

V12 Personal Finance Limited
Annual report and financial statements
for the year ended 31 December 2019

Registered Number 05418233

SATURDAY



A9EUVX2A

A17

03/10/2020

#205

COMPANIES HOUSE

Contents

1	Directors' report
3	Statement of Directors' responsibilities
4	Statement of comprehensive income
5	Statement of financial position
6	Statement of changes in equity
7	Statement of cash flows
8	Notes to the financial statements
12	Corporate contacts & advisers

Director's Report

The Directors present their report and the financial statements for the year ended 31 December 2019. The Directors have taken advantage of the small companies' exemption under section 414B of the Companies Act 2006 with regards to the preparation of a Strategic report. As such, no report has been prepared for the year ended 31 December 2019. Furthermore, the Directors have also taken advantage of the exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Principal activity and business review

V12 Personal Finance Limited ("the Company") was dormant and did not trade during the year.

Results for the year

The Company made neither a profit nor a loss in both 2019 and 2018; a Statement of Comprehensive Income is set out on page 4. The Directors do not consider there to be any change in the principal activity in the ensuing year. The Directors do not recommend the payment of a dividend (2018: £nil).

Directors serving during the year

N J Davies

P A Lynam

J M Bowers

Directors' interests

Of the Directors holding office at 31 December 2019, P A Lynam is a director of Secure Trust Bank PLC, the ultimate parent company. His interest in the share capital of that company is shown in the Directors' report of that company's 2019 annual report and accounts. During the year the Directors were awarded the following options over shares in Secure Trust Bank PLC and paid under long term incentive schemes:

	1 January 2019	Granted during the year	31 December 2019
	Number	Number	Number
N J Davies			
2017 Long term incentive plan share scheme	15,359	7,987	23,346
2017 Sharesave scheme	1,364	-	1,364
	16,723	7,987	24,710

	1 January 2019	Granted during the year	31 December 2019
	Number	Number	Number
J M Bowers			
2017 Long term incentive plan share scheme	7,226	6,389	13,615

Details of the scheme are shown in Secure Trust Bank PLC's 2019 annual report and accounts. No director had a beneficial interest in shares of the Company during the year.

Third party indemnity provisions

The Directors of the Company have an insurance policy in place to provide them with indemnity cover. This policy was in force during the financial period and also at the date of approval of these financial statements.

Risk management

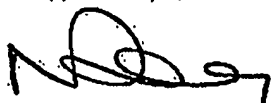
The Company regards the monitoring and controlling of risks as a fundamental part of the management process. Consequently, senior management are involved in the development of risk management policies and in monitoring their application. The Company's overall approach to managing internal control and financial reporting is described in Note 3.

Director's Report

Going concern

The ultimate parent company, Secure Trust Bank PLC has agreed that it will continue to provide the Company with financial and non-financial support for a period of at least 12 months from the date of approval of the financial statements. The Directors are satisfied that the ultimate parent company has the ability to provide financial support when necessary, and the Company is a key part of the Group's overall business activities. The Company was included as part of the Group's stress testing exercise in assessing the potential impact of COVID-19, covering capital and liquidity. Further details of this can be found on page 51 of Secure Trust Bank PLC Annual Report & Accounts. Secure Trust Bank PLC updated these assessments as at 30 June 2020, taking account of actual results to date and the passage of time, in order to demonstrate the continued adoption of the 'going concern' basis. For this reason, the Directors continue to adopt the going concern basis in preparing these financial statements. The Directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

Approved by the Board and signed on its behalf



N J Davies

Director

30 September 2020

Statement of Directors' responsibilities

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU) and applicable law.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently
- make judgments and estimates that are reasonable and prudent
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information
- state whether they have been prepared in accordance with IFRSs as adopted by the EU
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

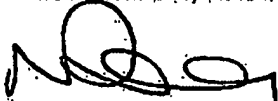
The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies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

Under applicable law and regulations, the Directors are also responsible for preparing a Directors' Report that complies with that law and those regulations.

We confirm that to the best of our knowledge:

- The financial statements, prepared in accordance with IFRS as adopted by the European Union, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company taken as a whole.

This responsibility statement was approved by the Board of Directors on 30 September 2020 and is signed on their behalf by:



N J Davies
Director

Statement of comprehensive income

		Year ended 31 December 2019 £000	Year ended 31 December 2018 £000
	Note		
Profit before income tax		-	-
Profit for the year		-	-
Profit attributable to:			
Equity holders of the Company		-	-
Total comprehensive income attributable to:			
Equity holders of the Company		-	-

The Company has no other recognised gains or losses hence a Statement of Other Comprehensive Income has not been prepared.

The notes on pages 8 to 11 are an integral part of these financial statements

Statement of financial position

		At 31 December	
	Note	2019 £000	2018 £000
ASSETS			
Cash at bank	6	1	1
Total assets		1	1
EQUITY AND LIABILITIES			
Liabilities			
Other liabilities	7	29	29
Total liabilities		29	29
Equity attributable to owners of the parent			
Share capital	8	-	-
Retained earnings		(28)	(28)
Total equity		(28)	(28)
Total equity and liabilities		1	1

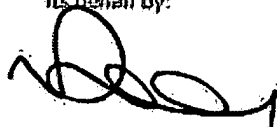
For the year ending 31 December 2019 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 4 to 11 were approved by the Board of Directors on 30 September 2020 and were signed on its behalf by:



N J Davies
Director

Company number: 05418233

The notes on pages 8 to 11 are an integral part of these financial statements

Statement of changes in equity

	Share capital £000	Retained earnings £000	Total £000
Balance at 1 January 2018	-	(28)	(28)
Total comprehensive income for the period	-	-	-
Result for the year ended 31 December 2018	-	-	-
Total comprehensive income for the period	-	-	-
Balance at 31 December 2018	-	(28)	(28)
Total comprehensive income for the period	-	-	-
Result for the year ended 31 December 2019	-	-	-
Total comprehensive income for the period	-	-	-
Balance at 31 December 2019	-	(28)	(28)

The notes on pages 8 to 11 are an integral part of these financial statements

Statement of cash flows

	Year ended 31 December 2019 £000	Year ended 31 December 2018 £000
Cash flows from operating activities		
Result for the year	-	-
Income tax	-	-
Cash flows from operating losses before changes in operating assets and liabilities	-	-
Changes in operating assets and liabilities:		
- net decrease in other assets	-	-
- net decrease in other liabilities	-	-
Net cash flow from operating activities	-	-
Net cash flow from investing activities	-	-
Net cash flow from financing activities	-	-
Net decrease in cash and cash equivalents	-	-
Cash and cash equivalents at 1 January	1	1
Cash and cash equivalents at 31 December	1	1

The notes on pages 8 to 11 are an integral part of these financial statements

Notes to the financial statements

1. Accounting policies

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

1.1 Reporting entity

V12 Personal Finance Limited is a private company limited by shares and incorporated and domiciled in England and Wales in the United Kingdom. The registered address of the Company is One Arleston Way, Solihull, West Midlands, B90 4UH.

1.2 Basis of presentation

The Company's financial statements have been prepared in accordance with IFRSs (as adopted and endorsed by the EU), IFRIC Interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared under the historical cost convention and are presented in pounds sterling, which is the Company's functional and presentational currency.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements.

The Directors have assessed, in the light of current and anticipated economic conditions, the Company's ability to continue as a going concern. The Company's ultimate parent company, Secure Trust Bank PLC, has agreed to continue to provide financial and other support to the Company for the foreseeable future. For this reason, the Directors continue to adopt the 'going concern' basis for preparing accounts.

1.3 IFRS 16 Leases

IFRS 16 'Leases', a new standard which replaces IAS 17 'Leases' and associated Interpretations, is effective for annual periods beginning on or after 1 January 2019. The new standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the customer ('lessee') and the supplier ('lessor'). It replaces the previous leases standard, IAS 17 'Leases', and related interpretations.

As the Company is not a lessee under any leases, and lessor accounting remains unchanged from IAS 17, the new standard had no impact on the financial statements of the Company.

1.4 Cash and cash equivalents

For the purposes of the Statement of Cash Flows, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash, loans and advances to banks and bank overdrafts.

1.5 Income taxation

Current income tax which is payable on taxable profits is recognised as an expense in the period in which the profits arise. Income tax recoverable on tax allowable losses is recognised as an asset only to the extent that it is regarded as recoverable by offset against current or future taxable profits.

1.6 Critical accounting judgements and key sources of estimation uncertainty

There are no critical accounting judgements and key sources of estimation uncertainty that have any impact on either the financial result for the year or the Statement of financial position as at 31 December 2019.

Notes to the financial statements

2. Maturity analysis of assets and liabilities

The table below shows the undiscounted maturity analysis of the Company's financial assets and liabilities as at 31 December 2019:

At 31 December 2019	Due within one year £000	Due after more than one year £000	Total £000
ASSETS			
Cash at bank	1	-	1
Total assets	1	-	1
LIABILITIES			
Other liabilities	29	-	29
Total liabilities	29	-	29

The table below shows the undiscounted maturity analysis of the Company's financial assets and liabilities as at 31 December 2018:

At 31 December 2018	Due within one year £000	Due after more than one year £000	Total £000
ASSETS			
Cash at bank	1	-	1
Total assets	1	-	1
LIABILITIES			
Other liabilities	29	-	29
Total liabilities	29	-	29

3. Financial risk management

Strategy

The Directors and senior management of the Company have formally adopted a Risk and Controls Policy which sets out the Board's attitude to risk and internal controls. Key risks identified by the Directors are formally reviewed and assessed at least once a year by the Board, in addition to which key business risks are identified, evaluated and managed by operating management on an ongoing basis by means of procedures such as physical controls, credit and other authorisation limits and segregation of duties. The Board also receives regular reports on any risk matters that need to be brought to its attention. Significant risks identified in connection with the development of new activities are subject to consideration by the Board. The Company is not exposed to Credit, Market or Liquidity risks.

4. Operating expenses

The Company had no employees during 2019 (2018: none).

The Company did not incur any expenses during the year (2018: £nil).

The audit fees for 2018 were £1,000, and were borne by the intergroup company V12 Retail Finance Limited, which made no recharge to the Company. The Directors have taken advantage of the exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies, and therefore have not incurred audit fees for 2019.

Notes to the financial statements

5. Employee information

The Company had no employees during 2019 (2018: none).

The Directors' emoluments of P A Lynam and J M Bowers were paid by the Company's ultimate parent company Secure Trust Bank PLC. The Directors' emoluments of N J Davies were paid by the intergroup company V12 Retail Finance Limited. Neither company made recharges to the Company for their services.

6. Cash at bank

The cash at bank represents monies placed on non-interest bearing deposit with the Company's Principal Banker which are repayable on demand. The Directors consider that the fair value is equal to the carrying value.

7. Other liabilities

	2019	2018
	£000	£000
Amounts due to the ultimate parent company	29	29
	29	29

Amounts due to the ultimate parent company

Amounts due to the ultimate parent company do not bear any interest, have no fixed date for repayment and are therefore technically repayable on demand. They are accounted for as financial liabilities, measured at amortised cost and the fair value is not considered to be significantly different from the carrying value.

8. Share capital

	Number of shares	Share capital
		£000
At 31 December 2018 and at 31 December 2019	1	-

There was no movement in the issued share capital in the current or prior year. The total number of ordinary shares in issue at 31 December 2018 and 31 December 2019 was 1 with a par value of £1 per share (2018: £1 per share). The issued share is fully paid.

9. Related party transactions

There were no related party transactions during the year (2018: £nil).

Amounts due to related companies are shown in note 7.

10. Immediate and ultimate parent company

The ultimate parent company is Secure Trust Bank PLC. A copy of the financial statements of Secure Trust Bank PLC may be obtained from Secure Trust Bank PLC, One Arleston Way, Solihull, West Midlands, B90 4LH.

The immediate parent company is V12 Finance Group Limited. A copy of the financial statements of V12 Finance Group Limited may be obtained from V12 Finance Group Limited, One Arleston Way, Solihull, West Midlands, B90 4LH.

Notes to the financial statements

11. Post balance sheet event

The outbreak of COVID-19 and its impact on the global and UK economies is considered to be a non-adjusting event, as at the balance sheet date, the scale of the outbreak remained limited and therefore there was not sufficient information available to have caused changes to the assumptions applied to the financial position as at 31 December 2019. The full impact of the outbreak is currently uncertain and therefore the financial impact on the Company, which will depend upon the extent of the economic downturn, cannot be reliably estimated.

In assessing its viability, Secure Trust Bank PLC (as a group) undertook specific stress testing which considered the potential impact of the outbreak on profitability and liquidity levels. These tests considered two core scenarios, whereby the economy shows a significant fall in GDP and increase in unemployment prior to recovery. The more severe scenario assumed unemployment to peak at over 10%. The scenarios were subject to a range of sensitivities, including even higher unemployment rates and a more prolonged period of poor economic conditions prior to recovery. These assessments were updated as at 30 June 2020, taking account of actual results to date and the passage of time, in order to demonstrate the continued adoption of the 'going concern' basis. A consequence of this impact is that the Company will continue to be dependent on Secure Trust Bank PLC for liquidity. Secure Trust Bank PLC has the ability and has agreed to continue to provide financial and other support to the Company for the next 12 months to enable it to continue in operation.

Corporate contacts & advisers

Secretary & Registered Office

G Healy-Thames
One Arleston Way
Solihull
West Midlands
B90 4LH
T 0121 693 9100
F 0121 693 9124

Principal Bankers

Barclays Bank PLC
38 Hagley Road
Edgbaston
Birmingham
B16 8NY

National Westminster Bank plc

City of London Office
1 Princess Street
London
EC2R 8PA