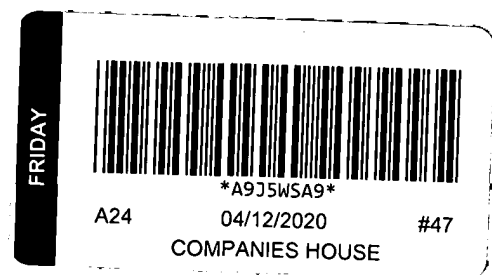


FSE Loan Management Limited

Directors' report and financial statements

For the year ended 31 March 2020

Registered number: 05041192



Company Information

Directors	C Reid MBE R Spencer
Company secretary	D Huxford
Registered number	05041192
Registered office	Riverside House 4 Meadows Business Park Blackwater Surrey GU17 9AB
Independent auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Bankers	Barclays 1 Churchill Place London E14 5HP

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Directors' report

For the year ended 31 March 2020

The directors present their report together with the financial statements of FSE Loan Management Limited ('the company') for the year ended 31 March 2020.

Principal activity

The company's principal activity is the provision of SME finance into the area previously covered by the South East England Development Agency (Seeda). The fund officially ceased at the end of March 2014. The company now manages the fund and continues to collect outstanding loan balances beyond this point.

Directors

The directors who served during the year were:

C Reid MBE
R Spencer
M Burch (resigned 29 November 2019)
L Earley (resigned 3 July 2020)

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the company financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors' report (continued)

For the year ended 31 March 2020

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

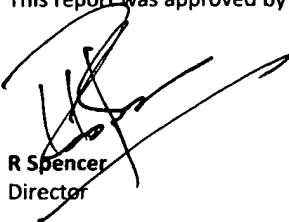
- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The impact of COVID-19

The directors have considered the impact of the current COVID-19 pandemic on the company's operations, with a particular focus on its effect on the company's investments.

The directors do not consider this to be cause for material uncertainty in respect of the company's ability to continue as a going concern. The company has employed contingency plans, and the directors consider that the company has sufficient financial resources to continue for the foreseeable future, despite the current crisis. Therefore the financial statements have been prepared on a going concern basis.

This report was approved by the board on 29 July 2020 and signed on its behalf.



R Spencer
Director

Independent auditor's report to the member of FSE Loan Management Limited

For the year ended 31 March 2020

Opinion

We have audited the financial statements of FSE Loan Management Limited ('the company') for the year ended 31 March 2020, which comprise the Statement of income and retained earnings, the Statement of financial position and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Independent auditor's report to the member of FSE Loan Management Limited (continued)

For the year ended 31 March 2020

Other information (continued)

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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- 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.
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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.

Independent auditor's report to the member of FSE Loan Management Limited (continued)

For the year ended 31 March 2020

Auditor's responsibilities for the audit of the financial statements

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

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

Use of our report

This report is made solely to the company's member 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 member 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 member for our audit work, for this report, or for the opinions we have formed.



Peter Chapman (Senior statutory auditor)
for and on behalf of

Buzzacott LLP
Statutory Auditor
130 Wood Street
London
EC2V 6DL

29 July 2020

Statement of income and retained earnings

For the year ended 31 March 2020

	Note	2020 £	2019 £
Revenue	4	13,599	13,578
Gross profit		13,599	13,578
Administrative expenses		(10,878)	(30,000)
Operating profit/(loss)		2,721	(16,422)
Profit/(loss) after tax		2,721	(16,422)
Retained earnings at the beginning of the year		-	16,422
Profit/(loss) for the year		2,721	(16,422)
Retained earnings at the end of the year		2,721	-

All amounts relate to continuing activities.

There were no recognised gains and losses for 2020 or 2019 other than those included in the statement of income and retained earnings.

The notes on pages 8 to 13 form part of these financial statements.

Statement of financial position

As at 31 March 2020

	Note	2020 £	2019 as restated £
Current assets			
Debtors	8	3,101	-
Cash at bank and in hand	9	9,549	6,974
		<u>12,650</u>	<u>6,974</u>
Creditors: amounts falling due within one year	10	(9,928)	(6,973)
Net current assets		<u>2,722</u>	<u>1</u>
Total assets less current liabilities		<u>2,722</u>	<u>1</u>
Net assets		<u>2,722</u>	<u>1</u>
Capital and reserves			
Called up share capital	11	1	1
Profit and loss account		2,721	-
		<u>2,722</u>	<u>1</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 July 2020


R Spencer
Director

The notes on pages 8 to 13 form part of these financial statements.

Notes to the financial statements

For the year ended 31 March 2020

1. Company information

FSE Loan Management Limited is a private company limited by shares and registered in England and Wales. Its registered office is Riverside House, 4 Meadows Business Park, Station Approach, Blackwater, Surrey, GU17 9AB.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ('FRS 102') and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 FRS 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102:

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of certain paragraphs of Section 11 Financial Instruments;
- the requirements of certain paragraphs of Section 12 Other Financial Instruments; and
- the requirements of Section 33 Related Party Disclosure paragraph 33.7.

This information is included in the consolidated financial statements of FSE C.I.C. as at 31 March 2020 and these financial statements may be obtained from The Registrar of Companies.

2.3 Going concern

The directors have considered the impact of the current COVID-19 pandemic on the company's operations, with a particular focus on its effect on the company's investments.

The directors do not consider this to be cause for material uncertainty in respect of the company's ability to continue as a going concern. The company has adapted well, successfully employing contingency plans, and the directors consider that the company has sufficient financial resources to continue for the foreseeable future, despite the current crisis.

Notes to the financial statements

For the year ended 31 March 2020

2. Accounting policies (continued)

2.4 Revenue

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. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.7 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of income and retained earnings.

Notes to the financial statements

For the year ended 31 March 2020

2. Accounting policies (continued)

2.7 Financial instruments (continued)

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.8 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.9 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the year-end date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The directors do not consider that there were any significant areas of estimation uncertainty or application of judgement.

4. Analysis of revenue

The whole of the revenue is attributable to the one principal activity of the company.

All revenue arose within the United Kingdom.

Notes to the financial statements

For the year ended 31 March 2020

5. Auditor's remuneration

	2020 £	2019 £
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	<u>1,850</u>	<u>1,850</u>
Fees payable to the company's auditor and its associates in respect of:		
Taxation compliance services	650	650
All other non-audit services not included above	<u>500</u>	<u>500</u>

6. Staff costs

The company had no employees other than directors (2019: none).

During the year ended 31 March 2020, remuneration in respect of directors was £nil (2019: £nil).

7. Taxation

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2019 - higher than) the standard rate of corporation tax in the UK of 19% (2019 - 19%). The differences are explained below:

	2020 £	2019 £
Profit/(loss) on ordinary activities before tax	<u>2,721</u>	<u>(16,422)</u>
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 - 19%)	517	(3,120)
Effects of:		
Deferred tax not recognised	-	2,792
Adjust closing deferred tax to average rate of 19%	-	328
Utilisation of tax losses	(517)	-
Total tax charge for the year	<u>-</u>	<u>-</u>

Notes to the financial statements

For the year ended 31 March 2020

7. Taxation (continued)

Factors that may affect future tax charges

The government had enacted legislation to keep the corporation tax rate at 19% until 31 March 2020 and to reduce it to 17% from 1 April 2020. However, on 17 March 2020 the government substantively enacted legislation to maintain the corporation tax rate at 19% until 31 March 2021. The government has also proposed legislation that will maintain the corporation tax rate at 19% from 1 April 2021 onward.

At 31 March 2020, a deferred taxation asset of £2,498 has not been recognised in the accounts due to the uncertainty over future profits.

8. Debtors

	2020 £	2019 as restated £
Other debtors	3,101	-
	<u>3,101</u>	<u>-</u>

9. Cash and cash equivalents

	2020 £	2019 as restated £
Cash at bank and in hand	9,549	6,974
	<u>9,549</u>	<u>6,974</u>

10. Creditors: amounts falling due within one year

	2020 £	2019 as restated £
Trade creditors	3,063	4
Amounts owed to group undertakings	6,865	3,852
Other creditors	-	117
Accruals and deferred income	-	3,000
	<u>9,928</u>	<u>6,973</u>

Notes to the financial statements

For the year ended 31 March 2020

11. Share capital

	2020	2019
	£	£
Allotted, called up and fully paid		
1 Ordinary share of £1 each	1	1
	<u>1</u>	<u>1</u>

12. Prior year adjustment

In the financial statements for the year ended 31 March 2019, the other debtors balance was overstated by £6,702 due to the inclusion of cash at bank and in hand. After consideration of the classification in the current year the company considered it to be more appropriate to classify this as cash at bank and in hand. An adjustment has been made to reclassify this, resulting in the disclosure of the cash at bank and in hand balance within the Statement of financial position.

As a result of this adjustment, the net debtor balance of (£117) was moved to other creditors. This adjustment is presentational only.

13. Contingent liabilities

There were no contingent liabilities at 31 March 2020 or 31 March 2019.

14. Capital commitments

The company had no capital commitments at 31 March 2020 or 31 March 2019.

15. Related party transactions

The company has taken advantage of the exemption to disclose related party transactions with other group companies conferred by FRS 102 paragraph 33.1A "Related party disclosures" on the basis that it is a wholly owned subsidiary and group accounts are prepared, which include the company.

There were no other related party transactions.

16. Controlling party

The immediate and ultimate parent company is FSE C.I.C. A copy of the consolidated accounts of FSE C.I.C. can be obtained from The Registrar of Companies.

The largest and smallest group in which the company's accounts are consolidated is headed by FSE C.I.C, whose registered office address is Riverside House, 4 Meadows Business Park, Station Approach, Blackwater, Surrey, GU17 9AB.