

A & L CF SEPTEMBER (4) LIMITED

**Registered in England and Wales
Company Number 02095545**

**ANNUAL REPORT AND FINANCIAL
STATEMENTS**

**FOR THE YEAR ENDED
30 SEPTEMBER 2018**

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REPORT OF THE DIRECTORS

The Directors submit their report together with the audited financial statements for the year ended 30 September 2018.

This Report of the Directors has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemptions and the exemption from preparing a Strategic Report in accordance with Section 414B of Companies Act 2006.

Principal activities and review of the year

The principal activity of A & L CF September (4) Limited (the "Company") is that of lessors and financiers of assets for the corporate sector.

In December 2017, the assets of the Company were sold to a third party. The results of the Company are now presented on an other than going concern basis and all assets and liabilities are now reported as current. Further information can be found below in this report.

On the 5th June 2019 the Corporate and Commercial Banking Division of Santander UK Group Holdings announced the intention to cease writing new business through the Santander Asset Finance legal entities. This arrangement will have no impact on the Company.

Results and dividends

The profit for the year after taxation amounted to £16,408,742 (2017: loss of £579,236). The Directors do not recommend the payment of a final dividend (2017: £Nil).

Directors

The Directors who served throughout the year and to the date of this report, except as noted, were as follows:

S D Affleck	
M W Evans	(Resigned 24 October 2017)
AM Konter	(Appointed 23 October 2017)
A N Mussert	(Resigned 24 October 2017)
GSS Ashworth	(Appointed 23 October 2017)

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable IFRSs as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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.

Statement of going concern

In December 2017, the Company completed the sale of its assets to a third party. The asset constituted the Company's only trade. As a result, the financial statements have therefore been prepared on a basis other than going concern which includes, where appropriate, writing down the entity's assets to net realisable value. The financial statements do not include any provision for future costs of terminating the business of the entity except to the extent that such costs were committed at the end of the reporting year. It is the intention of the Directors to liquidate the Company in the near future.

REPORT OF THE DIRECTORS *(continued)*

Qualifying third party indemnities

On 23 January 2019 Santander UK Group Holdings plc provided enhanced indemnities to the directors of the Company against liabilities and associated costs which they could incur in the course of their duties to the Company. Before this date enhanced indemnities on similar terms were provided to the directors of the Company by Santander UK plc. All of the indemnities remain in force during the financial year and at the date of approval of the Report and Financial Statements. All of the indemnities were qualifying third party indemnities. A copy of each of the indemnities is kept at the registered office address of Santander UK Group Holdings plc.

Independent Auditors

Each of the Directors as at the date of approval of this Report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

In accordance with Sections 485 and 487 of the Companies Act 2006, PricewaterhouseCoopers LLP are re-appointed as auditors of the Company.

By Order of the Board,



Alexander O'Brien
For and on behalf of
Santander Secretariat Services Limited, Secretary

20 June 2019

Registered Office Address: 2 Triton Square, Regent's Place, London NW1 3AN

Independent auditors' report to the members of A & L CF September (4) Limited

Report on the audit of the financial statements

Opinion

In our opinion, A & L CF September (4) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2018 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 30 September 2018; the Income Statement for the year ended 30 September 2018, the Cash Flow Statement for the year ended 30 September 2018, the Statement of Changes in Equity for the year then ended 30 September 2018; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Emphasis of matter - financial statements prepared on a basis other than going concern

In forming our opinion on the financial statements, which is not modified, we draw attention to note 1 to the financial statements which describes the directors' reasons why the financial statements have been prepared on a basis other than going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Report of Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Report of Directors

In our opinion, based on the work undertaken in the course of the audit, the information given in the Report of Directors for the year ended 30 September 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Report of Directors.

Independent auditors' report to the members of A & L CF September (4) Limited (continued)

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities set out on page 1, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

In preparing the financial statements, the directors are responsible for 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

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

Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.



Lawrence Wilkinson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

24 June 2019

INCOME STATEMENT

For the years ended 30 September

	Note	2018 £	2017 £
Revenue	4	319,623	1,572,214
GROSS PROFIT		319,623	1,572,214
Administrative expenses		88,091	(236,692)
PROFIT FROM OPERATIONS	5	407,714	1,335,522
Profit from sale of lease assets		14,359,463	-
Finance costs	6	(246,592)	(1,552,234)
PROFIT/ (LOSS) BEFORE TAX		14,520,585	(216,712)
Tax credit/ (charge) for the year	7	1,888,157	(362,524)
PROFIT/ (LOSS) FOR THE YEAR AND TOTAL COMPREHENSIVE INCOME/ (LOSS)		16,408,742	(579,236)

All of the activities of the Company are classed as discontinued.

The accompanying notes form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

For the years ended 30 September

	Issued share capital £	Retained Earnings £	Total Equity £
Balance at 1 October 2017	2	777,635	777,637
Total comprehensive income for the year	-	16,408,742	16,408,742
Balance at 30 September 2018	<u>2</u>	<u>17,186,377</u>	<u>17,186,379</u>

	Issued share capital £	Retained Earnings £	Total Equity £
Balance at 1 October 2016	2	1,356,871	1,356,873
Total comprehensive loss for the year	-	(579,236)	(579,236)
Balance at 30 September 2017	<u>2</u>	<u>777,635</u>	<u>777,637</u>

The accompanying notes form an integral part of these financial statements.

BALANCE SHEET

As at 30 September

	Note	2018 £	2017 £
ASSETS			
CURRENT ASSETS			
Operating lease assets	8	-	9,910,699
Finance lease receivables	9	-	20,637,066
Trade and other receivables	10	22,071,709	-
TOTAL ASSETS		<u>22,071,709</u>	<u>30,547,765</u>
CURRENT LIABILITIES			
Trade and other payables	13	(4,885,330)	(26,126,732)
Corporation tax payable		-	(271,900)
Deferred tax liabilities		-	(3,371,496)
TOTAL LIABILITIES		<u>(4,885,330)</u>	<u>(29,770,128)</u>
TOTAL NET ASSETS		<u>17,186,379</u>	<u>777,637</u>
EQUITY			
ISSUED CAPITAL AND RESERVES			
Issued share capital	16	2	2
Retained earnings		17,186,377	777,635
TOTAL EQUITY		<u>17,186,379</u>	<u>777,637</u>

The accompanying notes form an integral part of these financial statements.

The financial statements were approved by the Board of Directors, authorised for issue and signed on its behalf by:



AM Korter
Director
20 June 2019

CASH FLOW STATEMENT

For the years ended 30 September

	Note	2018 £	2017 £
Profit/ (loss) for the year		16,408,742	(579,236)
NON-CASH ADJUSTMENTS			
Profit on sale of lease assets		(14,359,463)	-
Net change in finance lease receivables		20,637,066	2,030,641
Net change in operating lease assets		9,910,699	-
Net change in deferred tax liability		(3,371,495)	26,540
Net change in group relief		1,755,239	-
Net change in corporation tax payable		(271,900)	335,984
		<u>14,300,146</u>	<u>2,393,165</u>
CASH FLOWS GENERATED FROM OPERATING ACTIVITIES		30,708,888	1,813,929
Interest paid to parent undertakings		(246,592)	(1,552,234)
Management charges credited by/ (paid to) parent undertakings		88,091	(236,692)
		<u>(158,501)</u>	<u>(1,788,926)</u>
NET CASH FLOWS GENERATED FROM OPERATING ACTIVITIES		<u>30,550,387</u>	<u>25,003</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Cash advances paid to parent undertakings		(30,550,387)	(25,003)
NET CASH FLOWS USED IN FINANCING ACTIVITIES		<u>(30,550,387)</u>	<u>(25,003)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS		-	-
Cash and cash equivalents at start of year		-	-
CASH AND CASH EQUIVALENTS AT END OF YEAR	15	<u>-</u>	<u>-</u>

The accompanying notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

The principal accounting policies adopted in the presentation of the Financial Statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

General information

The Company is a private limited liability company, limited by shares. The Company is domiciled and incorporated in the United Kingdom and is part of a European listed group whose ultimate parent is Banco Santander SA. The registered office address of the Company is 2 Triton Square, Regent's Place, London NW1 3AN.

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and IFRS Interpretations Committee (IFRS IC) interpretations as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have also been prepared under the historical cost convention.

The functional and presentation currency of the Company is Sterling.

Going Concern

The Company has the ability to continue in existence for the foreseeable future and to meet all of its obligations as they fall due. However, IAS 1 requires that financial statements for any Company that has ceased to trade or where there is an intention for the Company to cease to trade in the next twelve months are prepared on an "other than going concern" basis. Accordingly the financial statements have been prepared on an "other than going concern" basis. Preparation of the financial statements on an "other than going concern" basis has had no impact on the amounts reported. It is the intention of the directors to liquidate the company in the near future.

Future accounting developments

At 30 September 2018, A & L CF September (4) Limited has not yet adopted the following significant new or revised standards and interpretations, and amendments thereto, which have been issued but which are not yet effective for the Company:

- a) IFRS 9 'Financial Instruments' (IFRS 9) – In July 2014, the International Accounting Standards Board (IASB) approved IFRS 9 to replace IAS 39 'Financial Instruments: Recognition and Measurement'.

IFRS 9 sets out the requirements for recognition and measurement of financial instruments. The main new developments of the standard are discussed below.

Classification and measurement of financial assets and financial liabilities. Under IFRS 9, financial assets are classified on the basis of the business model within which they are held and their contractual cash flow characteristics. These factors determine whether the financial assets are measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss. Both tests were applied to financial assets at 31 December 2017, and gave rise to no classification and measurement changes for the Company.

Impairment. IFRS 9 introduces fundamental changes to the impairment of financial assets measured at amortised cost or at fair value through other comprehensive income, lease receivables and certain commitments to extend credit and financial guarantee contracts. It is no longer necessary for losses to be incurred before credit losses are recognised. Instead, under IFRS 9, an entity always accounts for expected credit losses (ECLs), and any changes in those ECLs. The ECL approach must reflect both current and forecast changes in macroeconomic data over a horizon that extends from 12 months to the remaining life of the asset if a borrower's credit risk is deemed to have deteriorated significantly at the reporting date compared to the origination date. The estimate of ECLs should reflect an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes and considering reasonable and supportable information at the reporting date. Similar to the current incurred credit loss provisioning approach, management will exercise judgement as to whether additional adjustments are required in order to adequately reflect possible events or current conditions that could affect credit risk.

Transition and impact. IFRS 9 has been endorsed for use in the European Union. The mandatory effective date of IFRS 9 is 1 January 2018. For the A & L CF September (4) Limited, the application of IFRS 9 has resulted in no changes to shareholders' equity at 1 January 2018 and would result in no changes to shareholders equity at 30 September 2018, following the sale of the Company's assets in December 2017.

- b) IFRS 15 'Revenue from Contracts with Customers' (IFRS 15) – In May 2014, the IASB issued IFRS 15. The effective date of IFRS 15 is 1 January 2018. The standard establishes a principles-based approach for revenue recognition and introduces the concept of recognising revenue for performance obligations as they are satisfied. Revenue relating to lease contracts is outside the scope of IFRS 15. For Santander UK group's fee and commission income, which is within the scope of the standard, income is recognised as services are provided and this continues under the performance obligation approach in IFRS 15. Consequently, there have been no significant changes in the recognition of in scope income and, consequently, IFRS 15 has no material impact on these Financial Statements.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

1. ACCOUNTING POLICIES *(continued)*

Future accounting developments *(continued)*

- c) IFRS 16 'Leases' (IFRS 16) – In January 2016, the IASB issued IFRS 16. The standard is effective for annual periods beginning on or after 1 January 2019. Earlier adoption is permitted for entities that apply IFRS 15 at or before the date of initial application of IFRS 16. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure for both lessees and lessors. For lessee accounting, IFRS 16 introduces a single lessee accounting model and requires a lessee to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments for all leases with a term of more than 12 months, unless the underlying asset is of low value. For lessor accounting, IFRS 16 substantially carries forward the lessor accounting requirements from the existing leasing standard (IAS 17) and a lessor continues to classify its leases as operating leases or finance leases and to account for those two types of leases differently. At the date of publication of these Financial Statements the impact of the standard is not expected to have any effect to the Company's financial statements or its reserves, following the sale of the Company's assets in December 2017.

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. All such revenue is reported net of discounts and value added and other sales taxes.

Revenue from finance leases is recognised in accordance with the Company's policy on Finance Lease Receivables (see below).

Up front arrangement fees on financing agreements with customers are spread on an effective interest rate basis over the contractual life of those agreements.

Finance lease agreements

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Finance lease receivables

Amounts due from lessees under finance leases are recorded as receivables at the amount of the Company's net investment in the lease. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Company's net investment outstanding in respect of the leases.

Operating lease assets

Assets acquired for the purpose of renting out under operating lease agreements are capitalised and depreciation is provided at rates calculated to write off the cost of the assets, less estimated residual value, on a straight line basis over the estimated useful life. Land is not depreciated.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

Income taxes including deferred taxes

The tax expense represents the sum of the income tax currently payable and deferred income tax.

Income tax payable on profits, based on the applicable tax law in each jurisdiction, is recognised as an expense in the period in which profits arise. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax is the tax expected to be payable or recoverable on income tax losses available to carry forward and on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the assets may be utilised as they reverse. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill. Deferred tax assets and liabilities are not recognised from the initial recognition of other assets (other than in a business combination) and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on rates enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items recognised in other comprehensive income or directly in equity, in which case the deferred tax is also recognised in other comprehensive income or directly in equity.

Cash and cash equivalents

The Company does not hold cash or cash equivalents.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

1. ACCOUNTING POLICIES *(continued)*

Financial instruments

Financial assets and liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial assets

The Company classifies all its financial assets, as determined at initial recognition, as loans and receivables. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

'Loans and advances to customers' are classed as Loans and Receivables. 'Net investment in finance leases' are treated in accordance with the Company's policy on finance lease agreements.

Loans and receivables are initially recognised at fair value including direct and incremental transaction costs. They are subsequently valued at amortised cost using the effective interest rate method, less any impairment. Interest calculated using the effective interest rate method is recognised in the income statement. They are derecognised when the rights to receive cash flows have expired or the Company has transferred substantially all of the risks and rewards of ownership.

Financial liabilities

Financial liabilities are initially recognised when the Company becomes contractually bound to the transfer of economic benefits in the future. Financial liabilities are derecognised when extinguished.

Non-trading financial liabilities are held at amortised cost. Finance costs are charged to the Income Statement using the effective interest rate method.

Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

Effective interest method

Interest expense on financial assets and liabilities held at amortised cost is measured using the effective interest rate method, which allocates the interest income or interest expense over the expected life of the lease agreements. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the net carrying amount on initial recognition.

Impairment of financial assets

At each balance sheet date the Company assesses whether, as a result of one or more events occurring after initial recognition, there is objective evidence that a financial asset or group of financial assets classified as loans and receivables have become impaired. Evidence of impairment may include indications that the borrower or group of borrowers have defaulted, are experiencing significant financial difficulty, or the debt has been restructured to reduce the burden to the borrower. Objective evidence that a financial asset or group of assets is impaired includes observable data that comes to the attention of the Company about the following loss events:

- significant financial difficulty of the issuer or obligor;
- a breach of contract, such as default or delinquency in interest or principal payments;
- the Company, for economic or legal reasons relating to the borrower's financial difficulty, granting to the borrower a concession that the Company would not otherwise consider;
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the group, including:
 - i) adverse changes in the payment status of borrowers in the group; or
 - ii) national or local economic conditions that correlate with defaults on the assets in the group

The Company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If there is no objective evidence of impairment for an individually assessed financial asset it is included in a group of financial assets with similar credit risk characteristics and collectively assessed for impairment.

Commercial lending is reviewed for impairment on a case by case basis for individually significant loans. Loans that are not individually significant are assessed for impairment on a portfolio basis.

Impairment is calculated based on the probability of default, exposure at default and the loss given default, using recent data. An adjustment is made for the effect of discounting cash flows.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

1. ACCOUNTING POLICIES *(continued)*

Impairment of financial assets *(continued)*

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's effective interest rate.

Financial assets are written off when it is reasonably certain that receivables are irrecoverable.

2. CRITICAL ACCOUNTING ESTIMATES AND AREAS OF SIGNIFICANT MANAGEMENT JUDGEMENT

Some asset and liability amounts reported in the financial statements are based on management judgement, estimates and assumptions. There is a risk of significant changes to the carrying amounts for these assets and liabilities within the next financial year.

Residual values

Residual values are estimated at the inception of lease agreements and are subsequently reviewed for impairment during the life of the lease agreements. Appropriate provisions are recognised in the Income Statement.

Impairment loss allowance

Individual impairment loss allowances are made in respect of finance and rental agreements where recovery is considered doubtful; a collective impairment loss allowance is made for losses which, although not individually identified, are known to be inherent in any portfolio of lending. The impairment loss allowances are deducted from the net investment in finance agreements. The charge in the Income Statement comprises write offs, recoveries and the net movement in impairment loss allowances in the year.

Effective interest rate calculation

IAS 39 "Financial Instruments: Recognition and Measurement" requires certain financial assets and liabilities to be held at amortised cost, with income recognised using the effective interest rate (EIR) methodology. In order to calculate EIR, the contractual repayment profile is used. If customers repay earlier than anticipated, this will generally lead to a reduction in the Balance Sheet carrying value and a gain in the Income Statement.

3. FINANCIAL RISK MANAGEMENT

As a result of its normal business activities, the Company is exposed to a variety of risks, the most significant of which are operational risk, credit risk, market risk, interest rate risk and liquidity risk. The Company manages its risk in line with the central risk management function of the Santander UK Group. Santander UK Group's Risk Framework ensures that risk is managed and controlled on behalf of shareholders, customers, depositors, employees and the Santander UK Group's regulators. Effective and efficient risk governance and oversight provide management with assurance that the Santander UK Group's business activities will not be adversely impacted by risks that could have been reasonably foreseen. This in turn reduces the uncertainty of achieving the Santander UK Group's strategic objectives.

Authority flows from the Santander UK Group Holdings plc Board to the Chief Executive Officer and from her to specific individuals. Formal standing committees are maintained for effective management and oversight. Their authority is derived from the person they are intended to assist. Further information can be found in the Santander UK Group Holdings plc Annual Report which does not form part of this Report.

Operational risk

Operational risk is defined as 'the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events'. This includes regulatory, legal and compliance risk. Operational risk is monitored and managed within the Group. An independent central operational risk function (Enterprise and Operational Risk) has responsibility for establishing the framework within which these risks are managed and is aligned to operational risk professionals within business areas (co-ordinated by IT and Operational Risk) to ensure consistent approaches are applied across the Group. The primary purpose of the framework is to define and articulate the Group-wide policy, processes, roles and responsibilities. The framework incorporates industry practice and regulatory requirements. The day-to-day management of operational risk is the responsibility of business managers who identify, assess and monitor the risks, in line with the processes described in the framework. The operational risk function ensures that all key risks are regularly reported to the Group's risk committee and board of directors.

Credit risk

Credit risk is the risk of financial loss arising from the default of a customer or counterparty to which the Company has directly provided credit, or for which the Company has assumed a financial obligation, after realising collateral held. The credit quality of customer assets is mitigated by the credit approval process in place. Credit risk is mitigated by security taken over the borrower's assets. The Company structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower or group of borrowers. Such risks are monitored on a revolving basis and subject to an annual or more frequent review.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

3. FINANCIAL RISK MANAGEMENT *(continued)*

Credit risk *(continued)*

Lending decisions are based on independent credit risk analysis supplemented by the use of internal ratings tools which assess the obligor's likelihood of default. The output of the ratings tools is a borrower grade which maps to a long-run average one year probability of default. Borrower grades are reviewed at least annually, allowing identification of adverse individual and sector trends. The grade is integrated into an overall Credit & Risk evaluation, including wider factors such as transaction and borrower structure (ranking and structural subordination), debt serviceability and security (initial and residual value considerations). Consideration is also given to risk mitigation measures to protect the Company, such as third-party guarantees, supporting collateral and security, robust legal documentation, financial covenants and hedging. Transactions are further assessed using an internal pricing model which measures both the return on equity and the risk adjusted return on capital against a series of benchmarks to ensure risks are appropriately priced.

Portfolio asset quality monitoring is based on a number of measures, including expected loss, financial covenant monitoring, security revaluations, pricing movements and external input from rating agencies and other organisations. Should particular exposures begin to show adverse features such as payment arrears, covenant breaches or business trading performance that is materially worse than expected at the point of lending, a full risk reappraisal is undertaken. Where appropriate, case management is transferred to a specialist recovery team that works with the customer in an attempt to resolve the situation. If this does not prove possible, cases are classified as being unsatisfactory and are subject to intensive monitoring and management procedures designed to maximise debt recovery.

The classes of financial instrument that are most exposed to credit risk in the Company is net investment in operating leases (note 8) and finance leases (note 9).

	2018	2017
	£	£
Net investment in finance leases agreements	-	20,637,066
Operating lease assets	-	9,910,699
	<u>-</u>	<u>30,547,765</u>

All company exposures are to corporate customers in the distribution industry.

For the Company 100% (2017: 100%) of the balances are secured. The main types of security are charges over assets being financed. £Nil (2017: £Nil) of finance and operating leases are secured by bank guarantees.

Arrears and impairment

Asset quality remains good with no lending balances in arrears at 30 September 2018 (2017: Nil). The carrying value of repossessed stock at 30 September 2018 was £Nil (2017: £Nil). The fair value of collateral on impaired assets at 30 September 2018 was £Nil (2017: £Nil). Interest accrued on impaired assets at 30 September 2018 was £Nil (2017: £Nil).

The portfolio is subject to regular monitoring for potential impairment under the impairment of financial assets policy set out in note 1.

Terms have been renegotiated on £Nil (2017: £Nil) of lending that would have been past due or impaired.

Lending up to 3 months past due have a collective provision set aside to cover losses on loans which are in the early stages of arrears.

Market risk

Market risk is the risk of a reduction in economic value or reported income resulting from a change in the variables of financial instruments including interest rate, equity, credit spread, property and foreign currency risks. The Company recognises that the effective management of market risk is essential to the maintenance of stable earnings and the preservation of shareholder value, and manages market risk accordingly. Details of the market risk management policy are disclosed in the Santander UK Group Holdings plc Annual Report – Risk management which does not form part of this Report.

Interest rate risk

Interest rate risk is the most significant market risk to which the Company is exposed. This risk mainly arises from mismatches between the re-pricing dates of the interest bearing assets and liabilities on the Company's Balance Sheet, and from the investment of the Company's reserves.

Interest rate risk primarily arises in the Company's leasing trade. The exposure in this area is hedged with Santander UK plc Treasury function using fixed rate loans and other appropriate instruments.

Changes in interest rates would result in no impact on either the equity of the Company or on the profit before tax as interest is allocated on a lease by lease basis within the Company and all interest rate risk is borne by the intermediate UK parent company, Santander UK Group Holdings plc.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*3. FINANCIAL RISK MANAGEMENT *(continued)*

Liquidity risk

Liquidity risk is the risk that the Company, though solvent, either does not have sufficient financial resources available to meet its obligations as they fall due, or can only secure them at excessive cost.

The day to day management of liquidity is the responsibility of the Santander UK plc Treasury function, which provides funding to and takes surplus funds from the Company as required.

4. REVENUE

	2018	2017
	£	£
Finance lease income	319,623	1,572,214

Revenue for the current year represents finance lease income prior to the sale of the underlying asset in December 2017.

5. PROFIT FROM OPERATIONS

Directors' emoluments

No Directors were remunerated for their services to the Company. Directors' emoluments are borne by the intermediate UK parent company Santander UK Group Holdings plc.

The Directors' services to the Company are an incidental part of their duties.

No emoluments were paid by the Company to the Directors during the year (2017: £Nil).

Auditors' remuneration

Auditors' remuneration in respect of the audit of the Company's annual financial statements of £12,000 (2017: £12,000) was borne by the intermediate UK parent company Santander UK Group Holdings plc.

No non-audit fees were borne on the Company's behalf in either the current or preceding year.

Particulars of employees

No salaries or wages have been paid to employees, including the Directors, during the year or the preceding year. The Company had no employees in either the current or the preceding year.

6. FINANCE COSTS

	2018	2017
	£	£
Amounts payable to Santander Asset finance plc	246,592	1,552,234
	<u>246,592</u>	<u>1,552,234</u>

7. TAX (CREDIT)/ CHARGE FOR THE YEAR

	2018	2017
	£	£
Current tax:		
UK corporation tax on profit / (loss) of the year	1,483,339	271,901
Adjustments in respect of prior years	-	64,083
Total current tax	<u>1,483,339</u>	<u>335,984</u>
Deferred tax:		
Origination and reversal of temporary differences	(3,371,496)	(314,160)
Change in rate of UK corporation tax	-	395,171
Adjustments in respect of prior years	-	(54,471)
Total deferred tax	<u>(3,371,496)</u>	<u>26,540</u>
Tax charge on profit/ (loss) for the year	<u>(1,888,157)</u>	<u>362,524</u>

NOTES TO THE FINANCIAL STATEMENTS *(continued)*7. TAX (CREDIT)/ CHARGE FOR THE YEAR *(continued)*

UK corporation tax is calculated at 19.00% (2017: 19.5%) of the estimated assessable profits for the year.

The Finance Act 2016 introduced a further reduction in the corporation tax rate to 17% from 2020.

The tax on the Company's profit / (loss) before tax differs from the theoretical amount that would arise using the basic tax rate of the Company as follows:

	2018 £	2017 £
Profit / (loss) before tax	14,520,585	(216,712)
Tax calculated at a rate of 19.00% (2017:19.5%)	2,758,911	(42,259)
Chargeable gains indexation	(2,307,200)	-
Other	(2,339,868)	-
Effect of change in tax rate on deferred tax provision	-	395,171
Adjustment to prior period provisions	-	9,612
Tax (credit)/ charge for the year	(1,888,157)	362,524

8. OPERATING LEASE ASSETS

The Company enters into operating lease arrangements with customers in the corporate sector.

	2018 £	2017 £
Cost		
At 1 October and 30 September	-	9,910,699
Accumulated depreciation		
At 1 October and 30 September	-	-
Net book value		
At 30 September	-	9,910,699

During December 2017, the Company completed the sale of its operating lease assets.

9. FINANCE LEASE RECEIVABLES

	2018 £	2017 £
Current		
Finance lease receivables	-	20,637,066
Total finance lease receivables	-	20,637,066

During December 2017, the sale of the Company's finance lease receivables completed. As a result of this, the Company's financial statements are now prepared on an other than going concern basis. As a result, the carrying value of the finance lease receivables as at 30 September, are now reported as current assets.

The Company enters into finance lease arrangements with a customer in the distribution industry. As a result of the sale of the finance lease in December 2017 the entire gross investment in the lease and the present value of minimum lease payments are now reported wholly as due within one year.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*9. FINANCE LEASE RECEIVABLES *(continued)*

	<i>Gross investment in the lease</i>		<i>Present value of minimum lease payments</i>	
	2018	2017	2018	2017
	£	£	£	£
Less than one year	-	33,499,661	-	20,637,066
	-	33,499,661	-	20,637,066
Less:				
Unearned finance income	-	(12,862,595)		
Net investment in finance leases	-	20,637,066		
Non-current			-	-
Current			-	20,637,066
			-	20,637,066

Residual values of assets leased under finance leases at 30 September 2018 are £Nil (2017: £Nil). The Directors consider that the net investment in finance leases is approximately equal to their fair value.

10. TRADE AND OTHER RECEIVABLES

	2018	2017
	£	£
Receivable from related parties (note 12)	22,071,709	-
	22,071,709	-

The Directors consider that the carrying amount of the trade and other receivables approximates to their fair value.

11. CAPITAL

The Company's UK parent, Santander UK Group Holdings plc (Santander UK), adopts a centralised capital management approach, based on an assessment of both regulatory requirements and the economic capital impacts of businesses in the Santander UK group.

At 30 September 2018, Santander UK plc, Abbey National Treasury Services plc, and Cater Allen Limited, which are the three PRA-regulated entities in the Santander UK group, were party to a capital support deed dated 23 December 2015 (the Capital Support Deed) with certain other non-regulated subsidiaries of Santander UK plc and Santander UK Group Holdings plc including the Company. The parties to the Capital Support Deed 2015 were permitted to form a core UK group as defined in the PRA Rulebook. Exposures of each of the three regulated entities to other members of the core UK group are exempt from large exposure limits that would otherwise apply. The purpose of the Capital Support Deed was to facilitate the prompt transfer of available capital resources from, or repayment of liabilities by, the non-regulated parties to any of the regulated parties in the event that one of the regulated parties breached or was at risk of breaching its capital resources requirements or risk concentrations requirements. The core UK group permission as supported by the Capital Support Deed 2015 expired on 31 December 2018. From 1 January 2019 as a result of ring-fencing, Santander UK plc entered into a new Capital support deed with Cater Allen Limited and certain non-regulated subsidiaries including the Company which expires 31 December 2021.

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

12. RELATED PARTY TRANSACTIONS

Trading activities

Receivable from related parties

	2018 £	2017 £
Santander Asset Finance plc	22,071,709	-
	<u>22,071,709</u>	<u>-</u>

Payable to related parties

	2018 £	2017 £
Santander UK plc - group relief	4,121,260	2,366,021
Santander Asset Finance plc	764,070	23,760,711
	<u>4,885,330</u>	<u>26,126,732</u>

The Company entered into transactions with other related parties as shown in the table below.

	2018 £	2017 £
Net amount owed by/ (owed to) related parties		
As at 1 October	(26,126,732)	(27,598,892)
Net movements	43,313,111	1,472,160
	<u>17,186,379</u>	<u>(26,126,732)</u>
As at 30 September		
Interest charged by Santander Asset Finance plc	246,592	1,552,234
	<u>246,592</u>	<u>1,552,234</u>

Key management compensation

No Director or key management personnel received any remuneration (2017: £Nil).

There were no related party transactions during the year, or existing at the balance sheet date, with the Company's or parent company's key management personnel.

Administrative expenses

During the current year the Company received a credit in respect of administrative cost recharges from parent undertakings of £88,091 (2017: charge of £236,692).

13. TRADE AND OTHER PAYABLES

	2018 £	2017 £
Payable to related parties (note 12)	4,885,330	26,126,732
	<u>4,885,330</u>	<u>26,126,732</u>

The Directors consider that the carrying amount of the trade and other payables approximates to their fair value.

14. DEFERRED TAX LIABILITIES

Deferred taxes are calculated on temporary differences under the liability method using the tax rates expected to apply when the liability is settled or the asset is realised. The movement on the deferred tax account was as follows:

	2018 £	2017 £
At 1 October	(3,371,496)	(3,344,956)
Income Statement credit/ (charge) (note 7)	3,371,496	(26,540)
	<u>-</u>	<u>(3,371,496)</u>
At 30 September		

Deferred tax liabilities are attributable to the following items:

	Balance Sheet		Income Statement	
	2018 £	2017 £	2018 £	2017 £
Deferred tax liabilities:				
Accelerated tax depreciation	-	(3,371,496)	3,371,496	(26,540)

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

	-	(3,371,496)	3,371,496	(26,540)
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15. CASH AND CASH EQUIVALENTS

For the purposes of the cash flow statement, cash and cash equivalents comprise the following:

	2018 £	2017 £
Cash at bank	-	-

16. ISSUED SHARE CAPITAL

	2018 No	2018 £	2017 No	2017 £
Issued and fully paid Ordinary shares of £1 each	2	2	2	2

All issued share capital is classified as equity.

17. PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent company is Santander Asset Finance plc, a company registered in England and Wales.

The Company's ultimate parent undertaking and controlling party is Banco Santander SA, a company registered in Spain. Banco Santander SA is the parent undertaking of the largest Group of undertakings for which Group financial statements are drawn up and of which the Company is a member. Santander UK Group Holdings plc is the intermediate parent undertaking of the smallest Group of undertakings for which Group financial statements are drawn up and of which the Company is a member.

Copies of all sets of Group financial statements which include the results of the Company, are available from Secretariat, Santander UK plc, 2 Triton Square, Regent's Place, London, NW1 3AN.

18. POST BALANCE SHEET EVENTS

The following events took place after the year ended 31 December 2018:

On the 5th June 2019 the Corporate and Commercial Banking Division of Santander UK Group Holdings announced the intention to cease writing new business through the Santander Asset Finance legal entities.

This arrangement will have no impact on the Company.