Registration number: 3880081

BRIDGEPOINT ADVISERS GROUP LIMITED

REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2013

Managing Partner's Statement

I am pleased to report that the Bridgepoint Advisers Group of Companies enjoyed a strong 2013. Not only did our portfolio companies benefit from the emerging economic recovery, but the Group's managed funds invested €943 million to acquire eight European based businesses whilst returning €1.2 billion to our investors. This enabled the company to increase turnover and profitability.

Business Overview

In 2013 there was a noticeable and welcome change of sentiment in Europe, with its major economies moving from a period of restraint and caution towards growth. This was especially evident in Northern Europe where there was considerable change in corporate confidence. The recovery remained varied by region throughout the year and we saw volatility- which itself created some interesting business opportunities.

This changed economic environment provided a favourable backdrop for our efforts to invest in compelling new opportunities at attractive prices and we used Bridgepoint's middle market platform - with its broad geographic network and deep sector expertise - to full effect in identifying pockets of relative value. As a result, we were able to complete eight investment opportunities offering attractive potential for value creation.

Our two main funds, Bridgepoint Europe IV ("BE IV") and Bridgepoint Development Capital II ("BDC II"), invested some €880m and €63m respectively. BE IV made investments in AHT Cooling Systems, an Austrian manufacturer of commercial refrigeration equipment; Cambridge Education Group, one of the largest international schools groups in Europe; Dr Gerard, a producer of branded and private label biscuits in Poland; Flexitallic, the market leader in customised high performance sealing products globally to the oil, gas and power generation industries; and Oasis Dental, a UK nationwide dental chain. BDC II, our lower middle market fund made investments in Nordic customs services provider KGH; marine and engineering consultancy and survey organisation LOC Group; and the UK's Quotient Clinical, a business engaged in early stage outsourced drug development.

Importantly, in 2013, we also committed a further €173m to support existing companies, enabling them to make 34 add-on acquisitions which helped them grow their activities and position in their respective markets. These new acquisitions had a combined enterprise value of €1.7 billion, operate across a range of sectors and bring the total number of people working in Bridgepoint companies today across Europe to over 80,000. During the year our investments also collectively generated 11% and 13% year-on year average revenue and EBITDA growth respectively, the fourth year of double digit rates of growth, despite the relatively limited macroeconomic support for growth during much of the year. The impact of this performance alongside value creation initiatives across the portfolio was also reflected in encouraging valuation progression throughout our Funds.

People

The strength and depth of Bridgepoint's team remains critical to our success and continued to evolve during the year. We welcomed 15 new joiners to our investment group during 2013, including the important appointment of a new Director of People to lead our talent development programmes. We also said goodbye to a longstanding colleague at the end of 2013, Alastair Gibbons, who retired from a full time role at Bridgepoint and as a director of this company. He has served the Firm in multiple capacities during nearly 30 years of service, ending as Deputy Managing Partner. My colleagues join me in recording our thanks to Alastair for his outstanding contribution to our success and wish him well in his retirement.

Outlook

The priorities for Bridgepoint in 2014 are clear: to complete the construction of the portfolio of our current fund, BE IV, to selectively add assets for our BDC II portfolio, to continue to drive value creation across our existing investments by focusing on revenue growth, operational improvement and accretive add-on acquisitions and, finally, to continue to take advantage of current market conditions to improve balance sheet structures and to deliver strong exits and returns of capital to our investors in a timely and rewarding way.

Importantly, with the completion of the investment of BE IV's primary capital, Bridgepoint will raise a successor Fund, Bridgepoint Europe V, in 2014. BE V will exploit the Firm's attractive position in Europe's middle market and continue to implement and evolve the investment strategies deployed successfully post the financial crisis by BE IV.

I am as ever, very grateful to the leaders and colleagues at the companies in which we are invested for their hard work, creative energy and discipline and I thank them for their contribution over the last 12 months. With their help, and that of our own colleagues across Europe, Bridgepoint is fit for the opportunities presented by our times and well positioned for the future.

William Jackson
Managing Partner

A more detailed review of 2013 can be found in the Bridgepoint Annual review located on the Bridgepoint website at www.bridgepoint.eu.

Strategic Report

The profit for the financial year is £34.8m and at the year end the Group has net assets of £130.7m.

A review of the business and an analysis of development and performance during the year is addressed within the Managing Partner's Statement.

The Group operations expose it to certain financial risks and accordingly it has appropriate controls and procedures in place that seek to limit any adverse effects on the financial performance of the Group. The main risk factors affecting the Group are:

Macroeconomics: Bridgepoint invests in businesses headquartered in Europe and their, as well as our own, performance can be influenced by a range of macroeconomic factors such as foreign exchange and interest rates, commodity prices and availability of debt finance. Such macroeconomic risk is mitigated by the geographic and sector diversification of our fund investments and by partners of Bridgepoint and the directors of the businesses in which we are invested taking appropriate operational action to manage or minimise the direct impact of any of these factors.

People: Bridgepoint recognises the critical importance of attracting, developing and maintaining the best people to the Firm and the businesses it acquires. The firm therefore conducts regular reviews of its talent pool and has in place well-defined values and career & incentive programmes to encourage staff retention.

Funding: Our ability to access funds to finance future investment activity is dependent on the availability of new funds from existing and new limited partners. We mitigate this risk by a combination of professional investor relations in the form of sustained investor calling programmes, quarterly reporting, an annual meeting of investors and targeting of new investors wishing to enter the private equity asset class as part of a broader asset allocation programme.

Directors' Report

The directors present their annual report together with the audited consolidated financial statements of Bridgepoint Advisers Group Limited (the "Company") for the year ended 31 December 2013.

Results and Dividends

The directors have paid dividends in total of £4,771,000 (2012: £9,242,000). The retained profit of £30,061,000 has been transferred to reserves (2012: £10,632,000).

Directors

The directors who held office during the year and up until the date of signing of the financial statements were as follows:

C S J Barter
B Bassi *(appointed 8 October 2013)*
A R Gibbons *(resigned 8 October 2013)*
J R Hughes
W N Jackson
J M Maldonado *(appointed 8 October 2013)*

Directors' Report (continued)

Directors' Indemnity

Bridgepoint Advisers Limited maintains liability insurance for directors and officers of the Bridgepoint group and associated companies, which includes the Company. This is a qualifying indemnity provision for the purpose of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

Statement of directors' responsibilities

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 the directors have prepared the Group and parent company 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 they are satisfied that they give a true and fair view of the state of affairs of the Group and the company and of the profit or loss of the group for that period. In preparing these financial statements, the directors 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company and the group 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 the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to the auditors

Each director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information. As far as each of the directors is aware, there is no relevant audit information of which the Company's auditors are unaware.

The auditors, PricewaterhousCoopers LLP, have indicated their willingness to continue in office, and a resolution that they be reappointed will be proposed at the annual general meeting.

By Order of the Board

J R Hughes
Director

29 September 2014

Independent auditors' report

TO THE MEMBERS OF BRIDGEPOINT ADVISERS GROUP LIMITED

Report on the Financial Statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the group's and of the company's affairs as at 31 December 2013 and of the group's profit and cashflows 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.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The group financial statements and company financial statements (the "financial statements"), which are prepared by Bridgepoint Advisers Group Limited, comprise:

- the Consolidated and Company Balance Sheets as at 31 December 2013;
- the Consolidated Profit and Loss Account and the Consolidated Statement of Total Recognised Gains and Losses for the year then ended;
- the Consolidated Cashflow Statement for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). 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 group's and the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Report and Financial Statements 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 other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

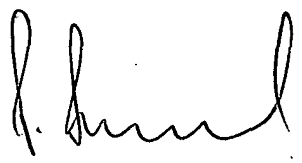
Responsibility for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, the directors 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Parwinder Purewal (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

29 September 2014

Consolidated Profit and Loss Account

For the year ended 31 December 2013

	Notes	2013 £'000	2012 £'000
Turnover	1 (l)	103,400	94,232
Fees payable		(2,444)	(4,408)
Gross profit		100,956	89,824
Administrative expenses		(70,778)	(68,020)
Operating profit		30,178	21,804
Interest receivable and similar income		878	1,180
Interest payable and similar charges		(349)	(328)
Profit on ordinary activities before tax	2	30,707	22,656
Gross tax charge for year	5	(5,131)	(5,436)
Impact of corporation tax rate change on deferred tax	5	-	2,632
Tax credit on dividend income	5	9,232	-
Profit on ordinary activities after tax	14	34,808	19,852
Equity minority interests		24	22
Dividends paid	14	(4,771)	(9,242)
Profit for the financial year		30,061	10,632

The results above relate to continuing operations.

There is no material difference between the profit on ordinary activities before taxation and the retained profit for the financial year stated above and their historical cost equivalents.

Consolidated Statement of Total Recognised Gains and Losses

For the year ended 31 December 2013

	2013 £'000	2012 £'000
Profit for the financial year	34,808	19,852
Exchange adjustments on overseas subsidiary translations	(128)	(118)
Total gains and losses recognised since the last annual report	34,680	19,734

The notes on pages 11 to 21 form part of these financial statements

Consolidated Balance Sheet
31 December 2013

	Notes	2013 £'000	2012 £'000
Fixed assets			
Intangible assets - goodwill	6	1,300	2,142
Tangible assets	7	5,650	2,629
Investments	8	90,330	90,674
		97,280	95,445
Current assets			
Debtors	9	13,996	14,522
Cash at bank and in hand		110,472	76,706
		124,468	91,228
Creditors: amounts falling due within one year	10	(59,714)	(44,338)
Net current assets		64,754	46,890
Total assets less current liabilities		162,034	142,335
Creditors: amounts falling due after more than one year	11	(1,701)	(2,348)
Provisions for liabilities	12	(29,614)	(34,189)
Net assets		130,719	105,798
Capital and reserves			
Called-up share capital	13	19	21
Share Premium account	14	1,164	1,164
Capital redemption reserve	14	25	23
Own shares held by ESOT	14	-	(578)
Other reserves	14	1,632	1,760
Profit and Loss Account	14	127,925	103,430
Total Shareholders' Funds	14	130,765	105,820
Minority interests		(46)	(22)
Capital employed		130,719	105,798

The financial statements on pages 7 to 21 were approved by the Board of Directors and signed on its behalf by:

J R Hughes
Director

29 September 2014

The notes on pages 11 to 21 form part of these financial statements

Company Balance Sheet

31 December 2013

	Notes	2013	2012
		£'000	£'000
Fixed assets			
Investments	8	69,372	69,204
Current assets			
Debtors	9	27,865	20,305
Cash at bank and in hand		2,050	699
		29,915	21,004
Creditors: amounts falling due within one year	10	(90,785)	(83,122)
Net current liabilities		(60,870)	(62,118)
Total assets less current liabilities		8,502	7,086
Creditors: amounts falling due after more than one year	11	(769)	(1,539)
Net assets		7,733	5,547
Capital and reserves			
Called-up share capital	13	19	21
Share Premium account	14	1,164	1,164
Capital redemption reserve	14	25	23
Own shares held by ESOT	14	-	(578)
Profit and Loss Account	14	6,525	4,917
Total Shareholders' Funds	14	7,733	5,547

The financial statements on pages 7 to 21 were approved by the Board of Directors and signed on its behalf by:

J R Hughes
Director

29 September 2014

The notes on pages 11 to 21 form part of these financial statements

Consolidated Cash Flow Statement

For the year ended 31 December 2013

	Notes	2013		2012	
		£'000	£'000	£'000	£'000
Net cash inflow from operating activities	15a		46,304		16,366
Returns on investments and servicing of finance					
Interest received		1,046		1,183	
Interest paid		(349)		(328)	
Net cash inflow from returns on investments and servicing of finance			697		855
Taxation					
Tax paid		(1,617)		(676)	
Net cash outflow from taxation			(1,617)		(676)
Capital expenditure and financial investment					
Purchase of tangible fixed assets		(4,215)		(1,611)	
Fixed asset investments acquired		(15,080)		(25,317)	
Fixed asset investments disposed		17,436		4,375	
Net cash outflow from capital expenditure and financial investment			(1,859)		(22,553)
Dividends paid			(4,771)		(9,242)
Net cash inflow (outflow) before financing			38,754		(15,250)
Financing					
Purchase of own shares		(4,988)		(7,290)	
Net cash outflow from financing			(4,988)		(7,290)
Increase (decrease) in cash in the year	15b		33,766		(22,540)

The notes on pages 11 to 21 form part of these financial statements

Notes to financial statements
For the year ended 31 December 2013

1. Accounting policies
A summary of the principal accounting policies all of which have been applied consistently throughout the year is set out below.

a) Accounting convention
The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with applicable accounting standards in the United Kingdom and the Companies Act 2006.

b) Basis of consolidation
The Group financial statements consolidate the financial statements of the Company and all its subsidiary undertakings which includes the elimination of all intra-Group transactions. Uniform accounting policies have been adopted across the Group. Bridgepoint Advisers Group Limited is the only company within the group to consolidate its financial statements.

Purchased goodwill arising on consolidation in respect of the acquisition of investments has been capitalised and is amortised on a straight line basis over its estimated useful life. The Company evaluates the carrying value of goodwill in each financial year to determine if there has been an impairment in value, which would result in the inability to recover the carrying amount.

In the Company's financial statements, investments in subsidiary undertakings are stated at cost less impairment.

No Profit and Loss Account is presented for the parent company as permitted by section 408 of the Companies Act 2006. The Company's profit for the financial year ending 31 December 2013, determined in accordance with the Act was £11,945,000 (2012: loss £878,000).

(c) Cash Flow Statement
Under Financial Reporting Standard 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 Statement is included in the ultimate parent company's financial statements.

d) Tangible fixed assets and depreciation
Tangible fixed assets are stated at historic purchase cost less accumulated depreciation. They are depreciated so as to write off their cost, on a straight line basis, over their estimated useful lives as follows:

Motor vehicles	5 years
Computers, furniture and other	3 to 5 years
Leasehold improvements	Over the lease term

e) Foreign currencies
Monetary assets and liabilities denominated in foreign currencies are translated to sterling at rates current at the year end. The results of overseas subsidiary undertakings are translated at the average rate of exchange for the year. Exchange differences arising from translation of opening net assets of overseas subsidiary undertakings are taken to reserves. Transactions in foreign currencies are translated at the average rate. All differences are taken to the Profit and Loss Account.

f) Taxation
Corporation tax is provided on taxable profits at the current rate.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date except that the recognition of deferred tax assets is limited to the extent that the Group anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying difference. Deferred tax balances are not discounted.

1. Accounting policies (continued)

g) Pensions

Amounts payable in respect of employers contributions to the Group's defined contribution pension scheme are recognised in administrative expenses on an accruals basis. The assets of the scheme are held separately from those of the Group in an independently administered fund.

h) Placement agents' fees

Placement agents' fees incurred during the raising of a fund are expensed as incurred.

i) Employee Share Ownership Trust

The Company is deemed to have control of the assets, liabilities, income and costs of its Employee Share Ownership Trust (ESOT). In accordance with UITF 38 own shares held have been deducted from shareholders' funds on the consolidated and Company Balance Sheets.

Any borrowings of the ESOT, which have been guaranteed by the Company, are included in borrowings with the net financing costs of the ESOT being shown as finance charges in the Profit and Loss Account.

j) Operating lease rentals

Rentals under operating leases are charged to the Profit and Loss Account on a straight-line basis over the lease term, even if the payments are not made on such a basis.

k) Investments

Investments are held at cost less provision for any impairment in value.

l) Turnover

Turnover principally comprises fees from the management of Private Equity funds. Turnover is stated net of VAT. Income is recognised on an accruals basis.

2. Profit on ordinary activities before tax

Profit on ordinary activities before tax is stated after charging:

	2013 £'000	2012 £'000
Amortisation of goodwill	842	1,720
Depreciation	1,045	1,065
Operating lease rentals		
- land and buildings	4,345	3,332
- other	159	161
Auditors' remuneration		
- Group	201	222
- Company	20	20
Other fees paid to auditors		
- taxation fees	109	237
- due diligence fees	246	223
- other consultancy	5	31

3. Staff costs

The monthly average number of persons, including directors, employed by the Group during the year was as follows:

	2013 Number	2012 Number
Directors	5	4
Executives (including Directors of subsidiary undertakings)	83	83
Administrative staff	76	72
	164	159

Employee costs (including directors) for the year amounted to:

	2013 £'000	2012 £'000
Wages and salaries	21,041	20,358
Staff bonuses	15,245	14,591
Social security costs	6,337	5,821
Pension costs	1,080	1,104
Other staff costs	623	509
	44,326	42,383

Directors' remuneration

Directors' remuneration was as follows:

	2013 £'000	2012 £'000
Aggregate emoluments	3,139	2,877
Pension contributions	22	27
Total emoluments of highest paid director (including pension contributions)	1,110	1,111

The emoluments paid to the Directors are all paid by subsidiary undertakings and relate to services provided both to this company and subsidiary companies.

4. Pension contributions

Certain of the group companies participate in a defined contributions pension scheme for their Directors and Employees. The assets of the scheme are held separately from those of the Company in an independently administered fund. The scheme is a non-contributory scheme but does permit employee contributions. The pension cost charge for the year has been shown as part of the staff costs in note 3.

The Company operates a bonus sacrifice scheme. At 31 December 2013, pension contributions of £202,000 (2012: £249,000) payable under this scheme were included within other creditors in the Balance Sheet.

5. Gross tax charge for year

	2013	2013	2012	2012
	£'000	£'000	£'000	£'000
Gross tax charge for year		5,131		5,436
Impact of corporation tax rate change on deferred tax		-		(2,632)
Tax credit on dividend income		(9,232)		-
Total tax (credit)/charge		**(4,101)**		**2,804**
The tax charge for the year comprises:				
UK tax		(4,581)		1,136
Current	-		-	
Deferred excluding corporation tax rate change	*(4,581)*		*3,768*	
Deferred - corporation tax rate change	-		*(2,632)*	
	(4,581)		*1,136*	
Foreign tax - current		480		1,668
		(4,101)		2,804

Factors affecting the current tax charge
The standard rate of UK corporation tax changed from 24% to 23% with effect from 1 April 2013. Accordingly the company's profits for this accounting period are taxed at an effective rate of 23.25% (2012: 24.5%). Further decreases to 21% with effect from 1 Aril 2014 and 20% with effect from 1 April 2015 were enacted in Finance Act 2013:

	2013	2012
Profit on ordinary activities before tax	30,707	22,656
Profit on ordinary activities at the standard rate of UK tax	**7,138**	**5,551**
Expenses not deductible for tax purposes	368	659
Tax credit on dividend income	(9,232)	-
Income not charged to UK Corporation tax	(548)	-
Capital allowances for year in excess of depreciation	(79)	65
Other timing differences	2,155	(6,154)
Income not in accounts charged to corporation tax	1,529	556
Partnership allocation	(612)	-
Overseas tax in excess of / (under) standard UK corporation tax rate	(239)	991
Current tax charge for year	**480**	**1,668**
Deferred tax charge excluding corporation tax rate change	(4,581)	3,768
Tax credit on dividend income	9,232	-
Gross tax charge	**5,131**	**5,436**

6. Intangible assets - Goodwill

	Group
Cost	£'000
Beginning and end of year	10,340
Accumulated Amortisation	
Beginning of year	8,198
Amortisation during the year	842
End of year	9,040
Net book value	
At beginning of year	2,142
At end of year	1,300

The goodwill arising on the acquisition in May 2009 from Hermes Fund Managers Limited was amortised on a straight-line basis over four years and is now fully amortised. The remaining historic goodwill is being amortised over twenty years.

7. Tangible fixed assets

The movement in the year was as follows:	Leasehold Improvements	Motor Vehicles	Computers, Furniture and Other	Total
Group	£'000	£'000	£'000	£'000
Cost or valuation				
Beginning of year	3,530	83	4,042	7,655
Foreign exchange movement	16	(14)	14	16
Additions	2,448	-	1,767	4,215
Disposals	(2,158)	-	(767)	(2,925)
End of year	3,836	69	5,056	8,961
Accumulated Depreciation				
Beginning of year	(2,298)	(33)	(2,695)	(5,026)
Foreign exchange movement	2	9	2	13
Charge	(574)	(17)	(454)	(1,045)
Disposals	2,022	-	725	2,747
End of year	(848)	(41)	(2,422)	(3,311)
Net book value				
Beginning of year	1,232	50	1,347	2,629
End of year	2,988	28	2,634	5,650

8. Fixed assets investments

Group	Other Investments £'000	Total £'000
Beginning of year	90,674	90,674
Additions	15,080	15,080
Disposals	(17,436)	(17,436)
Foreign exchange movement	2,012	2,012
End of year	90,330	90,330

Company	Subsidiary Undertakings £'000	Other Investments £'000	Total £'000
Beginning of year	7,202	62,002	69,204
Additions	-	13,394	13,394
Disposals	-	(14,625)	(14,625)
Foreign exchange movement	-	1,399	1,399
End of year	7,202	62,170	69,372

8. Fixed assets investments (continued)

a) Other investments

The other investments primarily represent loans made to and preference shares in Sapphire Investments (Guernsey) Limited as part of the requirement of Bridgepoint Europe III and loans made to and preference shares in Ruby Investments (Guernsey) Limited for Bridgepoint Europe IV.

The Group includes subsidiaries, listed below, that manage Private Equity partnerships in which they have participating interests, albeit small, and for which they act as General Partner. These partnerships are subsidiary undertakings under the Companies Act 2006. As allowed by Section 405(2) of the Act, the directors have departed from the requirement to consolidate these subsidiary partnerships since the economic interest of the Group in these partnerships is, except to the extent that they are proportionally consolidated, merely that of investment manager. The directors are of the opinion that were these partnerships consolidated, the Group financial statements would not show a true and fair view.

The interests of the Group in qualifying partnerships have been incorporated in the financial statements of the Group by the equity method of proportional consolidation, thereby exempting it from the requirements of the Partnerships and Unlimited Companies Accounts (Regulations) 1993.

b) Subsidiary undertakings

The parent company has investments in the following principal subsidiary undertakings:

Name	Country of Incorporation	Nature of business
Bridgepoint Advisers Holdings *	England	Investment holding company
Bridgepoint Advisers Limited	England	Private equity management company
Bridgepoint Advisers II Limited	England	Private equity management company
Bridgepoint Private Equity Limited	England	Private equity management company
Bridgepoint SAS	France	Private equity management company
Bridgepoint GmbH	Germany	Private equity advisory company
Bridgepoint SA	Spain	Private equity advisory company
Bridgepoint AB	Sweden	Private equity advisory company
Bridgepoint Sp Zoo	Poland	Private equity advisory company
Bridgepoint Advisers Europe Limited	England	Private equity advisory company
Bridgepoint Advisers UK Limited	England	Private equity advisory company
BE Advisers S.àr.L	Luxembourg	Private equity advisory company
Bridgepoint S.r.l **	Italy	Private equity advisory company
PEPCO Services LLP	England	Collective purchasing negotiator
Bridgepoint Capital Scottish GP Limited	Scotland	General Partner to UK Limited Partnerships
Bridgepoint Capital Scottish GP II Limited	Scotland	General Partner to UK Limited Partnerships
Bridgepoint Capital (GP) Limited	England	General Partner to Delaware Partnership
Bridgepoint Europe III (GP) Limited	Scotland	General Partner to UK Limited Partnerships
Bridgepoint Europe IV (SGP) Limited	Scotland	General Partner to UK Limited Partnerships
Horningway Limited	England	General Partner to UK Limited Partnerships
BDC II (SGP) Limited *(formerly BDC I (SGP) Limited)*	England	General Partner to UK Limited Partnerships
BBTPS (GP) Limited	England	General Partner to UK Limited Partnerships
Ruby Investments (UK) Limited	England	Investment company

Except where noted, all the above companies are wholly owned and registered in the country of incorporation.

* This entity is owned directly by Bridgepoint Advisers Group Limited

** Bridgepoint S.r.l is 10% owned by the Company and 90% by Bridgepoint Advisers Europe Limited

The directors believe that the carrying value of the investments is supported by their underlying net assets.

9. Debtors

	Group		Company	
	2013	2012	2013	2012
	£'000	£'000	£'000	£'000
Amounts due within one year:				
Amounts owed by subsidiary undertakings	-	-	25,736	17,279
Group relief	-	-	-	254
Tax debtor	264	-	-	-
Other debtors	10,944	10,765	1,575	1,500
Prepayments and accrued income	2,788	3,757	554	1,272
	13,996	14,522	27,865	20,305

10. Creditors: Amounts falling due within one year

	Group		Company	
	2013	2012	2013	2012
	£'000	£'000	£'000	£'000
Amounts owed to subsidiary undertakings	-	-	89,305	81,899
Trade creditors	3,129	1,400	-	-
Group relief	-	-	501	-
Social Security payable	1,492	1,716	-	-
Corporation tax payable	-	1,143	-	-
Other creditors	2,512	2,281	790	1,220
Bank loan	13,366	11,298	-	-
Accruals and deferred income	39,215	26,500	189	3
	59,714	44,338	90,785	83,122

11. Creditors: Amounts falling due after more than one year

	Group		Company	
	2013	2012	2013	2012
	£'000	£'000	£'000	£'000
Other creditors	1,701	2,348	769	1,539

12. Provisions for liabilities and charges

Group	Deferred Taxation 2013 £'000
At beginning of year	34,189
Credited in the year	(4,581)
Foreign exchange movement	6
At end of year	29,614

13. Called-up share capital

Company	2013 Number	2013 £'000	2012 Number	2012 £'000
Authorised				
Original ordinary shares of 1p each	1,273,500	13	1,273,500	13
Series II ordinary shares of 1p each	495,000	5	495,000	5
Series III ordinary shares of 1p each	1,189,250	12	1,189,250	12
YY Shares	1	-	1	-
	2,957,751	30	2,957,751	30
Allotted, called-up and paid				
Original ordinary shares of 1p each	985,000	10	1,088,000	11
Series II ordinary shares of 1p each	347,000	3	409,000	4
Series III ordinary shares of 1p each	585,150	6	598,900	6
YY Shares	1	-	1	-
	1,917,151	19	2,095,901	21

14. Reconciliation in movement in shareholders' funds

Group	Share Capital £'000	Share Premium £'000	Capital Redemption Reserve £'000	Other Reserves £'000	Own shares held by ESOT £'000	Profit and Loss Account £'000	Total Shareholders' Funds £'000
At 1 January 2013	21	1,164	23	1,760	(578)	103,430	105,820
Profit for the year	-	-	-	-	-	34,832	34,832
Movement in own shares	(2)	-	2	-	578	(5,566)	(4,988)
Dividends paid	-	-	-	-	-	(4,771)	(4,771)
Revaluation of overseas subsidiary undertakings	-	-	-	(128)	-	-	(128)
At 31 December 2013	19	1,164	25	1,632	-	127,925	130,765

Company

	Share Capital £'000	Share Premium £'000	Capital Redemption Reserve £'000	Other Reserves £'000	Own shares held by ESOT £'000	Profit and Loss Account £'000	Total Shareholders' Funds £'000
At 1 January 2013	21	1,164	23	-	(578)	4,917	5,547
Profit for the year	-	-	-	-	-	11,945	11,945
Movement in own shares	(2)	-	2	-	578	(5,566)	(4,988)
Dividends paid	-	-	-	-	-	(4,771)	(4,771)
At 31 December 2013	19	1,164	25	-	-	6,525	7,733

The Employee Share Ownership Trust ("ESOT") was established in 2002 in order to provide for the future obligations of the Company in respect of shares awarded under the scheme. At the year-end there were no allocations to any employees under the scheme.

15. Cash flow information

a) Reconciliation of operating profit to net inflow from operating activities

	2013 £'000	2012 £'000
Operating profit	30,178	21,804
Depreciation charges	1,045	1,065
Amortisation charges	842	1,720
Revaluation of overseas subsidiary undertakings and investments	(2,169)	2,338
Decrease in debtors	358	80
Increase (decrease) in creditors	15,872	(10,632)
Loss (profit) on sale of fixed assets	178	(9)
Net cash inflow from operating activities	46,304	16,366

b) Analysis and reconciliation of net funds

	1 January 2013 £'000	Cash flow £'000	31 December 2013 £'000
Cash at bank	76,706	33,766	110,472

	2013 £'000	2012 £'000
Increase (decrease) in cash in the year	33,766	(22,540)
Net funds at 1 January	76,706	99,246
Net funds at 31 December	110,472	76,706

16. Operating Lease Commitments

Annual commitments under non-cancellable operating leases are as follows:

	2013 Land and Buildings £'000	2013 Other £'000	2012 Land and Buildings £'000	2012 Other £'000
Expiry date				
- within one year	327	2	1,451	15
- between two and five years	998	141	1,015	113
- after five years	3,171	-	389	-
	4,496	143	2,855	128

17. Related Party Transactions

The investments in Sapphire Investments (Guernsey) Limited referred to in Note 8 are made up of loans of £35,261,000 (2012: £46,547,000) and preference shares of £202,000 (2012: £202,000) at the year end.

The investments in Ruby Investments (Guernsey) Limited are made up of loans of £18,979,000 (2012: £14,683,000) and preference shares of £222,000 (2012: £222,000) at the year end.

In respect of these investments the Company and Group recognised interest income of £573,000 (2012: £868,000) and preference dividends of £nil (2012: £nil). £560,000 was included in debtors at the year end (2012: £869,000).

Sapphire Investments (Guernsey) Limited and Ruby Investments (Guernsey) Limited have certain common shareholders with the Company.

La Financière Amenon, a company owned by B Bassi a director of Bridgepoint Advisers Group Limited, received £459,000 for services provided to the Bridgepoint Group during 2013 (2012: £nil). The fees received during the period he was a director of the Company are included within the directors' remuneration in note 3. An amount of £167,000 is included in creditors at the year end (2012: £nil).

18. Financial Derivatives

During the year, Bridgepoint Advisers Limited, a wholly owned subsidiary, entered into foreign exchange contracts to hedge against adverse exchange rate movements in Euro denominated management fees receivable. At the year end the total amount outstanding under these contracts was £35m (2012: £32m) with varying maturities up to July 2015.

19. Bank Facility

Ruby Investments (UK) Limited, a wholly owned subsidiary, has an 8-year €18.75m revolving credit bank facility that expires on 4 April 2016. It has pledged its investments in Bridgepoint Europe IV FP LP as security for that bank facility.

20. Dividends

	2013	2012
	£'000	£'000
Equity - ordinary		
Final paid: £2.50 per £1 share (2012: £4.37 per £1 share)	4,771	9,239

21. Ultimate Parent and Controlling Party

Bridgepoint Advisers Group Limited is the ultimate parent of the Group. The directors are of the opinion there is no controlling party of Bridgepoint Advisers Group Limited.