
Abingworth Bioventures VI GP Limited	50	50	90
Abingworth Bioventures VI Second Partner Limited	50	50	10
	<u>100</u>	<u>100</u>	<u>100</u>

### Going concern

The Managing Member of the LLP has acknowledged the latest guidance on going concern. The Managing Member considers the LLP's financial position to be sound. The Managing Member has a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, it adopts the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in the financial statements.

### Financial risk management

The LLP does not use any derivative financial instruments or debt finance and as the Partnership acts as the general partner of Abingworth Bioventures VI GP LP and receives a profit share in advance to cover its expenses, there are minimal cash flow risks and liquidity risks.

### Distributions

The LLP has made no distributions to its members and none are proposed (2013: nil).

### Indemnity

The directors of the Managing Member have been covered by liability insurance throughout the year and the policy of insurance remains in force.

### Future prospects

The LLP will continue to act as the general partner of Abingworth Bioventures VI GP LP.

## **Abingworth General Partner VI LLP**

### **Members' report (continued)**

#### **Directors**

The directors of the Managing Member, Abingworth Bioventures VI GP Limited who served during the year and to the date of this report are:

S W Bunting  
J F Abell

#### **Disclosure of information to auditor**

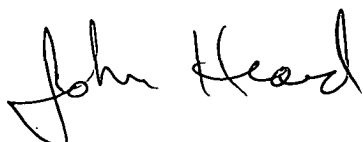
Each of the persons who is a member at the date of approval of this report confirms that:

1. So far as the member is aware, there is no relevant audit information of which the LLP's auditor is unaware; and
2. The member has taken all the steps that he ought to have taken as a member in order to make himself aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

#### **Auditor**

A resolution has been passed to re-appoint Deloitte LLP as auditor of the LLP.

By order of the Managing Member.



**J G Heard**  
Secretary

16 October 2014

# **Abingworth General Partner VI LLP**

## **Statement of members' responsibilities**

The members are responsible for preparing the annual 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 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). The financial statements are required by law to give a true and fair view of the state of affairs of the firm and of the profit or loss of the firm for the year. In preparing these financial statements, the members are required to: select suitable accounting policies and then apply them consistently;

- select suitable accounting policies and 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 statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the entity 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 limited liability partnerships. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Abingworth General Partner VI LLP**

### **Independent auditor's report to the members of Abingworth General Partner VI LLP**

We have audited the financial statements of Abingworth General Partner VI LLP for the year ended 30 June 2014 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 10. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the limited liability 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 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 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 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 auditor**

As explained more fully in the Members' Responsibilities Statement, 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 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 limited liability partnership's affairs as at 30 June 2014 and of its profit 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.

## **Abingworth General Partner VI 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



**Garrath Marshall** (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom

16 October 2014



## Abingworth General Partner VI LLP

### Profit and loss account

For the year ended 30 June 2014

	Notes	2014	09-May-12 to 30 June 2013
		£	£
Turnover	2	4,683,266	2,698,241
Administrative expenses		(4,617,302)	(2,664,736)
<b>Operating profit</b>	3	<u>65,964</u>	<u>33,505</u>
Interest income	4	41,786	-
Interest expense		-	(3)
<b>Profit for the period available for discretionary division among members</b>	7	<u><u>107,750</u></u>	<u><u>33,502</u></u>

All results relate to continuing operations. There have been no recognised gains or losses, other than as stated in the profit and loss account for the current or prior year. Accordingly, no statement of total recognised gains and losses is given.

The notes 1 to 10 form an integral part of the financial statements.

# Abingworth General Partner VI LLP

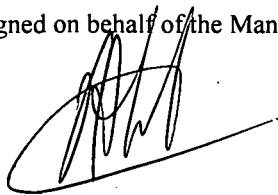
## Balance sheet As at 30 June 2014

	Notes	2014 £	2013 £
<b>Current assets</b>			
Debtors	6	300	599,678
Cash at bank and in hand		159,513	31,314
		<u>159,813</u>	<u>630,992</u>
<b>Creditors: amounts falling due within one year</b>	7	(17,048)	(10,000)
<b>Net current assets</b>		<u>141,352</u>	<u>620,992</u>
<b>Net assets attributable to members</b>		<u>142,765</u>	<u>620,992</u>
<b>Represented by</b>			
Loans and other debts due to members within one year	8	1,413	587,390
<b>Members' other interests</b>			
Members' capital classified as equity	8	100	100
Members' other interests – Other reserves classified as equity under FRS 25	8	141,252	33,502
	8	<u>141,352</u>	<u>33,602</u>
	8	<u>142,765</u>	<u>620,992</u>
<b>Total members' interests</b>			
Amounts due from members		(300)	(300)
Loans and other debts due to members		1,413	587,390
Members' other interests		141,352	33,602
	8	<u>142,465</u>	<u>620,692</u>

The notes 1 to 10 form an integral part of the financial statements.

These financial statements (partnership registration number SO303932) were approved by the Board of Directors and authorised for issue on 16 October 2014.

Signed on behalf of the Managing Member



Abingworth Bioventures VI GP Ltd

**J F Abell**

Director

# **Abingworth General Partner VI LLP**

## **Notes to the financial statements For the year ended 30 June 2014**

### **1. Accounting policies**

The financial statements are prepared in accordance with applicable United Kingdom law and accounting standards. The particular accounting policies adopted are described below and have been consistently adopted in the period. Certain comparative balances relating to the year ended 30 June 2013 have been reclassified to align with the presentation of the balances for the year ended 30 June 2014. This reclassification has had no impact on the profit and loss account of the LLP.

#### **Accounting convention**

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

#### **Going concern**

The LLP's business, together with the factors likely to affect the future development, performance and position are set out on page 2 of the managing member's report. The LLP is also part of Abingworth Management Holdings Limited and its subsidiary undertakings (together the "Group") which has considerable financial flexibility and access to additional sources of finance. As a consequence, the directors consider that the LLP is well placed to manage its business activities despite the current uncertain economic outlook. After making enquiries, the directors on the Managing Member have a reasonable expectation that the LLP has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the report and financial statements.

#### **Turnover**

Turnover comprises the LLP's share of profits made by Abingworth Bioventures VI GP LP.

The Partnership is the general partner of Abingworth Bioventures VI GP LP, which is in turn the general partner of an investment partnership, Abingworth Bioventures VI LP ("ABV VI"). Under ABV VI's limited partnership agreement, Abingworth Bioventures VI GP LP is entitled to receive a "General Partner's Share" which is an annual profit share equivalent to 2% of ABV VI's committed capital that is passed on to the LLP and used to meet the payment of the ABV VI's investment management fee to Abingworth LLP. If net income and capital gains less capital losses in any accounting period are less than the General Partner's Share, the deficiency is paid as an interest free loan, which is recoverable only against future allocations of net income and capital gains. The LLP is entitled to this share quarterly in advance. As these advances are not repayable under the terms of the limited partnership agreements, the advances are recognised as turnover as they are earned.

#### **Cash flow statement**

Under the provision of Financial Reporting Standard No. 1 (Revised), Cash Flow Statements, the LLP has not presented a cash flow statement, as its cash flow has been included in the consolidated cash flow statements of Abingworth LLP, a limited liability partnership registered in England and Wales.

#### **Foreign exchange**

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions or at a contracted rate, if appropriate.

Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rates ruling at that date. All translation differences are recognised in the profit and loss account for the period.

#### **Interest**

Interest income and expense is recognised on the accruals basis and relates to bank interest received and receivable.

# Abingworth General Partner VI LLP

## Notes to the financial statements (continued) For the year ended 30 June 2014

### 1. Accounting policies

#### Taxation

The LLP itself does not pay tax on profits earned; rather the liability to any tax on profits earned in the LLP is with the members.

### 2. Turnover

In the opinion of the directors the Company's activities, as described in the Members' Report, can be regarded as a single business segment.

In addition, the Company operated in the United Kingdom, which in the opinion of the directors can be regarded as a single geographical market.

### 3. Operating profit

	2014	2013
	£	£
Operating profit is stated after charging:		
Auditor's remuneration – audit fee for the audit of the LLP	15,102	9,360

The members did not receive any remuneration for services to the Company during the current or prior year.  
The Company did not employ any staff in the current or prior year.

### 4. Interest income

	2014	2013
	£	£
Interest recoverable from underlying partnership	41,786	-

### 5. Members' remuneration

The amount of profits to be distributed is determined after the financial statements have been finalised and approved by the members. The profits are then shared amongst the members after the end of the year in accordance with agreed profit sharing arrangements. Only those profits payable to members that are automatically allocated by virtue of the members' agreement are recognised as an expense in the profit and loss account as members' remuneration.

Members do not receive any interest on their capital contributions or any remuneration other than their share of profits in accordance with profit sharing agreements and appointment letters

The average profit per member is calculated by dividing the profit for the year before members' remuneration and profit shares by the average number of members.

The average number of members during the year was 2 (2013: 2).

# Abingworth General Partner VI LLP

## Notes to the financial statements (continued) For the year ended 30 June 2014

### 6. Debtors

	2014 £	2013 £
Receivable from subsidiary undertaking	-	599,378
Amounts due from members	300	300
	<u>300</u>	<u>599,678</u>

### 7. Creditors: amounts falling due within one year

	2014 £	2013 £
Accruals	17,048	10,000
	<u>17,048</u>	<u>10,000</u>

### 8. Reconciliation of Movements in Members total interests

	Members' interest classified as equity			Loans and other debts due to members less any amounts from members in debtors	Total
	Members' Capital (Classified as equity)	Other reserves	Total		
Amounts due to members				587,390	
Amounts due from members				(300)	
Balance at 01 July 2013	100	33,502	33,602	587,090	620,692
Profit for the financial year available for discretionary division among members	-	107,750	107,750		107,750
Members' interests after profit for the year	100	141,252	141,352	-	728,442
Payments to members during the year	-	-	-	(585,977)	(585,977)
	100	141,252	141,352	1,113	141,352
Amounts due to members	-	-	-	1,413	-
Amounts due from members	-	-	-	(300)	-
Members' interests at 30 June 2014	100	141,252	141,352	1,113	142,465

## **Abingworth General Partner VI LLP**

### **Notes to the financial statements (continued) For the year ended 30 June 2014**

#### **9. Ultimate parent company**

All of the share capital of the members is owned by Abingworth LLP, a limited liability partnership incorporated in The United Kingdom and registered in England and Wales. Abingworth Management Holdings Limited is the ultimate controlling party of the LLP. The smallest and largest group that prepare group financial statements in which the results of the Company are included are those of Abingworth LLP and Abingworth Management Holdings Limited respectively.

Copies of the group financial statements are available from the parent company's registered office at 38 Jermyn Street, London SW1Y 6DN.

#### **10. Related party disclosures**

The Partnership acts as general partner to Abingworth Bioventures VI GP LP ("GPLP"). During the year income of £4,683,266 (2013: £2,698,241) was credited on account of the GPLP's entitlement to receive a share of the net income and capital gains from Abingworth Bioventures VI LP.

Dr Bunting and Mr Abell are directors of the Managing Member, have made investments in, and are entitled to participate in the carried interest from, GPLP.

The LLP has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8, Related Party Disclosures, as a wholly-owned subsidiary of Abingworth LLP, not to disclose related party transactions with group entities which are also 100% owned. There are no other related party transactions requiring disclosure.