

REGISTERED NUMBER: 06436114 (England and Wales)

**Directors' Report and
Financial Statements
for the Year Ended 31 December 2017
for
Inspiredspaces STaG (ProjectCol) Limited**

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Inspiredspaces STaG (ProjectCo1) Limited

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for the year ended 31 December 2017**

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Inspiredspaces STaG (ProjectCo1) Limited

Company Information
for the year ended 31 December 2017

DIRECTORS:

K L Flaherty
K Edwards
P J Dixon
G E Hanson
S B Reid

REGISTERED OFFICE:

3 More London Riverside
London
SE1 2AQ

REGISTERED NUMBER:

06436114 (England and Wales)

AUDITOR:

KPMG LLP
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

Inspiredspaces STaG (ProjectCo1) Limited

Directors' Report for the year ended 31 December 2017

The directors present their report with the financial statements of the company for the year ended 31 December 2017.

PRINCIPAL ACTIVITY

The principal activities of the company are the design, redevelopment, financing and operation of schools and associated services under the Government's Building Schools for the Future scheme for a period of twenty-seven years pursuant to and in accordance with the terms of an agreement with the South Tyneside Council. This agreement together with a loan facilities agreement, a construction contract, a facilities management contract and other related contracts was signed on 21 December 2007. Construction of the schools commenced in December 2007 and was completed in October 2009.

REVIEW OF BUSINESS

The directors consider the performance of the company during the year, the financial position at the end of the year and its prospects for the future to be satisfactory.

The statement of comprehensive income set out on page 7 shows a profit for the financial year of £6,000 (2016: £38,000).

DIVIDENDS

The directors recommended the payment of an interim dividend of £20,000 (2016: £430,000).

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2017 to the date of this report.

K L Flaherty
K Edwards
G E Hanson

Other changes in directors holding office are as follows:

K J A Davison - resigned 1 February 2017
A D Hayday - resigned 31 March 2017
P J Dixon - appointed 1 January 2017
S B Reid - appointed 1 February 2017

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the company's strategy are subject to a number of risks. The key business risks affecting the company are considered to relate to cash flow management, facility management compliance and review of the insurance cover and lifecycle profile. The company is exposed to inflation risk as some of its operational costs are RPI linked. This risk is mitigated as an element of the company's availability income is also linked to RPI. The board is aware that the facilities management company Carillion Services Limited is in negotiation with its creditors. The board formally reviews risks and appropriate processes are put in place to mitigate them.

POST BALANCE SHEET EVENTS

On 15 January 2018, Carillion Plc and its subsidiary Carillion Services Limited entered compulsory liquidation. Carillion Services Limited were contracted to provide facilities management services for Inspiredspaces STaG (ProjectCo1) Limited. At the date of signing Amber Asset Management Limited, the management services provider have a plan in place to transition the contractual services to a new service provider. The impact of the change in facility management provider is not deemed to have a material impact on the project.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he/ she ought to have taken as a director to make himself/ herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.


Inspiredspaces STaG (ProjectCo1) Limited

**Directors' Report
for the year ended 31 December 2017**

AUDITOR

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

ON BEHALF OF THE BOARD:


.....
K L Flaherty - Director

Date: 14 JUNE 2018.....

Inspiredspaces STaG (ProjectCo1) Limited

Statement of Directors' Responsibilities for the year ended 31 December 2017

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 UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 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 and then apply them consistently;
- make judgements and 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- 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.

Independent Auditor's Report to the Members of Inspiredspaces STaG (ProjectCo1) Limited

Opinion

We have audited the financial statements of Inspiredspaces STaG (ProjectCo1) Limited ("the company") for the year ended 31 December 2017 which comprise the Statement of Comprehensive Income, Balance Sheet and Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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; or
 - the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.
- We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

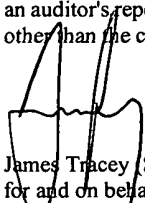
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

**Independent Auditor's Report to the Members of
Inspiredspaces STaG (ProjectCo1) Limited - continued**

The purpose of our audit work and to whom we owe our responsibilities

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



James Tracey (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditors
Chartered Accountants
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

Date: 18 June 2018.....

Inspiredspaces STaG (ProjectCo1) Limited

**Statement of Comprehensive Income
for the year ended 31 December 2017**

	Notes	2017 £'000	2016 £'000
TURNOVER		1,019	1,292
Cost of sales		<u>(916)</u>	<u>(1,165)</u>
GROSS PROFIT		103	127
OPERATING PROFIT	3	103	127
Interest receivable and similar income	4	<u>1,218</u>	<u>1,285</u>
		1,321	1,412
Interest payable and similar expenses	5	<u>(1,313)</u>	<u>(1,364)</u>
PROFIT BEFORE TAXATION		8	48
Tax on profit	6	<u>(2)</u>	<u>(10)</u>
PROFIT FOR THE FINANCIAL YEAR		6	38
OTHER COMPREHENSIVE INCOME			
Change in fair value of cash flow hedge		722	(1,007)
Income tax relating to other comprehensive income		<u>(123)</u>	<u>111</u>
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX		<u>599</u>	<u>(896)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u><u>605</u></u>	<u><u>(858)</u></u>

The notes form part of these financial statements

Inspiredspaces STaG (ProjectCo1) Limited (Registered number: 06436114)

Balance Sheet
31 December 2017

	Notes	2017 £'000	2016 £'000
CURRENT ASSETS			
Debtors: amounts falling due within one year	8	855	931
Debtors: amounts falling due after more than one year	8	19,502	20,563
Cash at bank		<u>2,024</u>	<u>1,748</u>
		22,381	23,242
CREDITORS			
Amounts falling due within one year	9	<u>(1,543)</u>	<u>(1,474)</u>
NET CURRENT ASSETS		<u>20,838</u>	<u>21,768</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		20,838	21,768
CREDITORS			
Amounts falling due after more than one year	10	(19,738)	(20,531)
OTHER FINANCIAL LIABILITIES AND PROVISIONS	12	<u>(6,289)</u>	<u>(7,011)</u>
NET LIABILITIES		<u>(5,189)</u>	<u>(5,774)</u>
CAPITAL AND RESERVES			
Called up share capital	13	10	10
Cash flow hedging reserve	14	(5,219)	(5,818)
Retained earnings	14	<u>20</u>	<u>34</u>
SHAREHOLDERS' DEFICIT		<u>(5,189)</u>	<u>(5,774)</u>

The financial statements were approved by the Board of Directors on 14 June 2018 and were signed on its behalf by:


K L Flaherty - Director

Inspiredspaces STaG (ProjectCo1) Limited

**Statement of Changes in Equity
for the year ended 31 December 2017**

	Called up share capital £'000	Retained earnings £'000	Cash flow hedging reserve £'000	Total equity £'000
Balance at 1 January 2016	10	426	(4,922)	(4,486)
Changes in equity				
Dividends (Note 7)	-	(430)	-	(430)
Total comprehensive income	-	38	(896)	(858)
Balance at 31 December 2016	<u>10</u>	<u>34</u>	<u>(5,818)</u>	<u>(5,774)</u>
Changes in equity				
Dividends (Note 7)	-	(20)	-	(20)
Total comprehensive income	-	6	599	605
Balance at 31 December 2017	<u>10</u>	<u>20</u>	<u>(5,219)</u>	<u>(5,189)</u>

The notes form part of these financial statements

Inspiredspaces STaG (ProjectCo1) Limited

Notes to the Financial Statements for the year ended 31 December 2017

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

Inspiredspaces STaG (ProjectCo1) Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 102. The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014. The presentation currency of these financial statements is sterling, which is the functional currency of the company. All amounts in the financial statements have been rounded to the nearest £1,000.

The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: derivative financial instruments.

The Company's parent undertaking, International Public Partnerships Limited Partnership includes the Company in its consolidated financial statements. The consolidated financial statements of International Public Partnerships Limited Partnership are prepared in accordance with IFRS and are available to the public and may be obtained from 3 More London Riverside, London, SE1 2AQ. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of International Public Partnerships Limited Partnership include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Related party disclosure

The company has taken advantage of the exemption in Section 33.1 A Related Party Disclosures not to disclose related party transactions between two or more members of a group provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Going concern

The directors have reviewed the cash flow forecast and taking into account reasonable possible risks in operations to the Company they believe that the Company will be able to settle its liabilities as they fall due for the foreseeable future and therefore it is appropriate to prepare these financial statements on the going concern basis. The company is in a net liabilities position caused by the Swap liability, this is a non cash item and does not affect the cashflows of the company and the liability will be unwound over the life of the project.

Turnover

Income received in respect of the service concession is allocated between revenue and capital repayment and interest income on the PFI financial asset using the effective interest rate method. Service revenue is recognised as non-pass-through operating and maintenance costs plus a margin.

Revenue and expenses are recognised on an accruals basis, i.e. when the actual flow of the related goods and services occurs, regardless of when the resulting monetary or financial flow arises. Revenue is measured at the fair value of the consideration received, net of discounts and taxes.

**Notes to the Financial Statements - continued
for the year ended 31 December 2017**

1. ACCOUNTING POLICIES - continued

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Interest-bearing loans and borrowings

All interest-bearing loans and borrowings which are basic financial instruments are initially recognised at the present value of the future payments discounted at a market rate of interest for a similar loan. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Short term debtors and creditors

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the Statement of comprehensive income in administrative expenses.

Derivative instruments and hedging

The company used derivative financial instruments in the form of interest rate swaps to reduce its exposure to interest rate fluctuations on the company's floating rate bank loan. The company has determined that its interest rate swap qualifies for hedge accounting under FRS 102. Accordingly the effective portion of the gain or loss on the interest rate swap is recognised directly in other comprehensive income in the cashflow hedge reserve, with the ineffective portion recognised in profit or loss. The hedging gain or loss accumulated in the cash flow hedge reserve is reclassified to the income statement when the hedged item is recognised in profit or loss or when the hedged future cash flows are no longer expected to occur.

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently measured at fair value.

Derivatives are carried as assets when the fair value is positive and liabilities when the fair value is negative. The fair value of interest rate swap contracts is determined by calculating the present value of the estimated future cashflows based on observable yield curves.

Service concession - financial assets

The company is a special purpose entity that has been established to provide services under certain private finance agreements with South Tyneside Council (the Authority). Under the terms of these Agreements, the Authority controls the service to be provided by the Company over the contract term. Based on the contractual arrangements the Company has classified the project as a service concession arrangement and has accounted for the principal assets of and income streams from, the project in accordance with FRS 102, section 34.12 Service Concession Arrangement.

Interest receivable and interest payable

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions.

Other interest receivable and similar income include interest receivable on funds invested. Interest income and interest payable are recognised in profit or loss as they accrue. Dividend income is recognised in the profit and loss account on the date the company's right to receive payments is established.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amount reported for assets and liabilities as at the balance sheet 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.

There are no significant accounting estimates or judgements required in the preparation of these financial statements.

Inspiredspaces STaG (ProjectCo1) Limited

**Notes to the Financial Statements - continued
for the year ended 31 December 2017**

2. EMPLOYEES AND DIRECTORS

There were no employees during the year (2016: none). The directors have no contract of service with the company (2016: none). Amounts payable to third parties in respect of directors' services totalled £21,000 (2016: £20,000).

3. OPERATING PROFIT

The following costs were incurred during the year:

	2017	2016
	£'000	£'000
Auditor's remuneration - audit of these financial statements	<u>10</u>	<u>9</u>

4. INTEREST RECEIVABLE AND SIMILAR INCOME

	2017	2016
	£'000	£'000
Bank interest receivable	-	2
Interest on financial assets	<u>1,218</u>	<u>1,283</u>
	<u>1,218</u>	<u>1,285</u>

5. INTEREST PAYABLE AND SIMILAR EXPENSES

	2017	2016
	£'000	£'000
Bank borrowings	1,085	1,130
Amounts owed to shareholders	<u>228</u>	<u>234</u>
	<u>1,313</u>	<u>1,364</u>

6. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	2017	2016
	£'000	£'000
Current tax:		
UK corporation tax	<u>2</u>	<u>10</u>
Tax on profit	<u>2</u>	<u>10</u>

UK corporation tax has been charged at 19.25% in 2017 (2016 - 20%).

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is the same as the standard rate of corporation tax in the UK (2016: the same as).

	2017	2016
	£'000	£'000
Profit before tax	<u>8</u>	<u>48</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19.25% (2016 - 20%)	<u>2</u>	<u>10</u>
Total tax charge	<u>2</u>	<u>10</u>

Inspiredspaces STaG (ProjectCo1) Limited

**Notes to the Financial Statements - continued
for the year ended 31 December 2017**

6. TAXATION - continued

Tax effects relating to effects of other comprehensive income

	2017		
	Gross	Tax	Net
	£'000	£'000	£'000
Change in fair value of cash flow hedge	<u>722</u>	<u>(123)</u>	<u>599</u>

	2016		
	Gross	Tax	Net
	£'000	£'000	£'000
Change in fair value of cash flow hedge	<u>(1,007)</u>	<u>111</u>	<u>(896)</u>

Factors affecting the tax charges in future years

A reduction in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) was substantively enacted on 26 October 2015. Further reductions to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly. The deferred tax asset at 31 December 2017 has been calculated based on these rates.

7. DIVIDENDS

	2017	2016
	£'000	£'000
Ordinary shares of £1 each		
Interim dividend	<u>20</u>	<u>430</u>

8. DEBTORS

	2017	2016
	£'000	£'000
Amounts falling due within one year:		
Amounts receivable in respect of financial assets	701	865
Tax	91	-
Other debtors and accrued income	<u>63</u>	<u>66</u>
	<u>855</u>	<u>931</u>
Amounts falling due after more than one year:		
Amounts receivable in respect of financial assets	18,433	19,371
Deferred tax asset	<u>1,069</u>	<u>1,192</u>
	<u>19,502</u>	<u>20,563</u>
Aggregate amounts	<u>20,357</u>	<u>21,494</u>

Inspiredspaces STaG (ProjectCo1) Limited

**Notes to the Financial Statements - continued
for the year ended 31 December 2017**

8. DEBTORS - continued

Deferred tax asset consists of:

	2017 £'000	2016 £'000
Fair value of Cash Flow Hedge	<u>1,069</u>	<u>1,192</u>
Balance at 1 January 2017		1,192
Movement in the year (note 6)		<u>(123)</u>
As at 31 December 2017		<u>1,069</u>

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £'000	2016 £'000
Bank loans and overdrafts (see note 11)	1,038	1,016
Trade creditors	73	80
Amounts owed to group undertakings	97	95
Corporation tax	-	10
Accruals and deferred income	<u>335</u>	<u>273</u>
	<u>1,543</u>	<u>1,474</u>

10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2017 £'000	2016 £'000
Bank loans (see note 11)	17,905	18,659
Amounts owed to group undertakings	<u>1,833</u>	<u>1,872</u>
	<u>19,738</u>	<u>20,531</u>

Inspiredspaces STaG (ProjectCo1) Limited**Notes to the Financial Statements - continued
for the year ended 31 December 2017****11. LOANS**

An analysis of the maturity of the bank loan is given below:

	2017 £'000	2016 £'000
Repayment schedule of the bank loan:		
Wholly repayable within five years	4,550	4,221
Not wholly repayable within five years	<u>14,131</u>	<u>15,344</u>
	<u>18,681</u>	<u>19,565</u>

Bank borrowings relate to term loan facilities granted by the bank on 21 December 2007. The loan facility is for a total value of £26,866,000 comprising of a £23,530,000 term loan facility, a £1,831,000 equity bridge facility, a £1,125,000 debt service reserve facility and a £380,000 change in law facility. As at 31 December 2017 £18,681,000 (2016: £19,565,000) has been drawn comprising term loans only. There was £262,000 (2016: £272,000) of accrued interest and an effective interest rate adjustment of £140,000 (2016: £162,000) on these loans outstanding at the year end.

The term loan is repayable in six-monthly instalments ending on 30 September 2034. Interest is charged on amounts drawn under the facilities based on floating LIBOR. The company has entered into an interest hedging agreement to be applied to the expected future borrowings under the facilities. The hedging agreements in respect of these loans fix the interest rate at 5.025% until 30 April 2034 using a cash flow hedge which is considered to be 100% effective for the year.

The facilities are secured, by way of first fixed charge, over all of the assigned rights which the company now has, its present and future interest in the securities and all other stocks, shares, debentures, bonds and other securities, all account monies, all benefits in respect of insurances, all book and other debts and other monies due, its present and future goodwill and its present and future uncalled capital. They are also secured by way of a floating charge over the whole of the charged assets being the whole of the property (including uncalled capital) which is or may be from time to time comprised in the property and undertaking of the chargor.

An analysis of the maturity of the group loan is given below:

	2017 £'000	2016 £'000
Repayment schedule of the group loan:		
Wholly repayable within five years	291	246
Not wholly repayable within five years	<u>1,581</u>	<u>1,663</u>
	<u>1,872</u>	<u>1,909</u>

Amounts owed to group undertakings comprise loan stock of £1,872,000 (2016: £1,909,000) from Inspiredspaces STaG (Holdings1) Limited. These borrowings bear interest at 12% per annum and are repayable in instalments on or before September 2034. There was £58,000 (2016: £58,000) of accrued interest on these loans outstanding at the year end.

**12. OTHER FINANCIAL LIABILITIES
AND PROVISIONS**

	2017 £'000	2016 £'000
Other provisions		
Swap Liability	<u>6,289</u>	<u>7,011</u>

Inspiredspaces STaG (ProjectCo1) Limited

Notes to the Financial Statements - continued for the year ended 31 December 2017

12. OTHER FINANCIAL LIABILITIES AND PROVISIONS - continued

	Swap Liability £'000
Balance at 1 January 2017	7,011
Credit to Statement of Comprehensive Income during year	<u>(722)</u>
Balance at 31 December 2017	<u>6,289</u>

Interest rate swaps are valued at the present value of future cash flows estimated and discounted based on the applicable yield curves derived from quoted interest rates.

The interest rate swap settles on a bi-annual basis. The floating rate on the interest rate swap is three months LIBOR. The project will settle the difference between the fixed and floating interest rate on a net basis.

The fair value of these financial instruments at 31 December 2017 was a liability of £6,289,000 (2016: liability of £7,011,000). Gains of £722,000 (2016: losses of £1,007,000) were recognised in other comprehensive income and gains of £Nil (2016: gains of £Nil) in excess of the fair value of the hedging instruments over the change in the fair value of expected cash flows were recognised in profit or loss. £Nil (2016: £Nil) was reclassified to profit or loss for the period.

13. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:		Nominal value:	2017 £'000	2016 £'000
Number:	Class:			
10,000	Ordinary	£1	<u>10</u>	<u>10</u>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the company.

14. RESERVES

	Retained earnings £'000	Hedging Reserve £'000	Totals £'000
At 1 January 2017	34	(5,818)	(5,784)
Profit for the year	6	-	6
Dividends paid (note 7)	(20)	-	(20)
Effective portion of change in fair value of cashflow hedge (net of tax)	<u>-</u>	<u>599</u>	<u>599</u>
At 31 December 2017	<u>20</u>	<u>(5,219)</u>	<u>(5,199)</u>

Cash flow hedging reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred, and is stated net of tax.

15. PARENT UNDERTAKINGS

The directors regard Inspiredspaces STaG (Holdings1) Limited, an entity incorporated in England and Wales as the immediate parent undertaking and controlling party and International Public Partnerships Limited, a company registered in Guernsey as the ultimate parent undertaking and controlling party. Copies of the consolidated financial statements of International Public Partnerships Limited Partnership, the smallest and largest group of which the company is a member and for which group financial statements are prepared, can be obtained from the registered address at 3 More London Riverside, London, SE1 2AQ.

Inspiredspaces STaG (ProjectCol) Limited

Notes to the Financial Statements - continued for the year ended 31 December 2017

16. FINANCIAL COMMITMENTS

Under the terms of a contract with Inspiredspaces STaG Limited, the company was committed at 31 December 2017 to payments totalling £1,971,000 (2016: £2,088,000) (index-linked) in respect of management and administration services to be provided in the period to October 2034.

17. RELATED PARTY DISCLOSURES

The company received administration, construction, financial and technical services from subsidiaries of Carillion Plc during the period at a cost of £620,000 (2016: £795,000). £73,000 (2016: £76,000) was owed to subsidiaries of Carillion Plc at the year end. These companies are deemed to be related parties as Carillion Plc has joint control of Inspiredspaces STaG Limited, an entity which is considered to have significant influence in the company.

The company received management services and director services during the year from Inspiredspaces STaG Limited, an entity which has significant influence in the company, at a cost of £162,000 (2016: £186,000) and £4,000 (2016: 4,000) respectively. The company owed Inspiredspaces STaG limited £1,000 (2016: £1,000) at the year end.

The company received director services from, South Tyneside Council, which has significant influence in the company, at a cost of £4,000 (2016: £4,000). The company also incurred insurance fees to South Tyneside Council during the period at a cost of £74,000 (2016: £106,000). The company owed South Tyneside Council £72,000 (2016: £113,000) at the year end.