Limited Liability Partnership registration number OC402586 (England and Wales)
COMPASS PARTNERS INTERNATIONAL II LLP ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

LIMITED LIABILITY PARTNERSHIP INFORMATION

Designated members Mr A Marraccino

Mr A Wormsley Mr T J Wright

LLP registration number OC402586

Registered office 44a Bute Gardens

London W6 7DX

Auditor Citroen Wells

Chartered Accountants Devonshire House 1 Devonshire Street

London W1W 5DR

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MEMBERS' REPORT

FOR THE YEAR ENDED 31 MARCH 2023

The members present their annual report and financial statements for the year ended 31 March 2023.

Principal activities

The principal activity of the limited liability partnership is the provision of investment advisory services. The limited liability partnership is authorised to undertake this activity by the Financial Conduct Authority.

Members' drawings, contributions and repayments

Policies for members' drawings, subscriptions and repayment of members' capital are governed by the Limited Liability Partnership agreement dated 4 April 2019. Members' capital is classified as equity.

Each member shall receive on a monthly basis drawings as agreed from time to time by the Executive Committee, provided that there are sufficient resources retained to meet ongoing working capital and regulatory capital requirements.

Executive Committee

The Executive Committee members during the year and up to the date of this report were as follows:

Mr A Wormsley Mr T J Wright Mr F J Rudd

Designated members

The designated members who held office during the year and up to the date of signature of the financial statements were as follows:

Mr A Marraccino Mr A Wormsley Mr T J Wright

Statement of members' responsibilities

The members are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law (as applied by The Limited Liability Partnerships (Accounts and 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. Under company law (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008) 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 limited liability partnership and of the profit or loss of the limited liability partnership 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 statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the limited liability partnership will continue in business.

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the limited liability partnership's transactions and disclose with reasonable accuracy at any time the financial position of the limited liability partnership and enable them to ensure that the financial statements comply with the Companies Act 2006 (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008). They are also responsible for safeguarding the assets of the limited liability partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

MEMBERS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Statement of disclosure to auditor

Each of the members in office at the date of approval of this annual report confirms that:

- so far as the members are aware, there is no relevant audit information of which the limited liability partnership's auditor is unaware, and
- the members have taken all the steps that ught to have taken as members in order to make themselves aware of
 any relevant audit information and to establish that the limited liability partnership's auditor is aware of that information.

Approved by the members on 13 June 2023 and signed on behalf by:

Mr A Marraccino

Designated Member

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF COMPASS PARTNERS INTERNATIONAL II LLP

Opinion

We have audited the financial statements of Compass Partners International II LLP (the 'limited liability partnership') for the year ended 31 March 2023 which comprise the statement of comprehensive income, the statement of financial position, the reconciliation of members' interests, the statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 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 limited liability partnership's affairs as at 31 March 2023 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 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 limited liability 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 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

In auditing the financial statements, we have concluded that the members' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the limited liability partnership's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the members with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the limited liability partnership's ability to continue as a going concern.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The members are responsible for the other information contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF COMPASS PARTNERS INTERNATIONAL II 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.

Responsibilities of members

As explained more fully in the Members' Responsibilities Statement as set out on page 1, 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 limited liability 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 limited liability 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.

The extent to which the audit was considered capable of detecting irregularities including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the limited liability partnership and determined that the most significant are those that relate to the reporting framework (United Kingdom Generally Accepted Accounting Practice; including FRS 102 'The Financial Reporting Standard applicable to the UK and Republic of Ireland' and the Limited Liability Partnerships (Accounts & Audit) (Application of Companies Act 2006) Regulations 2008. In addition, the limited liability partnership is required to comply with relevant Financial Conduct Authority's (FCA) rules and regulations relating to its operations.
- We understood how the limited liability partnership is complying with those frameworks by making enquiries of
 management and seeking representations from those charged with governance to understand how management
 maintains and communicates its policies and procedures in these areas. We corroborated our understanding by
 reviewing supporting documentation including members' meeting minutes and correspondence with regulatory bodies.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF COMPASS PARTNERS INTERNATIONAL II LLP

- We assessed the susceptibility of the limited liability partnership's financial statements to material misstatement, including how fraud might occur by considering the risk of management override of internal control and by designating revenue recognition as a fraud risk. We performed journal entry testing by specific risk criteria, with a focus on journals indicating large or unusual transactions based on our understanding of the business. We tested specific transactions reconciling to source documentation and independent confirmation, ensuring appropriate authorisation of the transactions.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved enquiries of management and those charged with governance, review of legal and professional expenses, and review of members' meeting minutes.
- The limited liability partnership is a regulated entity under the supervision of the FCA. As such, the Senior Statutory
 Auditor considered the experience and expertise of the engagement team to ensure that the team had the appropriate
 competence and capabilities.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://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 limited liability partnership's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied 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.

David Marks FCA (Senior Statutory Auditor) For and on behalf of Citroen Wells

14 June 2023

Chartered Accountants Statutory Auditor

Devonshire House 1 Devonshire Street London W1W 5DR

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2023

		2023	2022
	Notes	£	£
Revenue	2	215,097	1,261,826
Administrative expenses		(172,637)	(879,890)
Operating profit	3	42,460	381,936
Investment income		438	-
Profit for the financial year before members' remuneration and profit shares		42,898	381,936
Members' remuneration charged as an expense	5	(42,898)	(381,936)
Result for the financial year available for discretionary division among members		-	

The Statement of Comprehensive Income has been prepared on the basis that all operations are continuing operations.

STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2023

		2023	1	2022	
	Notes	£	£	£	£
Current assets					
Trade and other receivables	6	40,738		71,550	
Cash at bank and in hand		60,838		203,214	
		101,576		274,764	
Current liabilities	7	(33,524)		(207,937)	
Net current assets			68,052		66,827
Represented by:					
Loans and other debts due to members					
within one year			40.750		40.507
Amounts due in respect of profits			12,752		16,527
Members' other interests					
Members' capital classified as equity			55,300		50,300
			68,052		66,827
Total members' interests					
Loans and other debts due to members			12,752		16,527
Members' other interests			55,300		50,300
			68,052		66,827

The financial statements were approved by the members and authorised for issue on 13 June 2023 and are signed on their behalf by:

Mr A Marraccino

Designated member

Limited Liability Partnership Registration No. OC402586

RECONCILIATION OF MEMBERS' INTERESTS

Current financial year	interests	DEB Loans and other members less any from members Other amounts	debts due to y amounts due	TOTAL MEMBERS' INTERESTS Total 2023
	(classified as equity) £	£	£	£
Amounts due to members		16,527		
Members' interests at 1 April 2022 Members' remuneration charged as an expense	50,300	16,527 42,898	16,527 42,898	66,827 42,898
Members' interests after profit and remuneration for the year Introduced by members Drawings	50,300 5,000 -	59,425 - (46,673)	59,425 - (46,673)	109,725 5,000 (46,673)
Members' interests at 31 March 2023	55,300	12,752	12,752	68,052
Amounts due to members		12,752		

RECONCILIATION OF MEMBERS' INTERESTS (CONTINUED)

rior financial year EQUITY DEBT Members' other Loans and other debts due to interests members less any amounts due from members in debtors Members' Other amounts		TOTAL MEMBERS' INTERESTS	
capital (classified as		Total	Total 2022
equity) £	£	£	£
	35,142		
5,300	35,142	35,142	40,442
	381,936	381,936	381,936
5,300	417,078	417,078	422,378
45,000	-	-	45,000
	(400,551)	(400,551)	(400,551)
50,300	16,527	16,527	66,827
	16,527		
	Members' other interests Members' capital (classified as equity) £ 5,300	Members' other interests Loans and other members less any from members Other amounts Members' capital (classified as equity) \$\frac{35,142}{35,142}\$ 5,300 35,142 381,936 417,078 45,000 (400,551) 50,300 16,527	Members' other interests Loans and other debts due to members less any amounts due from members in debtors Other amounts Total Members' capital (classified as equity) £ £ £ 5,300 35,142 35,142 35,142 5,300 381,936 381,936 381,936 5,300 417,078 417,078 417,078 45,000 - - - 50,300 16,527 16,527

STATEMENT OF CASH FLOWS

	Notes	2023 £	3 £	2022 £	£
Cash flows from operating activities Cash (absorbed by)/generated from operations	11		(96,141)		409,200
Investing activities Interest received		438		<u>-</u>	
Net cash generated from/(used in) investing activities			438		-
Financing activities Amounts introduced by members Members' drawings		- (46,673)		45,000 (400,551)	
Net cash used in financing activities			(46,673)		(355,551)
Net (decrease)/increase in cash and cash equ	uivalents		(142,376)		53,649
Cash and cash equivalents at beginning of year			203,214		149,565
Cash and cash equivalents at end of year			60,838		203,214

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Limited liability partnership information

Compass Partners International II LLP is a limited liability partnership incorporated in England and Wales. The registered office is 44a Bute Gardens, London, W6 7DX.

The principal activity of the limited liability partnership is disclosed in the Members' Report.

1.1 Accounting convention

These financial statements have been prepared in accordance with the Statement of Recommended Practice "Accounting by Limited Liability Partnerships" issued in December 2021, together with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the limited liability partnership. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the members have a reasonable expectation that the limited liability partnership has adequate resources to continue in operational existence for the foreseeable future. Thus the members continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Revenue

Revenue consists primarily of fees relating to investment monitoring and advisory services.

Revenue is recognised over the period in which the fees are earned or as a service is provided. In the opinion of the members, the limited liability partnership has only one class of business, that of providing investment services, and operates in a market which is not delineated by geographical bounds, although all services are provided from an office in the United Kingdom.

1.4 Members' participating interests

Members' participation rights are the rights of a member against the limited liability partnership that arise under the m embers' agreement (for example, in respect of amounts subscribed or otherwise contributed remuneration and profits).

Members' participation rights in the earnings or assets of the limited liability partnership are analysed between those that are, from the limited liability partnership's perspective, either a financial liability or equity, in accordance with section 22 of FRS 102. A member's participation rights including amounts subscribed or otherwise contributed by members, for example members' capital, are classed as liabilities unless the limited liability partnership has an unconditional right to refuse payment to members, in which case they are classified as equity.

All amounts due to members that are classified as liabilities are presented within 'Loans and other debts due to members' and, where such an amount relates to current year profits, they are recognised within 'Members' remuneration charged as an expense' in arriving at the relevant year's result. Undivided amounts that are classified as equity are shown within 'Members' other interests'. Amounts recoverable from members are presented as debtors and shown as amounts due from members within members' interests.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.5 Financial instruments

The limited liability partnership has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the limited liability partnership's statement of financial position when the limited liability partnership becomes party to the contractual provisions of the instrument.

Basic financial assets

Basic financial assets, which include trade and other receivables 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.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the limited liability partnership transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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 limited liability partnership after deducting all of its liabilities.

Basic financial liabilities, including trade and other payables, 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.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.6 Taxation

The taxation payable on the partnership profits is solely the personal liability of the individual members consequently neither partnership taxation nor related deferred taxation arising in respect of the partnership are accounted for in these financial statements.

1.7 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

Termination benefits are recognised immediately as an expense when the limited liability partnership is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.8 Retirement benefits and post retirement payments to members

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.9 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

1	Accounting policies	(Continued)
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1.10 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Revenue

An analysis of the limited liability partnership's revenue is as follows:

	2023	2022
_	£	£
Turnover		
Monitoring fees	50,000	251,212
Advisory fees	165,097	1,010,614
	215,097	1,261,826
Operating profit		
	2023	2022
Operating profit for the year is stated after charging:	£	£
Fees payable to the LLP's auditor for the audit of the LLP's financial statements		
	7,000	6,000
Non audit remuneration paid to auditors	13,773	13,252

4 Employees

3

The average number of persons (excluding members) employed by the partnership during the year was:

	2023 Number	2022 Number
Operations and administration	1	2
Their aggregate remuneration comprised:	2023 £	2022 £
Wages and salaries Pension costs	37,421 330	433,810 1,977
	37,751	435,787

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

5	Members' remuneration	2023	2022
		Number	Number
	Average number of members during the year	4	4
		2023 £	2022 £
	Remuneration to members charged as an expense	42,898	381,936
		42,898	381,936
6	Trade and other receivables		
		2023	2022
	Amounts falling due within one year:	£	£
	Trade receivables	22,192	_
	Other receivables	5,194	58,428
	Prepayments and accrued income	13,352	13,122
		40,738	71,550
7	Current liabilities		
		2023 £	2022 £
	Trade payables	3,176	59,126
	Accruals and deferred income	30,348	148,811
		33,524	207,937
8	Retirement benefit schemes		
		2023	2022
	Defined contribution schemes	£	£
	Charge to profit or loss in respect of defined contribution schemes	330	1,977

The limited liability partnership operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the limited liability partnership in an independently administered fund.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Cash (absorbed by)/generated from operations

		2023	2022
	Analysis of loans	£	£
	Amounts falling due within one year	12,752	16,527
	In the event of a winding up the amounts included in "Loans and other debts due to membrunsecured creditors.	pers" will rank eq	ually with
10	Related party transactions		
	Transactions with members of the limited liability partnership and entities in which m partnership have ownership interests are summarised as follows:		·
	Balance sheet items:	2023 £	2022 £
	Amounts due from related parties *	27,912	-
	* included in trade and other receivables in note 9		
	Amounts due to related parties *	3,176	500
	* included in current liabilities in note 10		
	Profit and loss items:	2023 £	2022 £
	Revenue	215,097	1,261,826
11	Cash (absorbed by)/generated from operations	2023 £	2022 £
	Profit for the year	42,898	381,936
	Adjustments for: Investment income recognised in profit or loss Decrease in provisions	(438) -	- (40,000)
	Movements in working capital:	25 012	20 427
	Decrease in trade and other receivables (Decrease)/increase in trade and other payables	35,812 (174,413)	29,427 37,837

(96,141)

409,200

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12	Analysis of changes in net funds	1 April 2022 £	Cash flows £	31 March 2023 £
	Cash at bank and in hand Loans and other debts due to members:	203,214	(142,376)	60,838
	- Other amounts due to members	(16,527)	3,775	(12,752)
	Balances including members' debt	186,687	(138,601)	48,086

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.