

Lloyds Bank General Leasing (No.11) Limited

Annual report and financial statements
for the year ended 30 September 2020

Registered office

25 Gresham Street
London
EC2V 7HN

Registered number

05452927

Current directors

L F C Dorey
C G Dowsett
G A Fox

Company Secretary

Lloyds Secretaries Limited

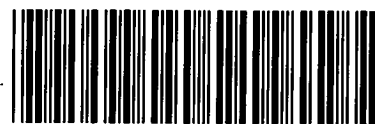
Member of Lloyds Banking Group

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Directors' report

For the year ended 30 September 2020.

The Directors present their annual report and the audited financial statements of Lloyds Bank General Leasing (No.11) Limited ("the Company") for the year ended 30 September 2020.

The Company qualifies as a small company in accordance with sections 381-382 of the Companies Act 2006 (the "Act"). The Directors' report has therefore been prepared taking into consideration the provisions of Part 15 of the Act.

General information

The Company is a private company limited by shares, incorporated and domiciled in England and Wales, United Kingdom (registered number: 05452927).

Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are managed within the framework established for the Group and are not managed separately for the Company. Further details of the Company's and Group's risk management policy are contained in note 14 to the financial statements.

In the context of operational resilience, the Company continues to assess the risks associated with the current global health issue COVID-19 and continues to monitor its impact. The directors assess this event to have no impact on the financial position of the Company.

Business review

During the year, the principal activity of the Company was the holding of call option agreements under which it may be required to acquire assets at a future date.

The results of the Company show a result before taxation of £nil (2019: £1,000 loss) for the year as set out in the Statement of comprehensive income on page 3.

The Company has a net deficit in shareholders equity of £771,000 (2019: £771,000).

The Company is funded entirely by other companies within the Lloyds Banking Group ("the Group").

Key performance indicators ("KPIs")

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business. KPIs are monitored and reported at a divisional level.

Future outlook

The Company is part of the wider Lloyds Banking Group, and, at that level, consideration of many of the potential implications following the UK's vote to leave the European Union ("EU") has been undertaken. Work continues to assess the impact of EU exit at the level of the Lloyds Banking Group, as well as for the Company, upon customers, colleagues and products. This assessment includes all legal, regulatory, tax, finance and capital implications.

Employees

The Company has no direct employees (2019: nil). All staff are employed by other group undertakings and no staff costs are recharged to the Company.

Dividends

The directors did not authorise or pay any dividends during the year (2019: £nil).

Directors

The current directors of the Company are shown on the front cover.

There have been no changes to directors between the beginning of the reporting year and the approval of the Annual report and financial statements.

No director had any interest in any material contract or arrangement with the Company during or at the end of the year.

Directors' report (continued)

For the year ended 30 September 2020

Going Concern

The financial statements have been prepared on a going concern basis. There is a net liability position of £771,000 (2019: £771,000).

The Company is covered by the letter of support from the Group dated 19 February 2020 that covers Lloyds Bank plc, and all its subsidiaries, which confirms that any additional liabilities will be borne by the ultimate parent company if required.

As a result, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In reaching this assessment, the Directors have considered the implications of the COVID-19 pandemic upon Company's performance, projected funding and capital position. Accordingly they continue to adopt the going concern basis in preparing the Annual report and financial statements.

Directors' indemnities

Lloyds Banking Group plc has granted to the Directors of the Company, a deed of indemnity through deed poll which constituted 'qualifying third party indemnity provisions' for the purposes of the Companies Act 2006. The deed was in force during the whole of the financial year and at the date of approval of the financial statements. The indemnity remains in force for the duration of a Director's period of office. The deed indemnifies the Directors to the maximum extent permitted by law. The Deed for existing Directors is available for inspection at the registered office of Lloyds Banking Group plc. In addition, the Group has in place appropriate directors and officers liability insurance cover which was in place throughout the financial year.

Statement of directors' responsibilities

The Directors are responsible for preparing the Annual report and 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 disclosure of information to auditors

In accordance with Section 418 of the Companies Act 2006, in the case of each director in office at the date the Directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

PricewaterhouseCoopers LLP are deemed to be re-appointed as auditors under section 487(2) of the Companies Act 2006.

Approved by the board of directors and signed on its behalf by:



C G Dowsett

Director

16 December 2020

Statement of comprehensive income

For the year ended 30 September 2020

	Note	2020 £'000	2019 £'000
Fee income	4	48	47
Transaction costs	5	(48)	(47)
Finance costs	6	-	(1)
Result/(loss) before tax	7	-	(1)
Taxation	8	-	-
Result/(loss) after tax and total comprehensive expense		-	(1)

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

Balance sheet

As at 30 September 2020

	Note	2020 £'000	2019 £'000
ASSETS			
Deferred transaction costs	10	13	61
Total assets		13	61
LIABILITIES			
Amounts due to group undertakings	9	771	771
Deferred transaction income	11	13	61
Total liabilities		784	832
EQUITY			
Share capital	12	-	-
Accumulated losses		(771)	(771)
Total equity		(771)	(771)
Total equity and liabilities		13	61

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

The financial statements were approved by the Board of directors and were signed on its behalf by:



C G Dowsett
Director
16 December 2020

Statement of changes in equity

For the year ended 30 September 2020

	Share capital £'000	Accumulated losses £'000	Total equity £'000
Balance at 1 October 2018	-	(770)	(770)
Comprehensive income			
Loss for the year	-	(1)	(1)
Total comprehensive income	-	(771)	(771)
Balance at 30 September 2019	-	(771)	(771)
Comprehensive income			
Result for the year	-	-	-
Total comprehensive income	-	-	-
Balance at 30 September 2020	-	(771)	(771)

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

Cash flow statement

For the year ended 30 September 2020

	Note	2020 £'000	2019 £'000
Result/(loss) before tax		-	(1)
Adjustments for:			
Amortisation of transaction costs		48	47
Amortisation of deferred fee income		(48)	(47)
Operating cash flows before movements in working capital		-	(1)
Decrease in receivables		48	47
Decrease in payables		(48)	(47)
Cash used in operations		-	(1)
Net cash used in operating activities		-	(1)
Cash flows used in financing activities			
Decrease in bank borrowings		(69)	(69)
Net cash used in financing activities		(69)	(69)
Decrease in cash and cash equivalents		(69)	(70)
Cash and cash equivalents at beginning of year		(684)	(614)
Cash and cash equivalents at end of year		(753)	(684)
Cash and cash equivalents comprise			
Bank overdraft	9	(753)	(684)
Total cash and cash equivalents		(753)	(684)

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

Notes to the financial statements

For the year ended 30 September 2020

1. Basis of preparation

These financial statements have been prepared in accordance with applicable IFRSs as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRSs. IFRSs comprise accounting standards prefixed IFRS issued by the International Accounting Standards Board ("IASB") and those prefixed IAS issued by the IASB's predecessor body, as well as interpretations issued by the IFRS Interpretations Committee ("IFRS IC") and its predecessor body.

The financial information has been prepared under the historical cost convention, as modified for derivative contracts held at fair value through other comprehensive income. As stated below, the directors consider that it is appropriate to adopt the going concern basis in preparing the financial statements.

In preparation of these financial statements the Balance sheet has been arranged in order of liquidity.

No new IFRS pronouncements have been adopted in these financial statements.

Details of those pronouncements which will be relevant to the Company but which were not effective at 30 September 2020 and which have not been applied in preparing these financial statements are given in note 15. No standards have been early adopted.

The financial statements have been prepared on a going concern basis. There is a net liability position of £771,000 (2019: £771,000).

The Company is covered by the letter of support from the Group dated 19 February 2020 that covers Lloyds Bank plc, and all its subsidiaries, which confirms that any additional liabilities will be borne by the ultimate parent company if required.

As a result, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In reaching this assessment, the Directors have considered the implications of the COVID-19 pandemic upon Company's performance, projected funding and capital position. Accordingly they continue to adopt the going concern basis in preparing the Annual report and financial statements.

2. Accounting policies

The Company's accounting policies are set out below. These accounting policies have been applied consistently.

2.1 Income recognition

Income and expense from financial instruments

Interest income and expense are recognised in the Statement of comprehensive income for all interest bearing financial instruments using the effective interest rate method. The effective interest rate method is a method of calculating the amortised cost of a financial asset or liability and of allocating the interest income or interest expense to a period of account. The effective interest rate is the rate that discounts the estimated future cash payments or receipts over the expected life of the instrument to the net carrying amount of the financial asset or financial liability.

Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognised on the net lending balance using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

2.2 Financial assets and liabilities

Financial assets comprise Amounts due from group undertakings. Financial liabilities comprise Amounts due to group undertakings.

On initial recognition, financial assets are measured at fair value. These are subsequently classified as measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss, depending on the Company's business model for managing the financial assets and whether the cash flows represent solely payments of principal and interest. The Company assesses its business models at a portfolio level based on its objectives for the relevant portfolio, how the performance of the portfolio is managed and reported, and the frequency of asset sales. The Company reclassifies financial assets when and only when its business model for managing those assets changes.

Notes to the financial statements (continued)

For the year ended 30 September 2020

2. Accounting policies (continued)

2.2 Financial assets and liabilities (continued)

A reclassification will only take place when the change is significant to the Company's operations and will occur at a portfolio level and not for individual instruments; reclassifications are expected to be rare.

Financial assets are derecognised when the contractual right to receive cash flows from those assets has expired or when the Company has transferred its contractual right to receive the cash flows from the assets and either: substantially all of the risks and rewards of ownership have been transferred; or the Company has neither retained nor transferred substantially all of the risks and rewards, but has transferred control.

Financial liabilities are derecognised when the obligation is discharged, cancelled or expires.

2.3 Transaction costs and transaction fees

Transaction costs and fees relating to future activities are recognised at cost and amortised on a straight line basis over the life of the related transaction. Transaction costs not related to future activities are expensed to the Statement of comprehensive income when incurred.

2.4 Cash and cash equivalents

For the purposes of the Cash flow statement, cash and cash equivalents comprise cash and amounts due from banks with original maturities of less than three months.

2.5 Foreign currency translation

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in pounds sterling, which is the Company's functional and presentation currency.

2.6 Taxation

Tax expense comprises current tax. Current tax is charged or credited in the Statement of comprehensive income except to the extent that the tax arises from a transaction or event which is recognised, in the same or a different period, outside the Statement of comprehensive income (either in other comprehensive income, directly in equity, or through a business combination), in which case the tax appears in the same statement as the transaction that gave rise to it.

Current tax is the amount of corporate income taxes expected to be payable or recoverable based on the profit for the period as adjusted for items that are not taxable or not deductible, and is calculated using tax rates and laws that were enacted or substantively enacted at the Balance sheet date.

Current tax includes amounts provided in respect of uncertain tax positions when management expects that, upon examination of the uncertainty by Her Majesty's Revenue and Customs (HMRC) or other relevant tax authority, it is more likely than not that an economic outflow will occur. Provisions reflect management's best estimate of the ultimate liability based on their interpretation of tax law, precedent and guidance, informed by external tax advice as necessary. Changes in facts and circumstances underlying these provisions are reassessed at each Balance sheet date, and the provisions are re-measured as required to reflect current information.

2.7 Share capital

Shares are classified as equity when there is no obligation to transfer cash or other assets. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction from the proceeds, net of tax. Dividends on ordinary shares are recognised as a reduction in equity in the period in which they are paid.

Notes to the financial statements (continued)

For the year ended 30 September 2020

3. Critical accounting estimates and judgements

The preparation of the Company's financial statements in accordance with IFRS requires management to make judgements, estimates and assumptions in applying the accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Due to the inherent uncertainty in making estimates, actual results reported in future periods may be based upon amounts which differ from those estimates. Estimates, judgements and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

In the course of preparing the financial statements, no critical judgements have been made in the process of applying the Company's accounting policies, other than those involving estimations which are disclosed separately below.

The following are critical accounting estimates that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Contingent commitment

The Company entered into a call option agreement where the Company may be required to acquire trains from Arriva International Trains (Leasing) Limited. The Company has disclosed this commitment in note 16 based on the maximum amount it would be required to pay if the option is exercised.

4. Fee income

	2020 £'000	2019 £'000
Finance lease income	48	47
	48	47

Fee income represents a structuring fee relating to advice in connection with certain leasing arrangements under which the Company has acquired call options exercisable in January 2021. The structuring fees have been deferred and amortised to the Statement of comprehensive income on a straight line basis over the related lease term. The unamortised fee income is included within deferred fee income in the Balance sheet.

5. Transaction costs

	2020 £'000	2019 £'000
Option fee amortisation	48	47
	48	47

The Company incurred costs relating to the purchase of options on various lease equipment currently leased to third parties. The total cost incurred was £684,000 which is being amortised over the life of the options which expire in 2021. The unamortised cost is included within deferred transaction costs in the Balance sheet.

6. Finance costs

	2020 £'000	2019 £'000
Interest payable on bank loans and overdrafts to other group companies	-	1
	-	1

Notes to the financial statements (continued)

For the year ended 30 September 2020

7. Result/(loss) before tax

Fees payable to the Company's auditors for the audit of the financial statements of £4,500 (2019: £4,500) have been borne by the ultimate parent Company and are not recharged to the Company.

The Company has no employees (2019: nil).

The Directors, who are considered to be key management, received no remuneration in respect of their services to the Company. The emoluments of the Directors are paid by a fellow Group undertaking on behalf of the ultimate parent, Lloyds Banking Group plc, which makes no recharge to the Company. The Directors are also directors of a number of other subsidiaries of the Group and are also substantially engaged in managing their respective business areas within the Group. Given this, it is not possible to make an accurate apportionment of Directors' emoluments in respect of their services to each of the subsidiaries. Accordingly, these financial statements include no emoluments in respect of the Directors.

8. Taxation

	2020 £'000	2019 £'000
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a) Analysis of (charge)/credit for the year

UK corporation tax:

- Current tax payable on taxable loss for the year	-	-
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Current tax credit	-	-
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Corporation tax is calculated at a rate of 19.00% (2019: 19.00%) of the taxable result for the year:

b) Factors affecting the tax credit for the year

A reconciliation of the credit that would result from applying the standard UK corporation tax rate to the result/(loss) before tax to the actual tax credit for the year is given below:

	2020 £'000	2019 £'000
Result/(loss) before tax	-	(1)
Tax credit thereon at UK corporation tax rate of 19.00% (2019: 19.00%)	-	-
Tax credit on result/(loss) on ordinary activities	-	-
Effective rate	-	-

9. Amounts due to group undertakings

	2020 £'000	2019 £'000
Bank borrowings	18	87
Bank overdraft	753	684
	771	771

Bank borrowings are unsecured, interest bearing and payable on maturity (note 13).

Bank overdrafts are unsecured, non interest bearing and payable on demand (note 13).

Notes to the financial statements (continued)

For the year ended 30 September 2020

10. Deferred transaction costs

	2020 £'000	2019 £'000
At beginning of year	61	108
Amortisation to Statement of comprehensive income	(48)	(47)
At the end of the year	13	61
Analysed as:		
Due within 1 year	13	48
Due after 1 year but no later than 2 years	-	13
	13	61

11. Deferred transaction income

	2020 £'000	2019 £'000
At beginning of year	61	108
Amortisation to Statement of comprehensive income	(48)	(47)
At the end of the year	13	61
Analysed as:		
Due within 1 year	13	48
Due after 1 year but no later than 2 years	-	13
	13	61

12. Share capital

	2020 £	2019 £
Allotted, issued and fully paid		
100 (2019:100) ordinary shares of £1 each	100	100

The Company's objectives when managing capital are to safeguard the entity's ability to continue as a going concern, provide an adequate return to its shareholder through pricing products and services commensurately with the level of risk and, indirectly, to support the Group's regulatory capital requirements.

The Company's parent manages the Company's capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company's parent may adjust the amount of dividends to be paid to the shareholder, return capital to the shareholder, issue new shares, or enter into debt financing.

The Company's capital comprises all components of equity, movements in which appear in the Statement of changes in shareholder's equity.

13. Related party transactions

The Company's immediate parent company is Lloyds Bank Leasing Limited. The Company regarded by the directors as the ultimate parent company and ultimate controlling party is Lloyds Banking Group plc, a limited liability company incorporated and domiciled in Scotland, which is also 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. Lloyds Bank plc is the parent company of the smallest such group of undertakings. Copies of the group financial statements may be downloaded via www.lloydsbankinggroup.com.

The Company's related parties include other companies in the Group and the Company's key management personnel. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, which is determined to be the Company's directors, who are listed on the cover of these financial statements.

Notes to the financial statements (continued)

For the year ended 30 September 2020

13. Related party transactions (continued)

A summary of the outstanding balances at the year end and the related income and expense for the year are set out below.

				2020 £'000	2019 £'000
Amounts due to group undertakings					
Nature of transaction	Related party	Repayment	Interest		
Bank borrowings	Lloyds Bank plc	30/10/2020	0.045%	18	87
Bank overdraft	Lloyds Bank plc	No fixed date	N/A	753	684
Total amounts due to group undertakings (note 9)				771	771

There were no doubtful debts or bad debt expenses relating to the above balances incurred during the year.

The Company paid interest on bank borrowings of £nil (2019: £1,000) on which interest rates of between 0.05% and 0.72% (2019: 0.71% and 0.73%) were charged. Bank borrowings are not guaranteed and there are no inter-company guarantees in place.

The Company received taxation of £nil (2019: £nil) during the year to fellow subsidiary undertakings.

The registered offices of related parties are noted below:

Related party	Related party relationship	Registered address
Lloyds Bank Leasing Limited	Immediate parent company	25 Gresham Street, London EC2V 7HN
Lloyds Bank plc	Intermediate parent company	25 Gresham Street, London EC2V 7HN

14. Financial risk management

The Company's operations expose it to credit risk, liquidity risk, market risk and interest rate risk; it is not exposed to any significant foreign exchange risk. Responsibility for the control of overall risk lies with the Board of directors, operating within a management framework established by Lloyds Banking Group, and the ultimate parent, Lloyds Banking Group plc.

14.1 Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. The credit risk associated with trade receivables is managed through the application of strict underwriting criteria, determined by the Group's credit committee and credit functions. Significant credit exposures are measured and reported on a regular basis.

The Company had no financial assets at 30 September 2019 or 2020 as such the Company has no exposure to credit risk.

14.2 Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its obligations as they fall due.

The Company is funded entirely by companies within the Group.

The liquidity profile of financial liabilities at the year end was as follows:

As at 30 September 2020

	On demand £'000	Up to 1 month £'000	1-3 months £'000	3-12 months £'000	1-5+ years £'000	Total £'000
Bank borrowings	-	18	-	-	-	18
Bank overdraft	753	-	-	-	-	753
	753	18	-	-	-	771

As at 30 September 2019

	On demand £'000	Up to 1 month £'000	1-3 months £'000	3-12 months £'000	1-5+ years £'000	Total £'000
Bank borrowings	-	87	-	-	-	87
Bank overdraft	684	-	-	-	-	684
	684	87	-	-	-	771

Notes to the financial statements (continued)

For the year ended 30 September 2020

14. Financial risk management (continued)

14.3 Interest rate risk

Interest rate risk is the risk that the future cash flows and fair values of a financial instrument may fluctuate because of changes in market interest rates.

The Company has no exposure to variable rate financial assets and liabilities.

Interest rate risk - sensitivity analysis

The sensitivity analysis is based on the Company's Amounts due to group undertakings and takes account of movement in the Bank of England base rate which is the basis for the interest rate on intercompany balances. A 0.25% increase or decrease is used to assess the possible change in Interest expense. This rate is appropriate as the Bank of England base rate generally increases or decreases in increments of 0.25%.

Based on the balance sheet carrying values a +/- 25 basis point change in interest rates will increase/reduce the finance cost by an insignificant amount.

14.4 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company's transactions are all denominated in pounds sterling and as such the Company has no exposure to foreign currency risk.

15. Future developments

The following pronouncement is not applicable for the year ending 30 September 2020 and has not been applied in preparing these financial statements. Save as disclosed below, the impact of these accounting changes is still being assessed by the Company and reliable estimates cannot be made at this stage.

With the exception of certain minor amendments, as at the date of signing these financial statements these pronouncements have been endorsed by the EU.

Minor amendments to other accounting standards

The IASB has issued a number of minor amendments to IFRSs effective 1 January 2020 (including IAS 1 Presentation of Financial Statements). These amendments are not expected to have a significant impact on the Company.

16. Contingent commitment

As part of certain leasing arrangements of rail cars, the Company entered into two call option agreements on 30 September 2006 which, if exercised, would require the Company to acquire a fleet of rail cars. The exercise date of the call options is 4 January 2021 with a total exercise price of €73.5 million. If the options were to be exercised, funding would be provided by the intermediate parent.

The likelihood of the call options needing to be exercised has significantly reduced as the train operator has issued a formal notice on the 7 November 2018 confirming it will purchase the rail cars on maturity. The call options would therefore only be required if the train operator were to fail to perform its obligations.

Independent auditors' report to the members of Lloyds Bank General Leasing (No.11) Limited

Report on the audit of the financial statements

Opinion

In our opinion, Lloyds Bank General Leasing (No.11) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2020 and of its result 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 2020; the statement of comprehensive income, the cash flow statement, the statement of changes in equity for the year then ended; 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.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a 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 Directors' Report, 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.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 30 September 2020 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 Directors' Report.

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 2, 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

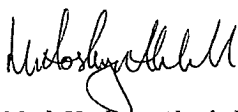
Under the Companies Act 2006 we are required to report to you if, in our opinion:

- 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.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Mark Hoskyns-Abrahall (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Edinburgh
18 December 2020