VIP I Nominees Limited

Directors’ report and unaudited financial statements
Registered number 06403229

For the year ended 31 March 2013
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Directors’ report

The directors present their report and unaudited financial statements of VIP I Nominees Limited (the “company”) for the year ended 31 March 2013

Principal activities and business review

VIP I Nominees Limited is a private limited company registered in England and Wales. The company was incorporated on 18 October 2007. The company is dormant and has not traded during the year.

Results and dividends

The company made neither profit nor loss during the year. The directors do not recommend payment of a dividend.

Directors

The directors who held office during the year and up to the date of signing the financial statements are given below:

Robert James Sanderson
Vitruvian Directors I Limited
Vitruvian Partners LLP

Statement of directors’ responsibilities in respect of the Directors’ report and the financial statements

The directors are responsible for preparing the Directors’ report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently,
- make judgments 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 company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company’s transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 2006. The directors 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.

By order of the board

Robert James Sanderson
Director
VIP I Nominees Limited
\[ December 2013 \]
Profit and loss account
for the year ended 31 March 2013

The company is dormant and has not traded during the year
The company made neither profit nor loss during the year and accordingly no Profit and loss account is presented

Balance Sheet
at 31 March 2013

<table>
<thead>
<tr>
<th>Note</th>
<th>31 March 2013</th>
<th>31 March 2012</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>£</td>
<td>£</td>
</tr>
<tr>
<td>Current assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Debtors</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>Capital and reserves</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Called up share capital</td>
<td>3</td>
<td>1</td>
</tr>
</tbody>
</table>

(a) For the year ended 31 March 2013 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies
(b) The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006
(c) The directors acknowledge their responsibilities for
   (i) ensuring the company keeps accounting records which comply with the requirements of the Act and
   (ii) preparing accounts which give a true & fair view of the state of affairs of the company as at the end of its financial period, in accordance with the provisions applicable to companies subject to the small companies regime

These financial statements were approved by the Board of Directors on 12 December 2013 and were signed on its behalf by

Robert James Sanderson
Director
VIP 1 Nominees Limited
12 December 2013

The notes on page 3 form part of these financial statements
Notes
(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

(a) Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom

(b) Cash Flow Statement

As permitted by Financial Reporting Standard No 1 (revised), the company is exempt from the requirement to prepare a cash flow statement on the grounds that more than 90% of the voting rights are controlled within the group and a consolidated cash flow is included in the ultimate parent company’s financial statements

(c) Related party transactions

Under Financial Reporting Standard No 8, the company is exempt from the requirement to disclose related party transactions within the group on the grounds that 100% of the voting rights are controlled within the group

2 Directors’ remuneration

None of the Directors received any remuneration for their services to the Company during the year (2012 £nil)

3 Called up share capital

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Number</td>
<td>£</td>
</tr>
<tr>
<td>Authorised</td>
<td></td>
<td></td>
</tr>
<tr>
<td>100 ordinary shares of £1 each</td>
<td>100</td>
<td>100</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Allotted, called up and fully paid</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1 ordinary shares of £1 each</td>
<td>1</td>
<td>1</td>
</tr>
</tbody>
</table>

On incorporation 1 share was subscribed for cash consideration at nominal value

4 Ultimate parent undertaking

The company is a wholly owned subsidiary undertaking of Vitruvian Partners LLP, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. The ultimate controlling partners of Vitruvian Partners LLP are the members Betula Limited, Stephen Byrne, Mark Harford, Ben Johnson, David Nahama, Ian Riley, Michael Risman, Torsten Winkler and Toby Wyles. The consolidated group accounts of Vitruvian Partners LLP are available to the public and may be obtained from 105 Wigmore Street, London, W1U 1QY.