

Registration number: SC453038

SL Capital Partners

Partnership Accounts

SLCP (General Partner SOF I) Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2017

Partnership Accounts

**COMPANIES HOUSE
EDINBURGH**

11 SEP 2018

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COMPANIES HOUSE

Company Information

Directors I Harris
 S Hay
 P McKellar
 R Pim

Company secretary D R Thompson

Registered office 1 George Street
 Edinburgh
 Lothian
 EH2 2LL

Auditors KPMG LLP
 Chartered Accountants and Statutory Auditors
 Saltire Court
 20 Castle Terrace
 Edinburgh
 United Kingdom
 EH1 2EG

Directors' Report for the year ended 31 December 2017

The Directors present their report together with the audited financial statements of SLCP (General Partner SOF I) Limited (the Company) for the year ended 31 December 2017.

Directors

The Company's ultimate parent company, Standard Life Aberdeen plc, maintains Directors' and Officers' liability insurance on behalf of its Directors and Officers.

Directors of the Company during the year were as follows:

I Harris

S Hay

P McKellar

R Pim

Result for the year

The result for the year ended 31 December 2017 is a profit after tax of £nil (2016: £nil). The Directors consider the result to be satisfactory.

Future outlook

The Directors are confident that the Company will maintain its financial position in the future.

Dividends

The Directors did not recommend payment of a dividend in 2017 (2016: £nil).

Annual general meeting

There was no annual general meeting held in the year, as permitted by the Companies Act 2006.

Independent Auditors

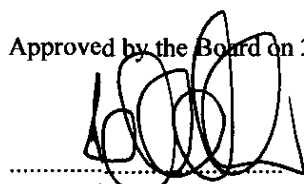
During the financial year ended 31 December 2017, the Standard Life Aberdeen Group appointed KPMG LLP (KPMG) as principal auditor replacing PricewaterhouseCoopers LLP (PwC). The Independent Auditors, KPMG, have indicated their willingness to continue in office.

Disclosure of information to the auditor

So far as each Director is aware, there is no relevant audit information (that is, information needed by the Company's Independent Auditors in connection with preparing their report) of which the Company's Independent Auditors are unaware.

Each of the Directors has taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's Independent Auditors are aware of that information.

Approved by the Board on 22 June 2018 and signed on its behalf by:



P McKellar
Director

Strategic Report for the year ended 31 December 2017

Review of the Company's business

The principal activity of the Company is to act as a General Partner of a Limited Partnership (SL Capital SOF I General Partner Limited Partnership), which is the General Partner, of a Limited Partnership (SL Capital LP SOF I) ('the Fund'), whose activity is to acquire secondary positions in fund of funds, secondary funds and mid-market buyout funds.

During the year, the ultimate parent of the Company (Standard Life plc) merged with Aberdeen Asset Management plc to form Standard Life Aberdeen plc. The merger completed on 14 August 2017 and the Company became part of the Standard Life Aberdeen group. Thus far there has been no specific impact on the Company. A review will be conducted in 2018 as part of the wider integration activities to ascertain what specific impact, if any, this will have on the Company.

Key performance indicators (KPIs)

The Company uses a number of key performance indicators (KPIs) to monitor the performance of the business throughout the year. These KPIs are shown below:

	2017	Restated *
	£	2016
	£	£
Total revenue	383,696	373,919

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables. Refer to Note 1 for further details.

Principal risks and uncertainties

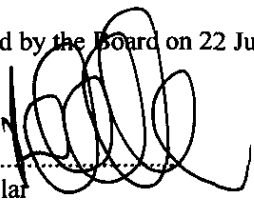
The management of the business and the execution of the Company's strategy are subject to a number of risks.

The Standard Life Aberdeen Group, of which the Company is a part, has established a governance framework for monitoring and overseeing strategy, conduct of business standards and operations of the business across the Group that includes a clearly stated corporate organisational structure, appropriately delegated authorities and independent internal audit and risk management functions. Risk management for the Company operates within this governance framework. The main business risks to which the Company is exposed, and its financial risk management objectives and policies, are considered in Note 7 to this report and financial statements. Other key business risks include the development and retention of key employees as well as competition from other providers of investment management services.

Environmental matters

The Company follows the environmental strategy of the Standard Life Aberdeen Group which is disclosed within the Standard Life Aberdeen plc accounts.

Approved by the Board on 22 June 2018 and signed on its behalf by:



 P McKellar
 Director

Statement of Directors' Responsibilities

The Directors acknowledge they are responsible for preparing the Strategic Report, 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 International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU) 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 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 apply them consistently;
- make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Income Statement for the year ended 31 December 2017

	2017	Restated*
	£	2016
	£	£
Revenue		
Investment management income	383,696	373,919
Total revenue	383,696	373,919
Operating expenses		
Administrative expenses	(383,696)	(373,919)
Total operating expenses	(383,696)	(373,919)
Result for the year attributable to equity holders of the Company	-	-

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables, Refer to Note 1 for further details.

The notes on pages 9 to 17 form part of these financial statements.

The Company has not recorded any other comprehensive income during the year to 31 December 2017 or 31 December 2016. A separate statement of comprehensive income is therefore not disclosed.

Statement of Financial Position as at 31 December 2017

		2017	Restated*
	Note	£	2016 £
Assets			
Current assets			
Trade and other receivables	4	1,976	9,998
Total assets		1,976	9,998
Equity and liabilities			
Equity			
Share capital	5	100	100
Total attributable to equity holders of the Company		100	100
Current liabilities			
Trade and other payables	6	1,876	9,898
Total current liabilities		1,876	9,898
Total equity and liabilities		1,976	9,998

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables, Refer to Note 1 for further details.

The notes on pages 9 to 17 form part of these financial statements.

The financial statements on pages 5 to 17 were approved on behalf of the Board on 22 June 2018 and signed on its behalf by:



 I Harris
 Director

(Registration number: SC453038)

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

The Company has not recorded any changes in equity during the years ended 31 December 2017 and 31 December 2016.

The notes on pages 9 to 17 form part of these financial statements.

Statement of Cash Flows for the year ended 31 December 2017

The Company had no net cash flows during the years ended 31 December 2017 and 31 December 2016.

The notes on pages 9 to 17 form part of these financial statements.

Notes to the Financial Statements for the year ended 31 December 2017

1 Accounting policies

The Company's significant accounting policies are included at the beginning of the relevant note. This section outlines the basis of preparation, significant accounting policies which apply to the financial statements as a whole, and a summary of the Company's critical accounting estimates and judgements in applying accounting policies.

(a) Basis of preparation

(i) Statement of compliance

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as adopted by the European Union (EU), with interpretations issued by the IFRS Interpretations Committee (IFRS IC), and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared on a going concern basis and under the historical cost convention.

(ii) New interpretations and amendments to existing standards that have been adopted by the Company

There have been no new interpretations or amendments to existing accounting standards that have impacted the Company.

(iii) Standards, interpretations and amendments to existing standards that are not yet effective, have not been early adopted by the Company and that are considered relevant to the Company

IFRS 15 'Revenue from Contracts with Customers' (effective for annual periods beginning on or after 1 January 2018)

IFRS 15 will replace IAS 18 'Revenue' and related interpretations. IFRS 15 provides a new five-step revenue recognition model for determining recognition and measurement of revenue from contracts with customers. New disclosure requirements including estimate and judgement thresholds will also be introduced. In 2015 the IASB issued amendments to the standard and delayed the mandatory adoption date until 1 January 2018. A detailed impact assessment was completed in 2017 for all major revenue streams, reviewing contracts and analysing the revenue recognised. No significant impacts to profit or net assets were identified for the Company.

IFRS 9 'Financial Instruments' (effective for annual periods beginning on or after 1 January 2018)

IFRS 9 will replace IAS 39 'Financial Instruments: Recognition and Measurement'. IFRS 9 allows two measurement categories for financial assets in the statement of financial position: amortised cost and fair value. All equity instruments and derivative instruments are measured at fair value. As well as presentation and measurement changes, IFRS 9 also introduces additional disclosure requirements. Initial analysis indicates IFRS 9 is unlikely to have an impact on the Company because financial assets are currently measured at Fair Value Through Profit and Loss (FVTPL) or amortised cost.

(b) Revenue recognition

Investment management income

All fees and costs associated with the provision of investment management services are recognised, subject to recoverability, as the services are provided.

(c) Expense recognition

Administrative expenses are recognised on an accruals basis.

Notes to the Financial Statements for the year ended 31 December 2017 (continued)

1 Accounting policies (continued)

(d) Foreign currency

Foreign currency transactions and fair values are translated using the exchange rates applying to the functional currency, which is Sterling, prevailing at the dates of the transactions or at the date the fair value was determined, with related foreign currency exchange gains or losses reflected in the income statement. Translation differences on non-monetary items such as investments in associates are reported as part of the fair value gain or loss.

(e) Financial assets - designation

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the statement of financial position date. These are classified as non-current assets. The Company's loans and receivables comprise 'Trade and other receivables' in the statement of financial position.

(f) Prior year adjustment

A prior year restatement has been required due to an understatement identified in the calculated investment management income and the related administrative expenses. This was driven by that fact that in prior years an error was made in determining the period used for the Net Asset Value (NAV) of the underlying limited partnership fund in calculating investment management income. As a result, trade and other receivables and trade and other payables have also been restated.

The following table shows the impact of the restatement to include a prior year adjustment on the income statement for the year ended 31 December 2016 (note: increase).

	As previously reported £	Effect of adjustment £	Restated £
Investment management income	347,013	26,906	373,919
Administrative expenses	347,013	26,906	373,919

The following table shows the impact of the restatement to include a prior year adjustment on the statement of financial position as at 31 December 2016 (note: decrease).

	As previously reported £	Effect of adjustment £	Restated £
Trade and other receivables	10,466	468	9,998
Trade and other payables	10,366	468	9,898

This adjustment had no impact on the Company's opening reserves for 2017, or cash flow for 2016.

2 Key estimates and judgements

The preparation of financial statements, in conformity with IFRS, may require the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. In the process of applying the Company's accounting policies, management has made no key estimates or judgements.

Notes to the Financial Statements for the year ended 31 December 2017 (continued)

3 Result before tax

The Company has no employees (2016: nil). Certain expenses, including auditors' remuneration for audit services amounting to £2,000 (2016: £2,500), are met by SL Capital Partners LLP. During the financial year ended 31 December 2017, the Standard Life Aberdeen Group appointed KPMG as principal auditor replacing PricewaterhouseCoopers LLP (PwC). Accordingly the fees relate to KPMG for 2017 and PwC for 2016. 2016 fees have been adjusted to exclude VAT. All other expenses are in relation to management fees charged by SL Capital Partners LLP.

4 Trade and other receivables

Accounting Policy

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost.

	2017	Restated*
	£	2016
	£	£
Amounts due from the parent undertaking	100	100
Amounts due from fund	1,876	9,898
Total trade and other receivables	1,976	9,998

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables. Refer to Note 1 for further details.

All 'Trade and other receivables' are current and have no contractual maturity date. All of the financial assets above are non-interest bearing.

5 Share capital

Accounting Policy

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Shares are classified as equity instruments when there is no contractual obligation to deliver cash or other assets to another entity on terms that may be unfavourable.

Notes to the Financial Statements for the year ended 31 December 2017 (continued)**5 Share capital (continued)****Allotted, called up and fully paid shares**

	2017		2016	
	No.	£	No.	£
Ordinary shares of £1 each	100	100	100	100

6 Trade and other payables**Accounting Policy**

Trade and other payables are recognised at their initial fair value and subsequently measured at amortised cost.

	2017	Restated*
	£	2016
Amounts owed to Standard Life Aberdeen Group undertakings	1,876	9,898
	1,876	9,898

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables. Refer to Note 1 for further details.

All 'Trade and other payables' non-interest bearing and have no contractual maturity date.

7 Financial risk management**(a) Standard Life Aberdeen Group approach to risk management**

Standard Life Aberdeen plc, the ultimate parent of the Company, has established an Enterprise Risk Management (ERM) Framework to provide the basis for ensuring that the risks inherent in the design and execution of all Standard Life Aberdeen Group strategy are managed in line with its expectations.

Notes to the Financial Statements for the year ended 31 December 2017 (continued)

7 Financial risk management (continued)

(b) Standard Life Investments (Holdings) Limited and its subsidiaries (the Group) approach to risk and capital management

The Company operates within the governance structure of the Group. The Group has its own established governance framework, with clear terms of reference for the Group Board (the Board) and risk committees and a clear organisation structure, with documented, delegated authorities and responsibilities.

The Group takes and manages risks to achieve its corporate, financial and regulatory objectives. The types of risk inherent in the pursuit of these objectives and the extent of exposure to these risks form the Group's risk profile. The Company has adopted Standard Life Aberdeen Group risk policies and has approved certain Group specific policies which determine the framework for identifying, assessing, monitoring and controlling risk.

Capital is managed within the regulatory framework in which the Group operates. This makes use of an Internal Capital Adequacy Assessment Process (ICAAP), approved by the Group Board, to identify the risks to which the business is exposed and to quantify their impact on capital, including changes thereto by way of stress and scenario tests. The ICAAP estimates how much capital is needed to cover the risks to which the Company is, or might be, exposed to. The Group is required at all times to maintain at least this level of capital. The Company does not have its own ICAAP but is a component of the Group ICAAP. The Group's calculation thereof is subject to review by the FCA who also monitors capital management by way of quarterly and annual submissions made by the Group and periodic visits.

The ICAAP is subject to high level quarterly review within the Group, with detailed annual review and approval by the Group Board. The potential impact of any significant risks identified out with these timescales would be subject to immediate review.

(c) The management of financial and non-financial risks

(i) Statement of financial position reconciliation

All assets on the statement of financial position are categorised as loans and receivables and are financial assets. None of the assets are categorised as fair value through profit and loss (FVTPL) and therefore are not disclosed in fair value hierarchy levels. 'Trade and other payables' are classified as financial liabilities and are held at amortised cost.

(ii) Fair value of assets and liabilities

Due to the short term nature of current financial assets and current financial liabilities, the amortised cost is approximate to the fair value.

(iii) Credit risk

The Company is exposed to credit risk through trade and other receivables and intercompany balances. Intercompany balances with Standard Life Aberdeen Group entities have no past history of default.

Investment management income provides the majority of the Company's revenues. Funds are managed in accordance with legal agreements in place with both Standard Life Aberdeen Group companies and third parties that specify contractual payment terms. The majority of receipts by value are received quarterly.

The Company has no cash deposits and the Company current account held nil balances at the end of both 2017 and 2016.

The table below provides an analysis of total assets bearing credit risk:

Notes to the Financial Statements for the year ended 31 December 2017 (continued)

7 Financial risk management (continued)

	2017	Restated*
	£	2016
	£	£
Trade and other receivables	1,976	9,998
	1,976	9,998

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables. Refer to Note 1 for further details.

At the statement of financial position date, none of the financial assets were impaired or past due.

(iv) Market risk

Market risk is the risk of adverse impact on the Company of changes in the fair values of financial instruments from fluctuations in foreign currency exchange rates, interest rates and market movements.

The Group uses sensitivity test-based analysis, including market movements, foreign exchange and interest rate movements, detailed in its ICAAP, to understand their impact on expected earnings for decision making and planning purposes.

The impact of a fall in asset values at a point in time would primarily impact revenue, which is not hedged. However, all such revenue is paid to SL Capital Partners LLP by way of administrative expenses, therefore a change in market levels would have no impact on the profit after tax of the Company.

Although all revenues are in US dollars, all such revenue is paid to SL Capital Partners LLP by way of administrative expenses; therefore the Company has limited exposure to exchange rate risk.

The Company has no material exposure to interest rate risk in 2017 or 2016.

The Company is domiciled in and was incorporated in Scotland.

(v) Liquidity risk

Liquidity risk is the risk of the Company being unable to maintain sufficient cash and marketable securities to enable it to meet cash flow obligations as they fall due.

The Group manages its liquidity risk by regular monitoring of its cash position, credit control including the credit risk assessment noted above, forward planning including cash flow analysis, and regular reporting thereon to the Board.

The Company has no surplus cash in 2017 (2016: £nil).

The following table represents the Company's ability to meet its cash commitments as they fall due:

	2017	
	Due within 1 month	No contractual maturity date
	£	£
Financial assets		
Trade and other receivables	1,876	100
	1,876	100

Notes to the Financial Statements for the year ended 31 December 2017 (continued)
7 Financial risk management (continued)

	Restated*	
	2016	
	Due within 1 month £	No contractual maturity date £
		Total £
Financial assets		
Trade and other receivables	9,898	100
		9,998
		2017
		No contractual maturity date £
		Total £
Financial liabilities		
Trade and other payables		1,876
		1,876
		Restated*
		2016
		No contractual maturity date £
		Total £
Financial liabilities		
Trade and other payables		9,898
		9,898

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables. Refer to Note 1 for further details.

Notes to the Financial Statements for the year ended 31 December 2017 (continued)

7 Financial risk management (continued)

(vi) Operational risk

Operational risk is defined as the risk of loss, or adverse consequences for the business, resulting from inadequate or failed internal processes, people and systems, or from external events. The Group sets an acceptable level of operational risk as quantitative and qualitative risk limits.

The types of operational risk the Company is exposed to are identified using the following operational risk categories: fraud or irregularities; regulatory or legal; customer treatment; business interruption; supplier failure; planning; process execution and people. Activities undertaken to ensure the practical operation of controls over financial risks (i.e. market, credit, liquidity and insurance risk) are treated as an operational risk.

The Group assesses its exposure to operational risk to enable efficient allocation of resources to manage such risks. The Group assesses its historical operational risk exposure using objective quantitative data. The Group also assesses the impact and likelihood of operational risks materialising in the future through a combination of qualitative data arising from management's judgement and historical data.

The Group's control environment is subject to quarterly self-assessment by management. Managers are responsible for correcting any control weaknesses identified through this process, taking into account the cost of implementing preventive or corrective action plans and the Group's acceptable level of operational risk.

The impact of new products, significant changes in business operations, or any material one-off transactions on the operational risk profile of the Company is assessed and managed through the risk governance processes.

8 Related party transactions

(a) Parent and ultimate controlling party

The Company's parent undertaking is SLCP (Holdings) Limited (registered office 1 George Street, Edinburgh, EH2 2LL), whilst its ultimate controlling party is Standard Life Aberdeen plc (registered office Standard Life House, 30 Lothian Road, Edinburgh, EH1 2DH).

Copies of the Annual Report and Accounts of Standard Life Aberdeen plc are available to download from the website www.standardlifeaberndeen.com.

(b) Company transactions between and balances with related parties

In the normal course of business, the Company enters into transactions with related parties in respect of investment management business. Such related party transactions are unsecured.

The following are details of significant transactions with related parties during the year and the year end balances arising from such transactions:

Notes to the Financial Statements for the year ended 31 December 2017 (continued)**8 Related party transactions (continued)**

	2017			
	Revenues	Expenses	Amounts owed by related parties	Amounts owed to related parties
	£	£	£	£
Parent	-	-	100	-
Standard Life Aberdeen Group undertakings	-	383,696	-	1,876
Other	383,696	-	1,876	-
	383,696	383,696	1,976	1,876

	Restated* 2016			
	Revenues	Expenses	Amounts owed by related parties	Amounts owed to related parties
	£	£	£	£
Parent	-	-	100	-
Standard Life Aberdeen Group undertakings	-	373,919	-	9,898
Other	373,919	-	9,898	-
	373,919	373,919	9,998	9,898

*2016 has been restated to include the impact of a prior year adjustment to revenue, operating expenses, trade and other receivables and trade and other payables. Refer to Note 1 for further details.

The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense for bad and doubtful debts has been recognised, in the current or prior year, in respect of the amounts owed by related parties.

(c) Key management personnel

No amounts are payable to the Directors in respect of their services to the Company as at 31 December 2017 (2016: £nil).

9 Related undertakings

The Companies Act 2006 requires disclosure of certain information about the Company's related undertakings. The sole related undertaking of the entity is SL Capital SOF I GP LP, for which the Company is the General Partner.

10 Events after the statement of financial position date

There have been no significant events after the reporting period.

Independent Auditor's Report to the Members of SLCP (General Partner SOF I) Limited

Opinion

We have audited the financial statements of SLCP (General Partner SOF I) Limited ("the company") for the year ended 31 December 2017 which comprise the Income Statement, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows, and related notes, including the accounting policies.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its results for the year then ended;
 - have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union; and
 - have been prepared in accordance with the requirements of the Companies Act 2006.
-

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
 - in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
 - in our opinion those reports have been prepared in accordance with the Companies Act 2006.
-

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Independent Auditor's Report to the Members of SLCP (General Partner SOF I) Limited (continued)

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company'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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

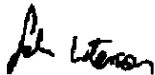
Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company'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 company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



.....
John Waterson (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountant
Saltire Court
20 Castle Terrace
Edinburgh
United Kingdom
EH1 2EG

22 June 2018

SL Capital SOF I GP LP

Financial Statements for the year ended 31 December 2017

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**COMPANIES HOUSE
EDINBURGH**

11 SEP 2018

FRONT DESK

Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report. Any commentary, opinions, forecasts or estimates which are included within this report may not prove to be accurate and may be superseded by subsequent events. The information included in this report is based upon information which has been provided by underlying fund managers and other third parties.

Manager, General Partner and Advisors

Registered Address

1 George Street
Edinburgh, EH2 2LL
U.K.

**Manager and Principal
Place of Business**

SL Capital Partners LLP
1 George Street
Edinburgh, EH2 2LL
U.K.

General Partner

SLCP (General Partner SOF I) Limited
1 George Street
Edinburgh, EH2 2LL
U.K.

Legal Advisors

Goodwin Procter (UK) LLP
100 Cheapside
London, EC2V 6DY
U.K.

Independent Auditor

KPMG LLP
Saffire Court
20 Castle Terrace
Edinburgh, EH1 2EG
U.K.

Administrator

Argentius (UK) Ltd
Two London Bridge
London, SE1 9RA
U.K.

Report of the General Partner

The General Partner, SLCP (General Partner SOF I) Limited, presents the audited financial statements for SL Capital SOF I GP LP ("the Partnership") for the year ended 31 December 2017.

Structure of the Partnership

The Partnership was formed on 3 July 2013 and is registered in Scotland, United Kingdom ("U.K").

Directors of the General Partner

There have been no changes to the Directors of the General Partner during the year. Please refer to the financial statements of SLCP (General Partner SOF I) Limited for the names of the Directors.

Distributions

Distributions of US\$488,916 (2016: US\$501,310) were made during the year.

Events after the reporting date

The General Partner has identified no significant events after the reporting date.

Results, activities and future developments

The results for the year are set out in the Statement of Comprehensive Income on page 6. A description of the principal activity of the Partnership is provided in note 1 to the financial statements.

The purpose of the Partnership is to act as General Partner to SL Capital SOF I LP ("SOF I"), SL Capital SOF I Feeder LP ("SOF I Feeder") and SOF I Executive Co Investment Limited Partnership ("SOF I Co Investment"), together SL Capital SOF I.

Going concern basis

Notwithstanding net liabilities of US\$26,717 at 31 December 2017, the Partnership, along with the ongoing financial support of the Manager, will continue to be in a position to meet

liabilities as they fall due and as such the General Partner deems it appropriate to prepare the financial statements of the Partnership on the going concern basis.

Disclosure of information to auditor

At the date of this report, the General Partner confirms that:

- As far as the General Partner is aware, there is no relevant information of which the Partnership's auditor is unaware, and
- The General Partner has taken all the steps that it ought to have taken as a General Partner in order to make it aware of any relevant audit information and to establish that the Partnership's auditor is aware of that information.

Independent auditor

The General Partner has appointed KPMG LLP as auditor to the Partnership.

Data protection

SL Capital Partners LLP ("the Manager") has implemented measures that it believes are necessary in order to comply with the General Data Protection Regulation.

Strategic report

The Partnership is considered as "small" under Section 414B of The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and is therefore exempt from preparing a strategic report.

Signed on behalf of SLCP (General Partner SOF I) Limited



Ian Harris
Director, SLCP (General Partner SOF I) Limited
15 June 2018

Statement of General Partner's Responsibilities

The General Partner is responsible for preparing the Report of the General Partner and the financial statements in accordance with applicable law and regulations.

Company law as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 ("the Regulations") requires the General Partner to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with applicable law and Section 1A of FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

Under company law the General Partner 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 Partnership and of the profit or loss of the Partnership for that period. In preparing these financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- assess the Partnership's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Partnership or to cease operations, or have no realistic alternative but to do so.

The General Partner is responsible for keeping adequate accounting records that are sufficient to show and explain the Partnership's transactions and disclose with reasonable accuracy at any time the financial position of the Partnership and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Partnership and to prevent and detect fraud and other irregularities.

Independent Auditor's Report to the Partners of SL Capital SOF I GP LP

Opinion

We have audited the financial statements of SL Capital SOF I GP LP ("the Qualifying Partnership") for the year ended 31 December 2017 which comprise the Statement of Financial Position, the Statement of Comprehensive Income, the Statement of Changes in Net Assets Attributable to Partners and related notes, including the accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the Qualifying Partnership's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards applicable to smaller entities, including Section 1A of FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Qualifying Partnership in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

General Partner's report

The General Partner is responsible for the General Partner's report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the General Partner's report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge.

Based solely on that work:

- we have not identified material misstatements in that report;
- in our opinion the information given in the General Partner's report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or

Independent Auditor's Report to the Partners of SL Capital SOF I GP LP (continued)

Matters on which we are required to report by exception (continued)

- the General Partner was not entitled to take advantage of the small companies exemption, as applied to qualifying partnerships, from the requirement to prepare a strategic report.

We have nothing to report in these respects.

General Partner's responsibilities

As explained more fully in their statement set out on page 3, the General Partner is responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Qualifying 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 they either intend to liquidate the Qualifying Partnership or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Qualifying Partnership's partners, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by regulation 4 of the Partnerships (Accounts) Regulations 2008. Our audit work has been undertaken so that we might state to the Qualifying Partnership's partners 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 Qualifying Partnership and its partners, as a body, for our audit work, for this report, or for the opinions we have formed.



Philip Merchant (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG
15 June 2018

Statement of Comprehensive Income

	Year ended 31 December 2017			Year ended 31 December 2016		
	Carried Interest Partners US\$	General Partner US\$	Total* US\$	Carried Interest Partners US\$	General Partner US\$	Total* US\$
Turnover						
Income	-	486,916	486,916	-	501,310	501,310
Expenditure						
Administration and other expenses	(8,498)	-	(8,498)	(7,409)	-	(7,409)
Total (loss) / profit for the year attributable to Partners	(8,498)	486,916	478,418	(7,409)	501,310	493,901

*The total column provides the required figures under FRS 102 Section 1A.

All results shown in the Statement of Comprehensive Income are from continuing operations.

The Partnership has no components of other comprehensive income in the current and comparative year.

The notes 1 to 12 form an integral part of these financial statements.

SL Capital SOF I GP LP

Statement of Financial Position

	At 31 December 2017			At 31 December 2016		
	Carried Interest	General	Total*	Carried Interest	General	Total*
	Partners	Partner	US\$	Partners	Partner	US\$
Fixed assets	Notes	US\$	US\$	US\$	US\$	US\$
Financial assets at fair value through profit or loss	5	2,121	-	2,121	2,121	-
Current assets						
Debtors	6	-	2,538	2,538	-	12,231
Cash and cash equivalents		16	-	16	-	-
		16	2,538	2,554	12,231	12,231
Current liabilities						
Creditors due within one year	7	(28,854)	(2,538)	(31,392)	(20,340)	(12,231)
		(28,854)	-	(28,838)	(20,340)	(20,340)
Net current liabilities						
		(28,854)	-	(28,838)	(20,340)	(20,340)
Net liabilities attributable to Partners						
		(26,717)	-	(26,717)	(18,219)	(18,219)
Represented by:						
Partners' capital account		2,121	-	2,121	2,121	-
Partners' loan account		-	(1,500,639)	(1,500,639)	-	(1,013,723)
Partners' current account		(28,839)	1,500,639	1,471,801	(20,340)	1,013,723
Net liabilities attributable to Partners						
		(26,717)	-	(26,717)	(18,219)	(18,219)

*The total column provides the required figures under FRS 102 Section 1A.

These financial statements have been prepared in accordance with the provisions of FRS 102 Section 1A – small entities.

The notes 1 to 12 form an integral part of these financial statements.

The financial statements set out on pages 6 to 13 were authorised for issue by SLCP (General Partner SOF I) Limited on 15 June 2018 and were signed on its behalf by:

Ian Harris
Director, SLCP (General Partner SOF I) Limited

Statement of Changes in Net Assets Attributable to Partners

	Year ended 31 December 2017			Year ended 31 December 2016		
	Carried Interest Partners US\$	General Partner US\$	Total* US\$	Carried Interest Partners US\$	General Partner US\$	Total* US\$
Net liabilities attributable to Partners at the start of the year	(18,219)	-	(18,219)	(10,810)	-	(10,810)
Distributions to Partners	-	(486,916)	(486,916)	-	(501,310)	(501,310)
Total distributed	-	(486,916)	(486,916)	-	(501,310)	(501,310)
Total (loss) / profit for the year attributable to Partners	(8,498)	486,916	478,418	(7,409)	501,310	493,901
Net liabilities attributable to Partners at the end of the year	(26,717)	-	(26,717)	(18,219)	-	(18,219)

*The total column provides the required figures under FRS 102 Section 1A.

The notes 1 to 12 form an integral part of these financial statements.

Notes to the Financial Statements

1. Partnership background

The Partnership was formed for the purpose of acting as the General Partner of SOF I, SOF I Feeder and SOF I Co Investment. The Partnership is registered in Scotland, U.K. and was established on 3 July 2013. The combined commitments of the Carried Interest Partners are US\$2,121. The Manager of the Partnership is SL Capital Partners LLP, which is authorised and regulated by the Financial Conduct Authority and is a U.S. Securities and Exchange Commission registered investment advisor based in Edinburgh, U.K.

The Partnership shall continue until the expiry of 90 days after the termination of SOF I. The Partnership has no employees.

2. Statement of compliance

The financial statements of the Partnership have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102 Section 1A, the Companies Act 2006 and the Regulations. The Statement of Cash Flows is not included as this is exempt under FRS 102 Section 1A.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1 Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value through profit or loss. The financial statements are presented in United States Dollar ("US\$"), which is also the Partnership's functional currency. The preparation of financial statements in conformity with FRS 102 Section 1A requires the use of certain critical accounting estimates. It also requires the General Partner to exercise its judgement in the process of applying the Partnership's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant, are disclosed in note 4.

3.2 Going concern

The General Partner has made an assessment of the Partnership's ability to continue as a going concern and is satisfied that the Partnership, along with the ongoing financial support of the Manager, has the resources to continue in business for the foreseeable future. The General Partner is not aware of any material uncertainties that may cast significant doubt upon the Partnership's ability to continue as a going concern. Therefore, the financial statements have been prepared on a going concern basis.

3.3 Income, expenses, gains and losses

All income and expenses, inclusive of realised gains and losses, are accounted for on an accruals basis in the Statement of Comprehensive Income. This includes amounts arising in SOF I and SOF I Feeder which have been allocated to the Partnership's account in SOF I and SOF I Feeder.

Management profit share is received from SOF I as the first charge on net income and net realised gains in any accounting period whether or not there are sufficient net income and net realised gains in that accounting period. Management profit share is received from SOF I Feeder as the first charge on net income and net realised gains in any accounting period and equals US\$100 for each accounting period. The full management profit share received by the Partnership from SOF I and SOF I Feeder is included in the Statement of Comprehensive Income.

3.4 Financial instruments

a) Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances, are initially recognised at transaction price, 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. Such assets are subsequently carried at amortised cost, using the effective interest method.

Other financial assets, such as investments, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in the Statement of Comprehensive Income.

Notes to the Financial Statements (continued)

3. Summary of significant accounting policies (continued)

3.4 Financial instruments (continued)

a) Financial assets (continued)

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

b) Financial 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.

These financial liabilities are subsequently carried at amortised cost, using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

3.5 Functional currency

The General Partner considers the US\$ as the Partnership's functional and presentational currency as it most faithfully represents the economic effects of the underlying transactions, events and conditions.

Non-US\$ denominated assets and liabilities are translated at the exchange rate at the Statement of Financial Position date. Non-US\$ income and expense transactions are translated at the exchange rate prevailing on the date of the transaction.

Exchange rates at 31 December 2017:

Exchange rates at 31 December 2016:

US\$1=		US\$1=	
Sterling	£0.7392	Sterling	£0.8093

3.6 Cash and cash equivalents

Cash includes cash in hand and cash with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and that are subject to an insignificant risk of change in value. At 31 December 2017 and 31 December 2016, there were no cash equivalents.

3.7 Taxation

No provision has been made in the financial statements for taxation of the Partners. All Partners are individually responsible for reporting their share of the Partnership's income, gains and losses for taxation purposes.

4. Critical accounting estimates and judgements

There are key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Partnership based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Partnership. Such changes are reflected in the assumptions when they occur.

4.1 Fair value of investments not quoted in an active market

The Investments in SOF I, SOF I Feeder and SOF I Co Investment are currently stated at fair value as estimated by the General Partner. The General Partner considers the balance of the Partnership's capital accounts in SOF I, SOF I Feeder and SOF I Co Investment as being equal to fair value.

Notes to the Financial Statements (continued)

5. Financial assets at fair value through profit or loss

	At 31 December 2017			At 31 December 2016		
	Carried Interest Partners US\$	General Partner US\$	Total US\$	Carried Interest Partners US\$	General Partner US\$	Total US\$
Investment in SOF I	2,110	-	2,110	2,110	-	2,110
Investment in SOF I Feeder	10	-	10	10	-	10
Investment in SOF I Co Investment	1	-	1	1	-	1
	<u>2,121</u>	<u>-</u>	<u>2,121</u>	<u>2,121</u>	<u>-</u>	<u>2,121</u>

6. Debtors

	At 31 December 2017			At 31 December 2016		
	Carried Interest Partners US\$	General Partner US\$	Total US\$	Carried Interest Partners US\$	General Partner US\$	Total US\$
Due from SOF I	-	2,538	2,538	-	12,231	12,231

There were no debtors falling due after more than one year at 31 December 2017 and 31 December 2016.

Notes to the Financial Statements (continued)

7. Creditors due within one year

	At 31 December 2017				At 31 December 2016							
	Carried Interest Partners		General Partner		Total		Carried Interest Partners		General Partner		Total	
	US\$		US\$		US\$		US\$		US\$		US\$	
Due to SOF I	24,471		-		24,471		16,869		-		16,869	
Audit fee accrual	3,004		-		3,004		2,710		-		2,710	
Due to General Partner	-		2,538		2,538		-		12,231		12,231	
Legal fee accrual	583		-		583		-		-		-	
Administration fee accrual	406		-		406		371		-		371	
Due to Carried Interest Partners	379		-		379		379		-		379	
Due to SOF I Feeder	10		-		10		10		-		10	
Due to SOF I Co Investment	1		-		1		1		-		1	
	<u>28,864</u>		<u>2,538</u>		<u>31,392</u>		<u>20,340</u>		<u>12,231</u>		<u>32,571</u>	

Notes to the Financial Statements (continued)

8. Allocation of the Partnership's net income, gains and losses

The Partnership's net income, gains and losses are allocated in accordance with the distribution provisions of the Limited Partnership Agreement. Amounts received by the Partnership in respect of management profit share from SOF I and SOF I Feeder are allocated to the General Partner. Amounts received in respect of the Partnership's capital commitment to SOF I and SOF I Feeder are allocated to the Carried Interest Partners in proportion to their capital contributions. At 31 December 2017, no amounts in respect of carried interest had been received (2016: US\$Nil).

9. Related party transactions

The Limited Partnership Agreement provides that SLCP (General Partner SOF I) Limited shall act as General Partner and be entitled to distributions equal to amounts received by the Partnership from SOF I and SOF I Feeder in respect of management profit share. During the year, US\$486,816 (2016: US\$501,210) was received by the Partnership from SOF I and US\$100 (2016: US\$100) from SOF I Feeder in relation to management profit share and US\$486,916 (2016: US\$501,310) was paid to the General Partner in relation to management profit share. SLCP (General Partner SOF I) Limited is a wholly owned subsidiary of SLCP (Holdings) Limited, which is a subsidiary of the ultimate parent, Standard Life Aberdeen plc. On 14 August 2017, Standard Life plc and Aberdeen Asset Management plc completed a merger to form Standard Life Aberdeen plc. The registered addresses of SLCP (Holdings) Limited and Standard Life Aberdeen plc are 1 George Street, Edinburgh, EH2 2LL, United Kingdom and Standard Life House, 30 Lothian Road, Edinburgh, EH1 2DH, United Kingdom respectively.

The Manager of the Partnership receives a management fee, equal to the management profit share allocated to the General Partner, in relation to its activity as the Manager of SOF I and SOF I Feeder.

Certain members and employees of the Manager and the discretionary trusts of their families are Carried Interest Partners in the Partnership and are entitled to participate in the profits as disclosed in note 8. At 31 December 2017, the Partnership owed US\$858 (2016: US\$858) to SOF I in relation to initial capital contribution.

At 31 December 2017, US\$10 (2016: US\$10) was due to SOF I Feeder, US\$1 (2016: US\$1) to SOF I Co Investment and US\$379 (2016: US\$379) to the Carried Interest Partners in relation to capital contributions.

At 31 December 2017, the Partnership owed US\$23,813 (2016: US\$16,211) to SOF I in respect of expenses paid on its behalf.

At 31 December 2017, US\$2,538 (2016: US\$12,231) was owed by SOF I in respect of management profit share.

At 31 December 2017, the Partnership owed US\$2,538 (2016: US\$12,231) to the General Partner in respect of management profit share.

10. Commitments and contingencies

The Partnership has committed an aggregate of US\$2,121 (2016: US\$2,121) to SL Capital SOF I as a carried interest partner.

There are no contingent assets or liabilities that require disclosure in the financial statements at the year end.

11. Related undertakings

The Companies Act 2006 requires disclosure of certain information about the Partnership's related undertakings. The Partnership has no subsidiaries, associates or other significant holdings and therefore has no disclosures in related undertakings.

12. Events after the reporting date

Subsequent events have been evaluated up to 15 June 2018. There are no significant events identified after the reporting date.

SL Capital SOF I Feeder LP

Financial Statements for the year ended 31 December 2017

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**COMPANIES HOUSE
EDINBURGH**

11 SEP 2018

FRONT DESK

Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report. Any commentary, opinions, forecasts or estimates which are included within this report may not prove to be accurate and may be superseded by subsequent events. The information included in this report is based upon information which has been provided by underlying fund managers and other third parties.

Manager, General Partner and Advisors

Registered Address	1 George Street Edinburgh, EH2 2LL U.K.
Manager and Principal Place of Business	SL Capital Partners LLP 1 George Street Edinburgh, EH2 2LL U.K.
General Partner	SL Capital SOF I GP LP 1 George Street Edinburgh, EH2 2LL U.K.
UK Legal Advisors	Goodwin Procter (UK) LLP 100 Cheapside London, EC2V 6DY U.K.
US Legal Advisors	Ropes & Gray LLP Prudential Tower 800 Boylston Street Boston, MA 02199 - 3600 U.S.A.
US Tax Advisors	Ernst & Young LLP 25 Churchill Place London, E14 5EY U.K.
Independent Auditor	KPMG LLP Saltire Court 20 Castle Terrace Edinburgh, EH1 2EG U.K.
Administrator	Augentius (UK) Ltd Two London Bridge London, SE1 9RA U.K.
Depository	Augentius Depository Company Limited Two London Bridge London, SE1 9RA U.K.

Report of the General Partner

The General Partner, SL Capital SOF I GP LP, presents the audited financial statements for SL Capital SOF I Feeder LP ("the Partnership") for the year ended 31 December 2017.

Structure of the Partnership

The Partnership is a Limited Partnership, established in Scotland, United Kingdom ("U.K."). The Partnership held its final close on 5 February 2014 bringing the aggregate commitments to US\$142.1 million and Limited Partners to nine. The structure of the Partnership is detailed further in note 1 to the financial statements.

Directors of the General Partner

There have been no changes to the Directors of the General Partner during the year. Please refer to the financial statements of SLCP (General Partner SOF I) Limited for the names of the Directors.

Distributions

Distributions of US\$29,493,698 (2016: US\$21,075,176) were made during the year of which US\$7,128,344 (2016: US\$12,100,160) was temporary return of capital, which is recallable.

Events after the reporting date

The General Partner has identified no significant events after the reporting date.

Results, activities and future developments

The results for the year are set out in the Statement of Comprehensive Income on page 8. A description of the principal activity of the Partnership is provided in note 1 to the financial statements.

The Manager's Report for the Partnership, which is issued separately, contains detailed analysis of each of the investments in SL Capital SOF I LP ("the Master Fund"), together with commentary on the economic climate and how this impacts the private equity market.

Disclosure of information to auditor

At the date of this report, the General Partner confirms that:

- As far as the General Partner is aware, there is no relevant information of which the Partnership's auditor is unaware; and
- The General Partner has taken all the steps that it ought to have taken as a General Partner in order to make it aware of any relevant audit information and to establish that the Partnership's auditor is aware of that information.

Independent auditor

The General Partner has appointed KPMG LLP as auditor to the Partnership.

Data protection

SL Capital Partners LLP ("the Manager") has implemented measures that it believes are necessary in order to comply with the U.K. Data Protection Act 1998.

Report of the General Partner (continued)

Strategic report

The Partnership is considered as "small" under Section 414B of The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and is therefore exempt from preparing a strategic report.

Remuneration policy

In line with the Alternative Investment Fund Manager Directive ("AIFMD"), the Partnership's Alternative Investment Fund Manager ("AIFM") has implemented a remuneration policy for its staff which is consistent with and promotes sound and effective risk management and does not encourage risk-taking which is inconsistent with the risk profiles, governing terms and the investment strategy of the funds that it manages, and is aligned with the overall business strategy, objectives and interests of the AIFM.

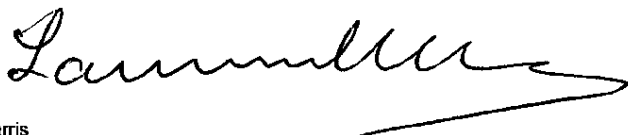
The AIFM has identified "Code Staff", i.e. those individuals whose activities have a material impact on the risk profile of the AIFM, or the funds that it manages.

The remuneration practices in place within the AIFM are compliant with the AIFMD Remuneration Code and are proportionate and appropriate for the nature of business and of the funds it manages. The remuneration policy:

- comprises an appropriate mix of fixed and variable remuneration that encourage individuals to make a strong contribution;
- is consistent with the aims and objectives of the AIFM and of the funds it manages;
- provides for the independent oversight of staff in control functions by a remuneration committee;
- contains measures to avoid potential conflicts of interest and to promote effective risk management; and
- includes performance incentives for certain members of staff which may become payable in the event of the performance of funds exceeding the thresholds agreed with the funds' investors.

In accordance with the AIFMD, the AIFM's remuneration policy and required disclosures are available from the Manager on request.

Signed on behalf of SL Capital SOF I GP LP



Ian Harris
Director, SLCP (General Partner SOF I) Limited
8 May 2018

Statement of General Partner's Responsibilities

The General Partner is responsible for preparing the Report of the General Partner and the financial statements in accordance with applicable law and regulations.

Company law as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 ("the Regulations") requires the General Partner to prepare financial statements for each financial period. Under that law, the General Partner has prepared the Partnership's financial statements in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union ("EU").

Under Company law as applied to qualifying partnerships, the General Partner 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 Partnership and of the profit or loss of the Partnership for that period.

In preparing these financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable IFRSs, as adopted by the EU, 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 Partnership will continue in business.

The General Partner is responsible for keeping adequate accounting records that are sufficient to show and explain the Partnership's transactions and disclose with reasonable accuracy at any time the financial position of the Partnership and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations. The General Partner is also responsible for safeguarding the assets of the Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Depository Report

Pursuant to the requirements of the AIFMD, Augentius Depository Company Limited ("ADCL") has been appointed by the Manager to provide the Partnership with cash flow monitoring, ownership verification and compliance oversight services ("the Depository Services").

ADCL's responsibility

ADCL's review and conclusion in respect of the Partnership is based on ADCL's review of information and documentation supplied to ADCL by the Manager, or such other person(s) as this function is delegated to from time to time, in addition to such other publicly available resources as ADCL deems appropriate.

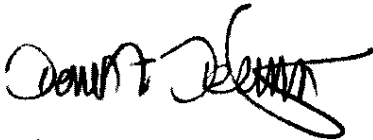
ADCL's Depository Services and the conclusion reached pursuant to such services is limited to and does not extend beyond the scope of the requirements of a depository under the AIFMD.

Compliance conclusion

ADCL confirms that during the year ended 31 December 2017, in the performance of its Depository Services, ADCL detected no material reportable irregularities in respect of the Partnership in relation to the AIFMD.

Reliance

The disclosure by ADCL of its findings pursuant to the Depository Services in relation to the Partnership has been provided at the request of the Manager and for information purposes only on a non-reliance basis and as such, such findings shall not be relied on by any other person.



Dermot Deering
for and on behalf of Augentius Depository Company Limited
8 May 2018

Independent Auditor's Report to the Partners of SL Capital SOF I Feeder LP

Opinion

We have audited the financial statements of SL Capital SOF I Feeder LP ("the Qualifying Partnership") for the year ended 31 December 2017 which comprise the Statement of Financial Position, the Statement of Comprehensive Income, the Statement of Cash Flows, the Statement of Changes in Net Assets Attributable to Partners and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the Qualifying Partnership's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the EU ("IFRSs"); and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Qualifying Partnership in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

General Partner's report

The General Partner is responsible for the General Partner's report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the General Partner's report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in that report;
- in our opinion the information given in the General Partner's report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the General Partner was not entitled to take advantage of the small companies exemption, as applied to qualifying partnerships, from the requirement to prepare a strategic report.

We have nothing to report in these respects

Independent Auditor's Report to the Partners of SL Capital SOF I Feeder LP (continued)

General Partner's responsibilities

As explained more fully in their statement set out on page 4, the General Partner is responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view, such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Qualifying 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 they either intend to liquidate the Qualifying Partnership or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Qualifying Partnership's partners, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by regulation 4 of the Partnerships (Accounts) Regulations 2008. Our audit work has been undertaken so that we might state to the Qualifying Partnership's partners 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 Qualifying Partnership and its partners, as a body, for our audit work, for this report, or for the opinions we have formed.



Philip Merchant (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG
8 May 2018

Statement of Comprehensive Income

		Year ended 31 December 2017 US\$	Year ended 31 December 2016 US\$
	Notes		
Income			
Net unrealised movement on investment		10,181,861	6,742,422
Net realised gain on investment		7,078,569	44,572
Total net income		17,260,430	6,786,994
Expenses			
Administration and other expenses	4	(82,763)	(17)
Total operating expenses		(82,763)	(17)
Operating profit		17,177,667	6,786,977
Management profit share	7	(100)	(100)
Increase in net assets attributable to Partners from operations		17,177,567	6,786,877

All results shown in the Statement of Comprehensive Income are from continuing operations.

The Partnership has no components of other comprehensive income in the current and comparative year.

The notes 1 to 12 form an integral part of these financial statements.

Statement of Financial Position

	Notes	At 31 December 2017 US\$	At 31 December 2016 US\$
Assets			
Non-current assets			
Investment in Master Fund	10	95,929,013	107,015,209
Current assets			
Trade and other receivables	5	7,464	60
Cash and cash equivalents		6,016	71
		13,480	131
Current liabilities			
Trade and other payables	6	(116,073)	(19,861)
		(116,073)	(19,861)
Net current liabilities		(102,593)	(19,730)
Net assets attributable to Partners		95,826,420	106,995,479
Represented by:			
Partners' capital account		14,222	14,222
Partners' loan account		61,260,578	89,607,204
Partners' current account		34,551,620	17,374,053
Net assets attributable to Partners		95,826,420	106,995,479

The notes 1 to 12 form an integral part of these financial statements.

The financial statements set out on pages 8 to 21 were authorised for issue by the General Partner on 8 May 2018 and signed on its behalf by:



Ian Harris
Director, SLCP (General Partner SOF I) Limited

Statement of Changes in Net Assets Attributable to Partners

	Year ended 31 December 2017 US\$	Year ended 31 December 2016 US\$
Net assets attributable to Partners at the start of the year	106,995,479	84,466,346
Partners' loan drawn	1,147,072	36,817,432
Temporary return of capital to Partners	(7,128,344)	(12,100,160)
Distributions to Partners	<u>(22,365,354)</u>	<u>(8,975,016)</u>
Net (distributed) / drawn	(28,346,626)	15,742,256
Increase in net assets attributable to Partners from operations	<u>17,177,567</u>	<u>6,786,877</u>
Net assets attributable to Partners at the end of the year	<u>95,826,420</u>	<u>106,995,479</u>

The notes 1 to 12 form an integral part of these financial statements.

Statement of Cash Flows

		Year ended 31 December 2017 US\$	Year ended 31 December 2016 US\$
	Notes		
Cash flows from operating activities			
Operating profit		17,177,667	6,786,977
Increase in trade and other receivables	5	(7,376)	(50)
Increase in trade and other payables	6	96,212	482
Net unrealised movement on investment		(10,181,861)	(6,742,422)
Net realised gain on investment		(7,078,569)	(44,572)
Contributions to Master Fund		5,981,272	(24,717,343)
Distributions from Master Fund		22,365,354	8,975,016
Net cash inflow / (outflow) from operating activities		28,352,699	(15,741,912)
Management profit share		(100)	(344)
Cash flows from financing activities			
Partners' loan drawn		1,147,044	36,817,503
Temporary return of capital to Partners		(7,128,344)	(12,100,160)
Distributions to Partners		(22,365,354)	(8,975,016)
Net cash (outflow) / inflow from financing activities		(28,346,654)	15,742,327
Net increase in cash and cash equivalents		5,945	71
Cash and cash equivalents at the start of the year		71	-
Cash and cash equivalents at the end of the year		6,016	71

The notes 1 to 12 form an integral part of these financial statements.

Notes to the Financial Statements

1. Partnership background

The Partnership is a Limited Partnership registered in Scotland, U.K. and was established on 29 July 2014. On 8 October 2014, nine of the Limited Partners in the Master Fund were transferred to the Partnership bringing the total Limited Partners to nine, including SOF I Executive Co Investment Limited Partnership. Total commitments amount to US\$142.1 million. The Limited Partners' capital contributions equal 0.01% of their total commitment. Commitments to the Master Fund can be drawn at any time and the Partnership is required to draw down loan commitments from Limited Partners in order to cover these.

SL Capital SOF I GP LP is the General Partner of the Partnership and has contributed US\$10 to the Partnership as the General Partner. The Manager of the Partnership is SL Capital Partners LLP, which is authorised and regulated by the Financial Conduct Authority ("the FCA") and is a U.S. Securities and Exchange Commission registered investment advisor based in Edinburgh, U.K. The Manager was authorised as an AIFM by the FCA on 22 July 2013. The FCA permitted the Manager to act as the AIFM to the Partnership with effect from 17 May 2014. The Partnership has no employees.

The Partnership was formed for the purpose of investing directly or indirectly in the Master Fund.

The Master Fund is established for a term of ten years from the end of the investment period. The investment period ended on 5 February 2017. The life of the Master Fund may be extended by up to three additional one year periods, and thereafter with the agreement of the General Partner and the investors. The Partnership shall continue until the expiry of 90 days after the termination of the Master Fund.

The structure of the Partnership at 31 December 2017 was as follows:

	At 31 December 2017 US\$
Commitments	142,118,900
Partners' capital drawn	14,222
Partners' loan drawn	126,629,460
Temporary return of capital to Partners	(31,077,150)
Funded	95,566,632
% of Commitments	67.24%
Distributions to Partners:	
Paid to Limited Partners	(34,291,732)
Total distributed	(34,291,732)
Limited Partners' % distributed of Funded Commitments	35.88%
Net drawn from all Partners	61,274,800

2. Summary of significant accounting policies

2.1 Basis of preparation

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and liabilities measured at Fair Value through Profit or Loss ("FVPL"), and in accordance with the Limited Partnership Agreement. The Partnership is denominated in US\$. International Financial Reporting Standards ("IFRSs") as adopted by the EU and the Companies Act 2006, as applied to qualifying partnerships, have been applied in all aspects of the preparation of the financial statements.

The preparation of the financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires the General Partner to exercise its judgement in the process of applying the Partnership's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant, are disclosed in note 3.

Notes to the Financial Statements (continued)

2. Summary of significant accounting policies (continued)

2.2 New and revised accounting standards / amendments effective for the current year

New and revised accounting standards that are effective for annual periods beginning on or after 1 January 2017 and have been adopted by the Partnership are listed below.

Disclosure Initiative (Amendments to IAS 7, 'Statement of Cash Flows')

Entities will be required to explain changes in their liabilities arising from financing activities. This includes changes arising from cash flows (e.g. drawdowns and repayments of borrowings) and non-cash changes such as acquisitions, disposals, accretion of interest and unrealised exchange differences.

Changes in financial assets must be included in this disclosure if the cash flows were, or will be, included in cash flows from financing activities. This could be the case, for example, for assets that hedge liabilities arising from financing activities.

Entities may include changes in other items as part of this disclosure, for example by providing a 'net debt' reconciliation. However, in this case the changes in the other items must be disclosed separately from the changes in liabilities arising from financing activities.

The information may be disclosed in tabular format as a reconciliation from opening and closing balances, but a specific format is not mandated.

Management does not expect the adoption of these amendments to have an impact on the Partnership's financial statements.

2.3 New accounting standards / amendments not yet effective

Standards amendments and interpretations to existing standards that are not yet effective and have not been adopted by the Partnership are listed below.

IFRS 9, 'Financial Instruments'

IFRS 9, 'Financial Instruments', addresses the classification, measurement and recognition of financial assets and financial liabilities. The complete version of IFRS 9 was issued in July 2014. It replaces the guidance in IAS 39, '*Financial Instruments: Recognition and Measurement*' and all previous versions of IFRS 9. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through Other Comprehensive Income ("OCI") and FVPL. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at FVPL with the irrevocable option at inception to present changes in fair value in OCI. There is now a new expected credit losses model that replaces the incurred loss impairment model used in IAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in OCI, for liabilities designated at FVPL. IFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the 'hedged ratio' to be the same as the one management actually use for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under IAS 39.

The standard is effective for accounting periods beginning on or after 1 January 2018. Early adoption is permitted. The Partnership has yet to assess IFRS 9's full impact. IFRS 9 has been adopted by the EU.

The Fund is still in the process of assessing IFRS 9's full impact, but expects the following based on the preliminary assessment:

- No effect on the classification and measurement of its financial assets, as these are held at FVPL and will continue to be measured on the same basis under IFRS 9;
- No impact on the accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at FVPL. The Partnership has no such financial liabilities;
- Expanded disclosure requirements and changes in the presentation of financial instruments in the year of adoption.

Notes to the Financial Statements (continued)

2. Summary of significant accounting policies (continued)

2.3 New accounting standards / amendments not yet effective (continued)

IFRS 15, 'Revenue from Contracts with Customers' and Clarifications to IFRS 15 ("Clarifications")

In May 2014, IASB issued IFRS 15, 'Revenue from Contracts with Customers' which will supersede all current revenue recognition requirements under IFRS. The core principle of the new standard is for companies to recognise revenue to depict the transfer of goods or services to customers in amounts that reflect the consideration (that is, payment) to which the Partnership expects to be entitled in exchange for those goods or services. The new standard will also result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively (for example, service revenue and contract modifications) and improve guidance for multiple-element arrangements.

IFRS 15 and its Clarifications are effective for annual periods beginning on or after 1 January 2018. Earlier application is permitted. Entities will have a choice of full retrospective application, or modified retrospective application. IFRS 15 and its Clarifications have been adopted by the EU. Management does not expect the adoption of these amendments to have an impact on the Partnership's financial statements.

IAS 28, 'Investments in Associates and Joint Ventures'

The amendment clarified that the election to measure at FVPL an investment in an associate or a joint venture that is held by an entity that is a venture capital organisation, or other qualifying entity, is available for each investment in an associate or joint venture on an investment-by-investment basis, upon initial recognition.

The amendment is effective for annual periods beginning on or after 1 January 2018. The Partnership will adopt this amendment when it becomes effective. This has yet to be adopted by the EU.

There are no other standards, interpretations or amendments to existing standards that are not yet effective that would be expected to have a significant impact on the Partnership.

2.4 Going concern

The General Partner has made an assessment of the Partnership's ability to continue as a going concern and is satisfied that the Partnership has the resources to continue in business for the foreseeable future. Furthermore, the General Partner is not aware of any material uncertainties that may cast significant doubt upon the Partnership's ability to continue as a going concern. Therefore, the financial statements have been prepared on a going concern basis.

2.5 Financial period

The financial statements are prepared from 1 January 2017 to 31 December 2017. The comparatives are presented from 1 January 2016 to 31 December 2016.

2.6 Functional currency

The General Partner considers the United States Dollar ("US\$") as the Partnership's functional and presentational currency as it most faithfully represents the economic effects of the underlying transactions, events and conditions.

2.7 Income, expenses, gains and losses

All income and expenses, inclusive of realised gains and losses, are accounted for on an accruals basis in the Statement of Comprehensive Income.

Net income, gains and losses of the Partnership are allocated under the terms of the Limited Partnership Agreement. Details are set out in note 2.15.

2.8 Investment entity

The Partnership has multiple unrelated investors and holds multiple investments via the Master Fund. The General Partner has determined that the Partnership is an investment entity as per IFRS 10, 'Consolidated Financial Statements'. Details are set out in note 3.2.

2.9 Investment in the Master Fund

The Partnership records its investment in the Master Fund at fair value. Accordingly, the Partnership's share of the Master Fund's net investment income, realised and movement in unrealised gains and losses are recognised in the Statement of Comprehensive Income as net unrealised movement on investment. Further details are set out in note 3.1.

Notes to the Financial Statements (continued)

2. Summary of significant accounting policies (continued)

2.10 Cash and cash equivalents

Cash includes cash in hand and cash with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and that are subject to an insignificant risk of change in value. At 31 December 2017 and 31 December 2016, there were no cash equivalents.

2.11 Trade and other receivables

Receivables are recognised initially at fair value. They are subsequently measured at amortised cost using the effective interest method, less the appropriate allowances for estimated irrecoverable amounts.

2.12 Trade and other payables

Payables and accrued expenses are recognised initially at fair value and subsequently stated at amortised cost using the effective interest method.

2.13 Taxation

No provision has been made in the financial statements for taxation of the General Partner and the Limited Partners. All Partners are individually responsible for reporting their share of the Partnership's income, gains and losses for taxation purposes.

2.14 Net assets attributable to Partners

The Partnership's contributed capital consists of capital and loan contributions. Net assets attributable to Partners is classified as a financial liability, due to the Partnership's finite life and contractual payment provisions to each of the Partners.

2.15 Distribution of income proceeds and capital proceeds between Partners

The Partnership's net income, gains and losses are allocated in accordance with the distribution provisions of the Limited Partnership Agreement.

Distributions are allocated pro rata in accordance with each Limited Partner's commitments until the Limited Partners have received repayment of investors' outstanding loans pro rata to their respective commitments.

3. Critical accounting estimates and judgements

There are key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Partnership based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Partnership. Such changes are reflected in the assumptions when they occur.

3.1 Fair value of investments not quoted in an active market

The Investment in the Master Fund is valued at the balance of its Capital account in that partnership, which the General Partner considers to equal fair value.

The Master Fund's investments are valued by the Master Fund's General Partner with reference to the 'International Private Equity and Venture Capital Valuation Guidelines' ("the Guidelines"). They are stated at the Master Fund's General Partner's estimate of fair value and follow the recommendations of the Guidelines. The estimate of fair value is based on the latest valuation placed on a fund by its manager, adjusted, if required, for cash flows between the date of the manager's report and the Master Fund's statement of financial position date. See note 3 "Critical accounting estimates and judgements" in the Master Fund's financial statements at 31 December 2017 for further information.

3.2 Investment entity status

The Partnership was set up with an intention to have multiple investors and indirectly hold multiple investments via the Master Fund. Ownership interests in the Partnership are in the form of the Partner's share of capital in the Partnership and are exposed to variable returns from changes in the fair value of the Partnership's net assets. The Partnership has been deemed to meet the definition of an investment entity per IFRS 10, 'Consolidated Financial Statements' as the following conditions exist:

Notes to the Financial Statements (continued)

3. Critical accounting estimates and judgements (continued)

3.2 Investment entity status (continued)

- (i) The Partnership has obtained funds for the purpose of providing investors with investment management services;
- (ii) The Partnership's business purpose, which was communicated directly to investors via the Limited Partnership Agreement, is providing Partners with an overall rate of return from investments by means of both income and capital growth; and
- (iii) The performance of investments made is measured and evaluated on a fair value basis.

4. Administration and other expenses

	Year ended 31 December 2017	Year ended 31 December 2016
	US\$	US\$
Withholding tax	81,970	-
Other expenses	793	-
Bank and custody fees	-	17
	<u>82,763</u>	<u>17</u>

5. Trade and other receivables

	At 31 December 2017	At 31 December 2016
	US\$	US\$
Due from U.S. tax authorities	7,376	-
Due from SOF I Executive Co Investment Limited Partnership	50	50
Due from Limited Partners	28	-
Due from General Partner	10	10
	<u>7,464</u>	<u>60</u>

6. Trade and other payables

	At 31 December 2017	At 31 December 2016
	US\$	US\$
Due to Master Fund	116,073	19,861
	<u>116,073</u>	<u>19,861</u>

7. Management profit share

The Partnership allocates management profit share of US\$100 to the General Partner in respect of each Accounting Period, payable annually in advance.

The management profit share ranks as the first charge on net income and realised gains in any Accounting Period and is paid in full by the Partnership whether or not there are sufficient net income and realised gains to cover the amount. Such sums are not recoverable, except against future net income and realised gains of the Partnership.

At 31 December 2017 and 31 December 2016, the total amount of net income and net realised gains exceeded the total amount of management profit share since inception and therefore no amount has been paid in advance.

Notes to the Financial Statements (continued)

8. Related party disclosure

The Limited Partnership Agreement provides that SL Capital SOF I GP LP shall act as General Partner and is entitled to a management profit share as described in note 7. During the year ended 31 December 2017, the General Partner was allocated management profit share of US\$100 (2016: US\$100). The General Partner of SL Capital SOF I GP LP is SLCP (General Partner SOF I) Limited, a wholly owned subsidiary of SLCP (Holdings) Limited, which is a subsidiary of the ultimate parent, Standard Life Aberdeen plc. On 14 August 2017, Standard Life plc and Aberdeen Asset Management plc completed a merger to form Standard Life Aberdeen plc. The registered addresses of SLCP (Holdings) Limited and Standard Life Aberdeen plc are 1 George Street, Edinburgh, EH2 2LL, United Kingdom and Standard Life House, 30 Lothian Road, Edinburgh, EH1 2DH, United Kingdom respectively.

The Manager of the Partnership receives a management fee, equal to the management profit share allocated to the General Partner, in relation to its activity as Manager of the Partnership.

Standard Life Portfolio Investments Limited and SOF I Executive Co Investment Limited Partnership, related entities sharing the same ultimate parent with the Partnership, have committed US\$600,000 and US\$518,890 respectively to the Partnership as Limited Partners. During the year, distributions of US\$124,514 and US\$108,388 (2016: US\$88,964 and US\$79,681) were made to Standard Life Portfolio Investments Limited and SOF I Executive Co Investment Limited Partnership of which US\$30,106 and US\$23,293 (2016: US\$51,073 and US\$46,912) were temporary return of capital, which are recallable. In addition, US\$4,843 and US\$4,188 (2016: US\$155,436 and US\$134,424) were contributed by Standard Life Portfolio Investments Limited and SOF I Executive Co Investment Limited Partnership to the Partnership during the year.

Certain members and employees of the Manager also invest in SOF I Executive Co Investment Limited Partnership, which was established at the final closing.

At 31 December 2017, there was a balance of US\$10 (2016: US\$10) due from the General Partner in respect of initial capital contribution.

At 31 December 2017, there was a balance of US\$50 (2016: US\$50) due from SOF I Executive Co Investment Limited Partnership in respect of a temporary loan.

At 31 December 2017, the Partnership owed the Master Fund US\$116,073 (2016: US\$19,861) for expenses paid on its behalf.

9. Financial risk management

The overall strategy for the management of investment risk is driven by the investment policy as set out in the Limited Partnership Agreement. This is reviewed periodically by the Manager and Advisory Committee. Investments are selected by the Manager to achieve the investment objective of generating attractive returns, subject to prudent diversification. As a matter of policy there are no pre-set sector allocations, however, risk is spread by investing across a range of countries, industrial sectors and vintage years. The Partnership's financial assets are predominantly unsecured investments in limited partnerships, in which the maximum risk is considered to be the amount committed.

The Partnership's activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The most important types of financial risks to which the Partnership is exposed are market risk (including price risk and currency risk), credit risk and liquidity risk. The risk management policies employed by the Partnership are detailed below:

Notes to the Financial Statements (continued)

9. Financial risk management (continued)

9.1 Market risk

a) Price risk

The Partnership is at risk of the economic cycle impacting the quoted markets and hence potentially the pricing of investment deals, the valuation of underlying investments and the price and timing of exits.

Price risk is managed at the Master Fund level. Price risk is minimised by the Manager constructing a diversified portfolio of fund investments. At 31 December 2017, the Master Fund had 13 fund investments. More detail on the sector and geographic analysis is provided in the Manager's Report, which is issued separately.

A 10% increase in the 31 December 2017 valuation of the Partnership's investment would have increased net assets attributable to Partners by US\$9,592,901 (2016: US\$10,701,521); a 10% change in the opposite direction would have decreased net assets attributable to Partners by an equivalent amount.

b) Currency risk

The Master Fund makes commitments in currencies other than US\$ and accordingly a proportion of its assets and liabilities are in currencies other than US\$. As a result the Master Fund's statement of financial position is sensitive to movements in foreign exchange rates. The Master Fund has not hedged its foreign currency exposure, however, any cash received in a currency other than US\$ is converted into US\$ to minimise the exposure to fluctuations in exchange rates.

The currency risk is managed in the Master Fund, hence the Partnership has no significant exposure to currency risk on monetary items.

9.2 Credit risk

Credit risk is the exposure to loss arising from the failure of a counterparty to deliver securities or cash for acquisitions or disposals of investments or to repay deposits.

The Partnership places cash with authorised deposit takers and, therefore, is potentially at risk from the failure of any such institution. At 31 December 2017, all of the Partnership's cash was held by Societe Generale which was rated "A" by Standard & Poor's at the date of the Report of the General Partner.

At 31 December 2017, the assets held by the Partnership are not past due or impaired (2016: US\$Nil).

9.3 Liquidity risk

The Master Fund's investments are in unquoted fund investments which are not traded in a regulated public market and are generally illiquid. As a result, the Master Fund may not be able to liquidate quickly these portfolio investments at an amount close to their fair value, in order to meet its liquidity requirements. The Manager mitigates this risk by regularly monitoring its cash position to ensure sufficient funds exist to meet liabilities as they fall due.

During the year ended 31 December 2017, the Partnership generated an operating profit of US\$17,177,667 (2016: US\$6,786,977) and cash resources at the end of the year amounted to US\$6,016 (2016: US\$71). The liabilities of the Partnership (excluding net assets attributable to Partners) are due on demand. In addition, the Partnership had available to it undrawn commitments of US\$46,552,368 (2016: US\$40,571,095) from its Limited Partners, which are also due on demand.

Notes to the Financial Statements (continued)

9. Financial risk management (continued)

9.3 Liquidity risk (continued)

The tables below analyse the Partnership's financial liabilities into relevant maturity based on the remaining period at the Statement of Financial Position date to the contractual maturity date. The amounts in the tables are the contractual undiscounted cash flows:

At 31 December 2017

	On demand US\$	Less than 1 year US\$	Between 1 and 3 years US\$	More than 3 years US\$	Total US\$
Liabilities					
Trade and other payables	-	116,073	-	-	116,073
Net assets					
attributable to Partners	-	-	-	95,826,420	95,826,420
Total liabilities	<u>-</u>	<u>116,073</u>	<u>-</u>	<u>95,826,420</u>	<u>95,942,493</u>
 Total unfunded commitments to Master Fund	 <u>46,552,368</u>	 <u>-</u>	 <u>-</u>	 <u>-</u>	 <u>46,552,368</u>

At 31 December 2016

	On demand US\$	Less than 1 year US\$	Between 1 and 3 years US\$	More than 3 years US\$	Total US\$
Liabilities					
Trade and other payables	-	19,861	-	-	19,861
Net assets					
attributable to Partners	-	-	-	106,995,479	106,995,479
Total liabilities	<u>-</u>	<u>19,861</u>	<u>-</u>	<u>106,995,479</u>	<u>107,015,340</u>
 Total unfunded commitments to Master Fund	 <u>40,571,095</u>	 <u>-</u>	 <u>-</u>	 <u>-</u>	 <u>40,571,095</u>

9.4 Capital risk management

The capital of the Partnership is represented by the net assets attributable to Partners. The Partnership's objective when managing the capital is to safeguard the ability to continue as a going concern in order to provide returns for Partners and benefits for other stakeholders and to maintain a strong capital base to support the development of the Investment activities of the Partnership. In order to maintain or adjust the capital structure, the General Partner may call unfunded commitments from the Limited Partners or distribute funds to the Limited Partners.

The General Partner monitors capital on the basis of the value of the net assets attributable to Partners.

Notes to the Financial Statements (continued)

10. Fair value measurement

IFRS 7 requires a three-level hierarchy disclosure for categorising financial assets and liabilities carried at fair value and requires enhanced disclosures about fair value measurement. The fair value hierarchy classifies financial assets and liabilities according to the source of inputs ranked according to availability of observable market prices used in measuring fair value as follows:-

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3 - Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety should be determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

The categorisation of a fund investment within the hierarchy is based upon the pricing transparency of that investment and does not necessarily correspond to the General Partner's perceived risk of the investment. The Partnership's investment has been classified within Level 3 as it has unobservable inputs and trades infrequently or not at all.

The determination of what constitutes "observable" requires significant judgement by the General Partner. The General Partner considers observable data to be market data which is readily available, regularly distributed or updated, reliable and verifiable, not proprietary and provided by multiple, independent sources that are actively involved in the relevant market.

The following tables analyse within the fair value hierarchy the Partnership's investment measured at fair value:

At 31 December 2017

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss				
- Investment in Master Fund	-	-	95,929,013	95,929,013

At 31 December 2016

	Level 1 US\$	Level 2 US\$	Level 3 US\$	Total US\$
Financial assets at fair value through profit or loss				
- Investment in Master Fund	-	-	107,015,209	107,015,209

There were no transfers between levels during the current and comparative year.

Determining the fair value of the Partnership's investment requires judgement and considers factors specific to the investment. The valuation policies applied by the General Partner are detailed in note 3.1.

Notes to the Financial Statements (continued)

10. Fair value measurement (continued)

The changes in the investment in the Master Fund, measured at fair value for which the Partnership has used Level 3 inputs to determine fair value are as follows:

	31 December 2017	31 December 2016
	US\$	US\$
Balance at the start of the year	107,015,209	84,485,958
Purchases	(5,981,272)	24,717,273
Sales	(22,365,354)	(8,975,016)
Realised and unrealised gains	17,260,430	6,786,994
Balance at the end of the year	95,929,013	107,015,209
Unrealised movement included in profit or loss related to investment still held at the reporting date:		
- Net unrealised movement on investment	10,181,861	6,742,422

11. Unconsolidated collective investment vehicles and limited partnerships

The Partnership's interests in unconsolidated structured entities comprises of the Partnership's investment in the Master Fund with a total carrying value of US\$95,929,013 at 31 December 2017 (2016: US\$107,015,209), included within financial assets at FVPL (see note 10).

At 31 December 2017, the total size of the Master Fund, including the portion in which the Partnership has no interest, was US\$189.9 million (2016: US\$189.9 million).

The Partnership's maximum exposure to loss is equal to the carrying value of the investments. The collective investment vehicles are financed by the contributions of investors in the vehicles.

12. Events after the reporting date

Subsequent events have been evaluated up to 8 May 2018. There are no significant events identified after the reporting date.

SL Capital SOF I LP

Financial Statements for the year ended 31 December 2017

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Important Note

The contents of this report do not constitute advice and no person should make any investment decisions in reliance on the contents of this report. Any commentary, opinions, forecasts or estimates which are included within this report may not prove to be accurate and may be superseded by subsequent events. The information included in this report is based upon information which has been provided by underlying fund managers and other third parties.

Manager, General Partner and Advisors

Registered Address	1 George Street Edinburgh, EH2 2LL U.K.
Manager and Principal Place of Business	SL Capital Partners LLP 1 George Street Edinburgh, EH2 2LL U.K.
General Partner (and Founder Partner)	SL Capital SOF I GP LP 1 George Street Edinburgh, EH2 2LL U.K.
UK Legal Advisors	Goodwin Procter (UK) LLP 100 Cheapside London, EC2V 6DY U.K.
US Legal Advisors	Ropes & Gray LLP Prudential Tower 800 Boylston Street Boston, MA 02199 - 3600 U.S.A.
US Tax Advisors	Ernst & Young LLP 25 Churchill Place London, E14 5EY U.K.
Independent Auditor	KPMG LLP Saltire Court 20 Castle Terrace Edinburgh, EH1 2EG U.K.
Administrator	Augentius (UK) Ltd Two London Bridge London, SE1 9RA U.K.
Depository	Augentius Depository Company Limited Two London Bridge London, SE1 9RA U.K.

Report of the General Partner

The General Partner, SL Capital SOF I GP LP, presents the audited financial statements for SL Capital SOF I LP ("the Fund") for the year ended 31 December 2017.

Structure of the Fund

The Fund is a Limited Partnership, established in Scotland, United Kingdom ("U.K."). The Fund held its final close on 5 February 2014 bringing the aggregate commitments to US\$189.9 million and Limited Partners to six. The structure of the Fund is detailed further in note 1 to the financial statements.

Directors of the General Partner

There have been no changes to the Directors of the General Partner during the year. Please refer to the financial statements of SLOP (General Partner SOF I) Limited for the names of the Directors.

Distributions

Distributions of US\$39,402,938 (2016: US\$28,155,223) were made during the year of which US\$9,524,291 (2016: US\$16,164,725) was temporary return of capital, which is recallable.

Events after the reporting date

The General Partner has identified no significant events after the reporting date.

Results, activities and future developments

The results for the year are set out in the Statement of Comprehensive Income on page 8. A description of the principal activity of the Fund is provided in note 1 to the financial statements.

The Manager's Report for the Fund, which is issued separately, contains detailed analysis of each of the Fund's Investments, together with commentary on the economic climate and how this impacts the private equity market.

Disclosure of information to auditor

At the date of this report, the General Partner confirms that:

- As far as the General Partner is aware, there is no relevant information of which the Fund's auditor is unaware; and
- The General Partner has taken all the steps that it ought to have taken as a General Partner in order to make it aware of any relevant audit information and to establish that the Fund's auditor is aware of that information.

Independent auditor

The General Partner has appointed KPMG LLP as auditor to the Fund.

Data protection

SL Capital Partners LLP ("the Manager") has implemented measures that it believes are necessary in order to comply with the U.K. Data Protection Act 1998.

Report of the General Partner (continued)

Strategic report

The Fund is considered as "small" under Section 414B of The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and is therefore exempt from preparing a strategic report.

Remuneration policy

In line with the Alternative Investment Fund Manager Directive ("AIFMD"), the Fund's Alternative Investment Fund Manager ("AIFM") has implemented a remuneration policy for its staff which is consistent with and promotes sound and effective risk management and does not encourage risk-taking which is inconsistent with the risk profiles, governing terms and the investment strategy of the funds that it manages, and is aligned with the overall business strategy, objectives and interests of the AIFM.

The AIFM has identified "Code Staff", i.e. those individuals whose activities have a material impact on the risk profile of the AIFM, or the funds that it manages.

The remuneration practices in place within the AIFM are compliant with the AIFMD Remuneration Code and are proportionate and appropriate for the nature of business and of the funds it manages. The remuneration policy:

- comprises an appropriate mix of fixed and variable remuneration that encourage individuals to make a strong contribution;
- is consistent with the aims and objectives of the AIFM and of the funds it manages;
- provides for the independent oversight of staff in control functions by a remuneration committee;
- contains measures to avoid potential conflicts of interest and to promote effective risk management; and
- includes performance incentives for certain members of staff which may become payable in the event of the performance of funds exceeding the thresholds agreed with the funds' investors.

In accordance with the AIFMD, the AIFM's remuneration policy and required disclosures are available from the Manager on request.

Signed on behalf of SL Capital SOF I GP LP



Ian Harris
Director, SLCP (General Partner SOF I) Limited
8 May 2018

Statement of General Partner's Responsibilities

The General Partner is responsible for preparing the Report of the General Partner and the financial statements in accordance with applicable law and regulations.

Company law as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 ("the Regulations") requires the General Partner to prepare financial statements for each financial period. Under that law, the General Partner has prepared the Fund's financial statements in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union ("EU").

Under Company law as applied to qualifying partnerships, the General Partner 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 Fund and of the profit or loss of the Fund for that period.

In preparing these financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable IFRSs, as adopted by the EU, 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 Fund will continue in business.

The General Partner is responsible for keeping adequate accounting records that are sufficient to show and explain the Fund's transactions and disclose with reasonable accuracy at any time the financial position of the Fund and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations. The General Partner is also responsible for safeguarding the assets of the Fund and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Depository Report

Pursuant to the requirements of the AIFMD, Augentius Depository Company Limited ("ADCL") has been appointed by the Manager to provide the Fund with cash flow monitoring, ownership verification and compliance oversight services ("the Depository Services").

ADCL's responsibility

ADCL's review and conclusion in respect of the Fund is based on ADCL's review of information and documentation supplied to ADCL by the Manager, or such other person(s) as this function is delegated to from time to time, in addition to such other publicly available resources as ADCL deems appropriate.

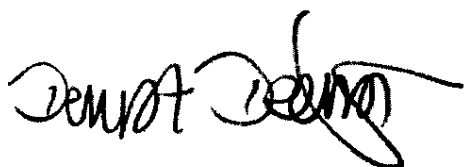
ADCL's Depository Services and the conclusion reached pursuant to such services is limited to and does not extend beyond the scope of the requirements of a depository under the AIFMD.

Compliance conclusion

ADCL confirms that during the year ended 31 December 2017, in the performance of its Depository Services, ADCL detected no material reportable irregularities in respect of the Fund in relation to the AIFMD.

Reliance

The disclosure by ADCL of its findings pursuant to the Depository Services in relation to the Fund has been provided at the request of the Manager and for information purposes only on a non-reliance basis and as such, such findings shall not be relied on by any other person.



Dermot Deering
for and on behalf of Augentius Depository Company Limited
8 May 2018

Independent Auditor's Report to the Partners of SL Capital SOF I Feeder LP

Opinion

We have audited the financial statements of SL Capital SOF I Feeder LP ("the Qualifying Partnership") for the year ended 31 December 2017 which comprise the Statement of Financial Position, the Statement of Comprehensive Income, the Statement of Cash Flows, the Statement of Changes in Net Assets Attributable to Partners and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the Qualifying Partnership's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the EU ("IFRSs"); and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Qualifying Partnership in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

General Partner's report

The General Partner is responsible for the General Partner's report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the General Partner's report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in that report;
- in our opinion the information given in the General Partner's report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the General Partner was not entitled to take advantage of the small companies exemption, as applied to qualifying partnerships, from the requirement to prepare a strategic report.

We have nothing to report in these respects

Independent Auditor's Report to the Partners of SL Capital SOF I Feeder LP (continued)

General Partner's responsibilities

As explained more fully in their statement set out on page 4, the General Partner is responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Qualifying 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 they either intend to liquidate the Qualifying Partnership or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Qualifying Partnership's partners, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by regulation 4 of the Partnerships (Accounts) Regulations 2008. Our audit work has been undertaken so that we might state to the Qualifying Partnership's partners 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 Qualifying Partnership and its partners, as a body, for our audit work, for this report, or for the opinions we have formed.



Philip Merchant (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG
8 May 2018

Statement of Comprehensive Income

		Year ended 31 December 2017 US\$	Year ended 31 December 2016 US\$
	Notes		
Income			
Investment income	4	1,296,884	327,267
Net unrealised movement on Investments		1,515,488	9,398,606
Net unrealised foreign exchange movement on Investments		7,562,378	(1,528,347)
Net realised gain on Investments		14,178,407	3,215,514
Net realised foreign exchange loss on Investments		(716,000)	(1,478,374)
Net foreign exchange (loss) / gain on non-Investments		(3,694)	2,616
Total net income		23,833,473	9,937,282
Expenses			
Administration and other expenses	5	(280,945)	(369,203)
Total operating expenses		(280,945)	(369,203)
Operating profit		23,552,528	9,568,079
Finance costs			
Arrangement fee	8	(6,000)	-
Interest expenses		(465)	-
Total finance costs		(6,465)	-
Operating profit after finance costs		23,546,063	9,568,079
Management profit share	9	(486,816)	(501,210)
Increase in net assets attributable to Partners from operations		23,059,247	9,066,869

All results shown in the Statement of Comprehensive Income are from continuing operations.

The Fund has no components of other comprehensive income in the current and comparative year.

The notes 1 to 14 form an integral part of these financial statements.

Statement of Financial Position

	Notes	At 31 December 2017 US\$	At 31 December 2016 US\$
Assets			
Non-current assets			
Financial assets at fair value through profit or loss	12	<u>123,196,535</u>	<u>139,344,705</u>
Current assets			
Trade and other receivables	6	201,976	36,730
Cash and cash equivalents		<u>4,871,484</u>	<u>3,673,994</u>
		<u>5,073,460</u>	<u>3,710,724</u>
Current liabilities			
Trade and other payables	7	<u>(108,572)</u>	<u>(82,787)</u>
		<u>(108,572)</u>	<u>(82,787)</u>
Net current assets		<u>4,964,888</u>	<u>3,627,937</u>
Net assets attributable to Partners		<u>128,161,423</u>	<u>142,972,642</u>
Represented by:			
Partners' capital account		21,097	21,097
Partners' loan account		81,844,453	119,714,919
Partners' current account		<u>46,295,873</u>	<u>23,236,626</u>
Net assets attributable to Partners		<u>128,161,423</u>	<u>142,972,642</u>

The notes 1 to 14 form an integral part of these financial statements.

The financial statements set out on pages 8 to 23 were authorised for issue by the General Partner on 8 May 2018 and signed on its behalf by:



Ian Harris
Director, SLCP (General Partner SOF I) Limited

Statement of Changes in Net Assets Attributable to Partners

	Year ended 31 December 2017 US\$	Year ended 31 December 2016 US\$
Net assets attributable to Partners at the start of the year	142,972,642	112,873,412
Partners' loan drawn	1,532,472	49,187,584
Temporary return of capital to Partners	(9,524,291)	(16,164,725)
Distributions to Partners	(29,878,647)	(11,990,498)
Net distributed	(37,870,466)	21,032,361
Increase in net assets attributable to Partners from operations	23,059,247	9,066,869
Net assets attributable to Partners at the end of the year	128,161,423	142,972,642

The notes 1 to 14 form an integral part of these financial statements.

Statement of Cash Flows

		Year ended 31 December 2017 US\$	Year ended 31 December 2016 US\$
	Notes		
Cash flows from operating activities			
Operating profit		23,552,528	9,568,079
Interest paid		(465)	-
Arrangement fee paid		(6,000)	-
Increase in trade and other receivables	6	(165,246)	(8,394)
Increase in trade and other payables	7	35,478	14,853
Net unrealised movement on Investments		(1,515,498)	(9,398,806)
Net unrealised foreign exchange movement on Investments		(7,562,378)	1,528,347
Net realised gain on Investments		(14,178,407)	(3,215,514)
Net realised foreign exchange loss on Investments		716,000	1,478,374
Contributions to Fund Investments		(6,068,598)	(49,481,838)
Distributions from Fund Investments		44,757,051	26,380,752
Net cash inflow / (outflow) from operating activities		39,564,465	(23,133,947)
Management profit share		(496,509)	(492,269)
Cash flows from financing activities			
Partners' capital drawn		-	952
Partners' loan drawn		1,532,472	49,187,655
Temporary return of capital to Partners		(9,524,291)	(16,164,725)
Distributions to Partners		(29,878,647)	(11,990,498)
Net cash (outflow) / inflow from financing activities		(37,870,466)	21,033,384
Net increase / (decrease) in cash and cash equivalents		1,197,490	(2,592,832)
Cash and cash equivalents at the start of the year		3,673,994	6,268,826
Cash and cash equivalents at the end of the year		4,871,484	3,673,994

The notes 1 to 14 form an integral part of these financial statements.