



MAPLES  
GROUP

# LIMITED PARTNERSHIP FUND SERVICES

Customised support for Hong Kong private funds

[maples.com](http://maples.com)



# LIMITED PARTNERSHIP FUND SERVICES

Further establishing Hong Kong as a full-service international asset management centre and preferred fund domicile, the Limited Partnership Fund (“LPF”) structure simplifies regulations and provides increased flexibility for modern asset managers.

The effective establishment and administration of an LPF demands the support of people expertly placed in the local jurisdiction with an equally deep understanding of the unique challenges and objectives faced by private investors in Asia.

Our fund services team in Asia is comprised of more than 150 services professionals, ensuring our clients benefit from local expertise in time zones convenient to them. Many of our professionals are fluent in Cantonese and / or Mandarin and read or write Chinese to business standard; as such, clients are able to request communications and investor reporting in Chinese and / or English if they prefer.

With an outstanding client service record, our team provides customised, cost-effective fund administration services to managers interested in setting up and registering an LPF.

The Maples Group is a recognised market leader in the provision of fund services, able to assist private fund managers with the most appropriate structures for their needs.

Our services include:

- Fund Launch / Establishment
- Partnership Accounting
- Investor Services
- Fund Accounting Platforms
- Private Asset Dashboards
- Fiduciary Services

# FUND SERVICES

Our international, multi-jurisdictional presence approach to client service and our experience dealing with the complexities of private asset vehicles makes us a compelling choice for supporting the requirements of both general partners (“GPs”) and limited partners (“LPs”). This knowledge and insight, backed by our extensive technological infrastructure and global footprint, allows us to provide customised solutions that create value, enhance effective management and absorb as many operational challenges as possible.

Our experienced teams are led by qualified accountants with expertise in accounting for private assets, complex allocations and fee calculations, safekeeping of assets, oversight and monitoring the events that trigger waterfalls throughout the life cycle of each fund.

The Maples Group offers a single point of contact for each client who will manage the relationship from the onboarding process through to the ongoing daily operational interactions with the LP and GP.

Through continuous innovation, we have developed an optimal balance of best-of-breed core systems and bespoke proprietary systems that allow us to be dynamic in responding to our clients’ needs as they evolve in response to regulatory and investor demands.

With more than 270 conversions over the past 10 years, the Maples Group has established the processes, policies and procedures to ensure a seamless migration that retains critical records necessary to generate inception to date internal rate of return, carried interest and waterfall modeling.

Our services include:

## **Fund Launch / Establishment**

- Reviewing all legal documentation, including limited partnership agreements or associated documents and other supporting documentation, from an operational perspective;
- Ensuring all agreements are in place and regulatory filings completed;
- Managing compliance and due diligence requirements, including Know Your Client (“KYC”) and anti-money laundering (“AML”) LP verification following Hong Kong’s anti-money laundering regulatory regime;
- Ongoing coordination with intermediaries, including legal advisors, auditors, regulators and custodians;
- Establishing the general ledger and creating a chart of accounts for the fund; and
- Establishing an online reporting portal tailored to GP and LP specifications.

## **Partnership Accounting**

- Accounting for private assets, including direct and co-investment opportunities and special purpose vehicle investments across various jurisdictions;
- Processing expense payments and ensuring they are in accordance with fund policies;
- Reconciling cash and positions to third party statements or relevant transaction documents verifying that the fund holds title interest in those assets;

- Ensuring the value of the investment interests of the private fund are calculated in accordance with the limited partnership agreements or associated documents;
- Verifying that transactions involving the private fund's assets, any consideration is remitted to / paid from an account in the name of the private fund and is not used to finance operations of the GP, including review of reimbursements to the GP to ensure compliance with the policies in this regard disclosed in the governing documents;
- Ensuring proper execution of capital calls and distributions in regards to investment interests of the private fund and implementing procedures to identify significant cash flows that may be inconsistent with the fund's operation;
- Monitoring that the allocation of profit and loss on portfolio assets and other income and expenses of the private fund as calculated by the GP is in accordance with the governing documents;
- Holding any non-custodial assets which belong to the private fund which are not held in custody by an independent custodian;
- Performing waterfall calculations and determining carried interest in accordance with fund documents; and
- Preparing financial statements for the fund, including relevant note disclosures under IFRS or GAAP accounting standards and assisting in the audit process by providing relevant accounting records and supporting schedules.

### **Investor Services**

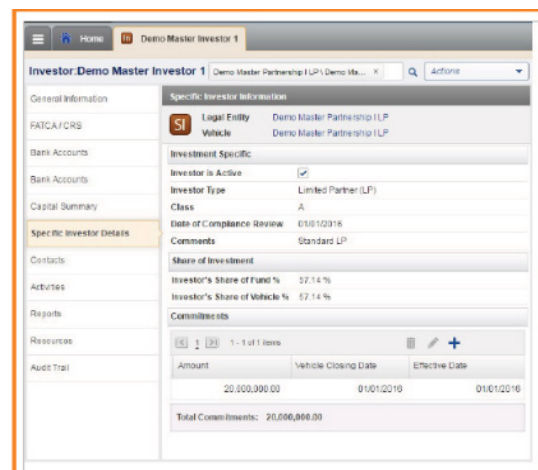
- Performing investor due diligence, including KYC and AML services in accordance with Hong Kong's anti-money laundering regulatory regime;
- Processing capital calls, distributions and expense payments on behalf of the fund, ensuring that the capital calls and distributions are executed through an account in the name of the private fund;
- Maintaining the investor register of the fund;
- Operating, monitoring and reconciling bank accounts in required currencies on behalf of the fund;
- Providing secure, online access to investor reporting, including contract notes, statements, notices and other ancillary documents and correspondence; and
- Providing timely responses to ad hoc enquiries from investors and their authorised representatives.

## Fund Accounting Platforms - From Agreements to Waterfalls

Built around FIS Investran's industry leading fund accounting platform, the Maples Group's technology provides a fully integrated intuitive workflow that captures the specific terms of each fund's allocations, fee calculations and waterfalls through a robust platform that allows for:

- Bespoke translation of fund limited partnership agreements into unique structured profit and loss allocations, carried interest and European and US waterfall calculations;
- Integrated fund accounting and investor services software that removes data entry and spreadsheet risk; and

- A flexible framework approach to optimise data and improve control.



Investor Number	Investor Name	Capital Commitment	Preferred Return	Total Called Capital	Chg Unrealized MV	Realized MV Gain/Losses	Organisational Costs
GP	Investor 16	10,000.00	72.00	3,253.82	-328.69	598.79	-1.98
LP1	Investor 1	215,000.00	1,549.00	69,958.20	-7,066.84	12,873.96	-42.48
LP2	Investor 2	1,500,000.00	10,805.00	488,080.53	-49,303.51	89,818.30	-296.35
LP3	Investor 3	750,000.00	5,403.00	244,040.28	-24,651.76	44,909.15	-148.18
LP4	Investor 4	600,000.00	5,076.00	226,356.97	-19,721.41	35,927.32	-118.54
LP5	Investor 5	3,000,000.00	21,611.00	976,160.52	-98,607.03	179,636.60	-592.71
LP6	Investor 6	100,000.00	721.00	32,536.84	-3,266.90	5,987.89	-19.76
LP7	Investor 7	125,000.00	1,058.00	47,157.92	-4,108.63	7,484.86	-24.70
LP8	Investor 8	400,000.00	3,383.00	150,904.84	-13,147.60	23,951.55	-79.03
LP9	Investor 9	300,000.00	2,161.00	97,616.00	-9,860.70	17,963.66	-59.27
LP10	Investor 10	400,000.00	2,881.00	130,154.87	-13,147.60	23,951.55	-79.03
LP11	Investor 11	350,000.00	2,962.00	132,041.66	-11,504.15	20,957.60	-69.15
LP12	Investor 12	5,000,000.00	36,018.00	1,626,934.20	-164,345.05	299,394.34	-987.65
LP13	Investor 13	200,000.00	1,843.00	94,757.55	-6,573.80	11,875.77	-39.51
LP14	Investor 14	350,000.00	2,522.00	113,885.42	-11,504.15	20,957.60	-69.15
LP15	Investor 15	500,000.00	3,602.00	162,693.70	-16,434.51	29,939.43	-96.78
LP16	Investor 17	10,000,000.00	72,034.00	3,253,867.74	-328,690.10	598,786.67	-1,975.69
LP17	Investor 18	500,000.00	3,602.00	162,693.70	-16,434.51	29,939.43	-96.78
LP18	Investor 19	1,000,000.00	7,203.00	325,386.84	-32,869.01	59,878.87	-197.57
<b>Totals:</b>		<b>27,000,000.00</b>	<b>197,379.00</b>	<b>8,917,578.78</b>	<b>-887,463.27</b>	<b>1,616,729.42</b>	<b>-5,334.37</b>

## Private Asset Dashboards

The Maples Group offers a customisable online reporting portal which provides views for specific qualitative and quantitative attributes and allows users to quickly source required data through groupings and sorting by any data attribute for analysis at position level detail and higher level graphical presentation. This enhances the ability of investment teams to actively monitor and manage the sophisticated investment strategies needed to achieve superior risk-return ratios.



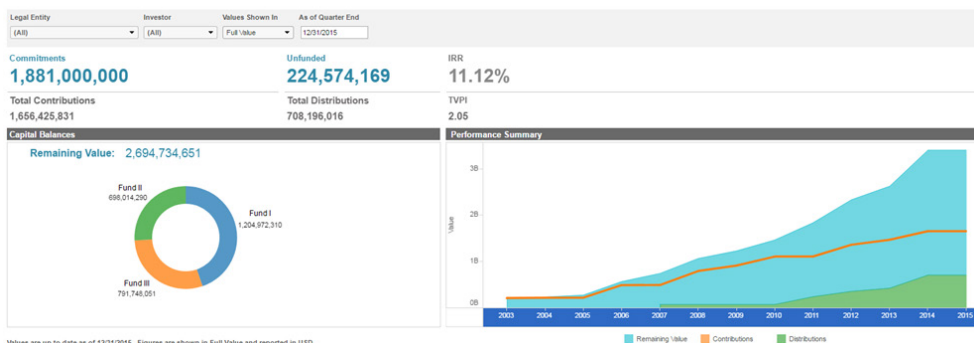
### Statements and Documents

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#### Inside Statements and Documents

Displaying 4 item(s)

★	Type	Page	Effective Date	Last Updated
★	Capital Calls		July 26, 2018 (UTC)	July 26, 2018
★	Distributions		July 26, 2018 (UTC)	July 26, 2018
★	Tax Statements		July 26, 2018 (UTC)	July 26, 2018
★	Capital Statements and Financials		July 26, 2018 (UTC)	July 26, 2018



# Investor Reporting

Through our robust and intuitive online reporting platform, LPs and GPs have secure web access to a variety of current and historical documents, including capital statements, call and distribution notices, quarterly and annual financial statements, market updates and newsletters and other relevant fund information.

Our online platform is complemented by email communication. With customisable content, email notification is sent to investors and authorised recipients when a new document is posted to the portal. Emails include an easy click-through feature for securely and directly accessing documents.

The content, layout and format of all investor reporting is ILPA compliant and fully customisable.

Reporting can be co-branded or white labelled.

Statement	LP Funding Reconciliation		
Fund Currency	USD		
Period of Statement	December 31, 2018		
Reporting Period		12/1/2018	12/31/2018
<b>Account Balances</b>			
Total Capital Commitment	180,000,000	180,000,000	180,000,000
	(11,000,000)		
Distributions paid to investors	172,000,000	172,000,000	
Capital Contributions by Investor	100,000,000	100,000,000	100,000,000
Capital Contributions for Organizational Expenses	500,000	500,000	500,000
Capital Contributions for Management Fees	1,000,000	1,000,000	1,000,000
Capital Contributions for other matters	0	0	0
	101,500,000	101,500,000	101,500,000
<b>Total Capital Contributions</b>	101,500,000	101,500,000	101,500,000
<b>% LP Commitment Drawn</b>	56.39%	56.39%	56.39%
Capital Contributions and Reserves	30,500,000	30,500,000	30,500,000
Operating Expenses Adjustment*	1,000,000	1,000,000	1,000,000
Operating Expenses Adjustment**	100,000	100,000	100,000
	30,600,000	30,600,000	30,600,000
<b>Total Available Capital Commitment</b>	130,900,000	130,900,000	130,900,000
<b>LP Capital Contributions</b>	114,900,000	114,900,000	114,900,000
<b>Operational Capital Contributions (Net of Expenses) at 12/31/2018</b>	114,900,000	114,900,000	114,900,000
	0	0	0
<b>Operational Capital Contributions at 12/31/2018</b>	114,900,000	114,900,000	114,900,000
Capital Contributions at 12/31/2018	100,000,000	100,000,000	100,000,000
<b>Capital Contributions at 12/31/2018</b>	100,000,000	100,000,000	100,000,000
<b>LP Contributions</b>			
<b>Operational Distributions (Net of Expenses) at 12/31/2018</b>	0	0	0
<b>Income Distributions</b>			
<b>Operational Distributions (Net of Expenses) at 12/31/2018</b>	0	0	0
<b>Income Distributions</b>	18,000,000	18,000,000	18,000,000
<b>Residual or Capital Contributions Income</b>	18,000,000	18,000,000	18,000,000

**MAPLES GROUP**

Data Rooms | Funds | Account Overview | Reporting and Analysis | Statements and Documents | Financial Reporting | Fund Files | Administration

**Maples Group** | Last Login: Feb 13, 2019, 12:58 PM GMT-01

**Overview**

**Demo Private Capital Group** is a private capital management firm that provides financial backing and makes investments in the private equity of start-up or operating companies through a variety of investment strategies including leveraged buyout, venture capital, and growth capital.

With our investors, we acquire a controlling or substantial minority position in a company and then look to maximize the value of that investment. We look to exit through one of the following avenues:

- Initial Public Offering — shares of the company are offered to the public, typically providing a partial immediate realization as well as a public market into which it can later sell additional shares;
- Merger or acquisition — the company is sold for either cash or shares in another company;
- Recapitalisation — cash is distributed to our fund as shareholders either from cash flow generated by the company or through raising debt or other securities to fund the distribution.

The group makes longer-hold investments in target industry sectors or specific investment areas where we have expertise. We take on operational roles to manage risks and achieve growth through long term investments, and we do not act as short-term traders of securities. Instead we seek upside based on a business' or industry sector's financial health.

[Link to the Website: https://maples.com](https://maples.com)

**Summary Details**

Commitments	1,240,000,000
Contributions	736,602,973
Distributions	33,880,930
Unfunded	503,397,027
IRR	13.66%
TVPI	1.09



# FIDUCIARY SERVICES

The Maples Group in Hong Kong brings in-depth knowledge of a wide range of investment vehicles and structures, including regulatory and investor requirements, across an extensive global network.

A robust institutional-grade infrastructure coupled with a highly responsive approach to client service ensures vehicles we act on are comprehensively supported in navigating the complexities of today's global business landscape.

Our services include:

## Formation Services

- Provide entity formation services to Hong Kong entities;
- Comply with Hong Kong Companies Registry ("HKCR") requirements for formation services;
- Prepare corporate records including articles of association, incorporation forms, company seal, company stamp, share certificates, statutory registers and minute books;
- Provide a registered office address and manage all local communications relating to the company;
- Assist with the establishment of bank accounts, if possible;
- Ensure all statutory and HKCR filings are made and all ongoing corporate requirements are satisfied under the relevant laws and regulations; and
- Provide secure online access to entity data via our online portal, eServices. Information available via the portal includes key corporate records such as registers, articles of association, minute books and transaction documents.

## Company Secretarial & Board Support Services

- Act as the named company secretary and registered office with the HKCR including maintaining the statutory registers, minute books and seals;
- Provide HKCR compliance alerts and reminders;
- Prepare ad hoc resolutions for company secretarial matters;
- Provide meeting facilities, coordinate annual general meetings and annual returns either in person or via telephone;
- Prepare and distribute agendas, board packs, minutes and action items to relevant parties; and
- Sign secretarial certificates, arrange for the execution of agreements, liaise with third parties and provide copies of other documents prepared or retained by us as company secretary.

### **Directorship Services**

- Provide experienced independent, non-executive directors resident in Hong Kong, including some who speak Cantonese or Mandarin, to corporate entities engaged in:
  - Hedge funds;
  - Private equity funds;
  - General partners to a limited partnership; and
  - Holding companies.

### **Liquidation Services**

- Assist with the liquidation or deregistration of Hong Kong entities.

### **Trustee Services**

- Act as trustee to hold voting shares of an investment fund, special purpose vehicle or trust;
- Act as trustee and administrator to employee benefit trusts;
- Provide trustee services to investment funds structured as unit trusts; and
- Provide private wealth trustee and trust administration services to Bermuda, British Virgin Islands, Cayman Islands, Hong Kong and Jersey trusts and foundations.

# CONTACTS

For further information on our services, please contact:

## Fund Services

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## Fiduciary Services

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The Maples Group is a leading service provider offering a comprehensive range of legal services on the laws of the British Virgin Islands, the Cayman Islands, Ireland, Jersey and Luxembourg and is an independent provider of fiduciary, fund services, regulatory and compliance, and entity formation and management services. We distinguish ourselves with a client-focused approach, providing solutions tailored to your specific needs. Our global network of lawyers and industry professionals are strategically located in the Americas, Europe, Asia and the Middle East to ensure that clients gain immediate access to expert advice and bespoke support, within convenient time zones.



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