REGISTERED NUMBER: 09872330 (England and Wales)

Strategic Report, Report of the Directors and Financial Statements For The Year Ended 31st March 2020

for

Norwich Regeneration Limited

A9KØBBOW
A08 16/12/2020 ##
COMPANIES HOUSE

Contents of the Financial Statements For The Year Ended 31st March 2020

	Page
Company Information	1
Strategic Report	2
Report of the Directors	3
Report of the Independent Auditors	4
Income Statement	6
Other Comprehensive Income	7
Balance Sheet	8
Statement of Changes in Equity	. 9
Notes to the Financial Statements	10

Norwich Regeneration Limited

Company Information For The Year Ended 31st March 2020

DIRECTORS:

Mr P Kendrick Mr M J Stonard Mr D R Shaw

SECRETARY:

Norfolk County Council Nplaw c/o Practice Director

REGISTERED OFFICE:

Norwich City Coucil City Hall St Peters Street Norwich

Norfolk NR2 1NH

REGISTERED NUMBER:

09872330 (England and Wales)

AUDITORS:

Aston Shaw Limited

Chartered Certified Accountants

Statutory Auditor The Union Building 51-59 Rose Lane

Norwich Norfolk **NR1 1BY**

Strategic Report

For The Year Ended 31st March 2020

The directors present their strategic report for the year ended 31st March 2020.

REVIEW OF BUSINESS

Norwich Regeneration Ltd (NRL) was incorporated on the 13th November 2015 to develop more housing for affordable rent (to be sold to Norwich City Council) and to develop housing for private sales and market rent.

PRINCIPAL RISKS AND UNCERTAINTIES

The Principal risks relate to the national economy and the Covid 19 pandemic. However, the local property market remains stable, helped by the current. Help to Buy scheme and a stamp duty holiday. This has helped to generate encouraging pre-sale demand for the latest release of homes at Trinity Gardens.

FUTURE DEVELOPMENTS AND OUTLOOK

With NRL building a reputation in the local area for quality affordable housing, the company continues towards growing its own private rented property portfolio along with selling a mix of housing to both private buyers and Norwich City Council for social housing.

In the autumn 2020, Norwich City Council will review Norwich Regeneration Limited's position and involvement in their future housing plans.

RESULTS AND PERFORMANCE

During the year ending 31 March 2020, the company fulfilled its principle activities, increasing its property portfolio from 6 to 8 units, selling 31 units to the Norwich City Council and 12 private sales. Construction started on a further 48 homes at its Trinity Gardens site.

The company successfully completed the redevelopment of an existing Norwich City Council site from office accommodation to 6 high quality residential homes, including one specially adapted unit.

GOING CONCERN

Mr D R Shaw~Dir

Norwich Regeneration Limited is currently managing the development of Trinity Gardens at Rayne Park. Norwich Regeneration Limited has received a letter of assurance confirming the shareholder will continue to support the company for a period of 12 months from the date of approval of these financial statements.

ON BEHALF OF THE BOARD:

Report of the Directors

For The Year Ended 31st March 2020

The directors present their report with the financial statements of the company for the year ended 31st March 2020.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The directors shown below have held office during the whole of the period from 1st April 2019 to the date of this report.

Mr P Kendrick Mr M J Stonard

Other changes in directors holding office are as follows:

Mr D J Moorcroft - resigned 23rd August 2019 Ms K A Walling - resigned 10th July 2019

Mr D R Shaw was appointed as a director after 31st March 2020 but prior to the date of this report.

Mr A N Bull ceased to be a director after 31st March 2020 but prior to the date of this report.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

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

ON BEHALF OF THE BOARD:

Mr D R Shaw - Director

Collection

Date:

Report of the Independent Auditors to the Members of Norwich Regeneration Limited

Opinion

We have audited the financial statements of Norwich Regeneration Limited (the 'company') for the year ended 31st March 2020 which comprise the Income Statement, Balance Sheet, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

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

Basis for opinion

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

Conclusions relating to going concern

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

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

Other Information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Strategic Report and the Report of the Directors for the financial year for which financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- · the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Report of the Independent Auditors to the Members of Norwich Regeneration Limited

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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 a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a quarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of our report

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 a Report of the Auditors 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.

Dominic Shaw FCCA (Senior Statutory Auditor) for and on behalf of Aston Shaw Limited

Chartered Certified Accountants

Statutory Auditor The Union Building 51-59 Rose Lane

Norwich Norfolk **NR1 1BY**

November 2020

Income Statement

For The Year Ended 31st March 2020

	Notes	31/3/20 £	31/3/19 £
TURNOVER	3	10,615,845	4,655,593
Cost of sales		11,928,715	4,396,967
GROSS (LOSS)/PROFIT		(1,312,870)	258,626
Administrative expenses		383,377	394,818
OPERATING LOSS		(1,696,247)	(136,192)
Interest receivable and similar income		15,354	6,183
		(1,680,893)	(130,009)
Interest payable and similar expenses	5	498,554	570,652
LOSS BEFORE TAXATION	6	(2,179,447)	(700,661)
Tax on loss	7		
LOSS FOR THE FINANCIAL YEAR		(2,179,447)	(700,661)

Other Comprehensive Income For The Year Ended 31st March 2020

	Notes	31/3/20 £	31/3/19 £
LOSS FOR THE YEAR		(2,179,447)	(700,661)
OTHER COMPREHENSIVE INCO	OME	•	
TOTAL COMPREHENSIVE INCO THE YEAR	ME FOR	(2,179,447)	(700,661)

Balance Sheet 31st March 2020

	1	31/3	/20	31/3/	19
:	Notes	£	£	£	£
FIXED ASSETS Tangible assets Investment property	8 9		259,320 2,952,639		1,045,348 5,399,893
			3,211,959		6,445,241
CURRENT ASSETS		F 7FF 700		7.000.444	
Stocks Debtors Cash at bank	10	5,755,702 215,107 1,409,729		7,303,114 279,848 627,421	
COUNTAIN		7,380,538	•	8,210,383	
CREDITORS Amounts falling due within one year	11	2,039,251		922,931	
NET CURRENT ASSETS			5,341,287		7,287,452
TOTAL ASSETS LESS CURRENT LIABILITIES			8,553,246		13,732,693
CREDITORS Amounts falling due after more than one					
year	12		9,400,000		12,400,000
NET (LIABILITIES)/ASSETS			(846,754)		1,332,693
CAPITAL AND RESERVES					
Called up share capital	14 15		2,724,100		2,724,100
Retained earnings	13		(3,570,854)		(1,391,407)
SHAREHOLDERS' FUNDS			(846,754)		1,332,693

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

Mr D R Shaw - Director

Statement of Changes in Equity For The Year Ended 31st March 2020

,	Called up share capital £	Retained earnings	Total equity £
Balance at 1st April 2018	2,200,100	(690,746)	1,509,354
Changes in equity Issue of share capital Total comprehensive income	524,000	(700,661)	524,000 (700,661)
Balance at 31st March 2019	2,724,100	(1,391,407)	1,332,693
Changes in equity Total comprehensive income	<u> </u>	(2,179,447)	(2,179,447)
Balance at 31st March 2020	2,724,100	(3,570,854)	(846,754)

Notes to the Financial Statements For The Year Ended 31st March 2020

1. STATUTORY INFORMATION

Norwich Regeneration Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

UK company law allows the directors to elect to prepare the financial statements of the company in accordance with EU adopted IFRS. Accordingly, the directors have elected to prepare these financial statements in accordance with EU adopted IFRS such that the financial statements are prepared on a consistent basis with the company's ultimate parent undertaking, Norwich City Council.

These financial statements are presented in British Pounds Sterling because that is the currency of the primary economic environment in which the company operates. Monetary amounts in the financial statements are rounded to the nearest £.

The company has taken advantage of the following disclosure exemption in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

the requirements of IAS 7 Statement of Cash Flows.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions which have a significant risk of causing a material adjustment to be carrying amount of asset and liabilities are outlined below.

Investment properties

Investment properties are those that are used solely to earn rentals and/or for capital appreciation. The definition is not met if the property is used in any way to facilitate the delivery of services or production of goods or is held for sale.

Investment properties are measured initially at cost and subsequently at fair value, being the price that would be received to sell such an asset in an orderly transaction between market participants at the measurement date. As a non-financial asset, investment properties are measured at highest and best use. Properties are not depreciated but are revalued on a five year rolling programme according to market conditions with the exception of properties with a brought forward value in excess of £500,000 as these are valued every year. Based on consultation with the valuers, any other assets which may have significant volatility in fair value are also included in the assessment. Carrying values are reviewed annually to ascertain if materially different from market values for those assets not valued in year

Deferred tax assets

The assessment of the probability of future taxable income in which deferred tax assets can be utilised is based on the company's latest approved budget forecast, which is adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. If a positive forecast of taxable income indicates the probable use of a deferred tax asset, especially when it can be utilised without a time limit, that deferred tax asset is usually recognised in full. The recognition of deferred tax assets that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances

Notes to the Financial Statements - continued For The Year Ended 31st March 2020

2. ACCOUNTING POLICIES - continued

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Investment property

The company capitalise construction costs as they are incurred and classifies the asset as an investment property where the company has the intention to rent the property once it is completed. If an investment property is sold, the full cost and sales proceeds is recognised on the income statement.

Properties	2020	2019		
Properties under construction Properties completed	£1,921,180 £1,031,459	£3,140,676 £1,989,217		
Total	£2,952,639	£5,399,893		

Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loan from banks and other third parties and loans from related parties.

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

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

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the balance sheet date.

Going concern

The directors have at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue operational existence for the foreseeable future.

As a result the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Notes to the Financial Statements - continued For The Year Ended 31st March 2020

3. TURNOVER

Revenue is measured at the fair value of the consideration received or receivable and represents amounts received or receivable in accordance with the company's principal activities.

Revenue comprises incomes from rental of the investment properties and sale of houses.

Rendering of Services

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

The amount of revenue can be measured reliably;

It is probable that the company will receive the consideration due under the contract;

The stage of completion of the contract at the end of the reporting period can be measured reliably; and the costs incurred and the costs to complete the contract can be measured reliably.

Sale of Inventory

Revenue from sales of houses is recognised when the company has transferred the significant risks and rewards of ownership to the buyer, which in practice is on legal completion.

4. EMPLOYEES AND DIRECTORS

Directors of Norwich Regeneration Limited do not currently receive a remuneration from the company. The company has 2 employees (2019: 1).

24 12 120

7412140

5. INTEREST PAYABLE AND SIMILAR EXPENSES

Loan interest Bank loan interest	£ 497,505 1,049	570,652
	498,554	570,652

All borrowing costs are recognised as an expense in the income statement in the period to which they relate.

6. LOSS BEFORE TAXATION

The loss before taxation is stated after charging:

	31/3/20	31/3/19
	£	£
Cost of inventories recognised as expense	11,928,715	4,396,967
Auditors' remuneration	5,900	4,800

7. TAXATION

Analysis of tax expense

No liability to UK corporation tax arose for the year ended 31st March 2020 nor for the year ended 31st March 2019.

Notes to the Financial Statements - continued For The Year Ended 31st March 2020

8. TANGIBLE FIXED ASSETS

			buildings £
	COST At 1st April 2019 Disposals	,	1,045,348 (786,028)
	At 31st March 2020		259,320
	NET BOOK VALUE At 31st March 2020		259,320
	At 31st March 2019		1,045,348
9.	INVESTMENT PROPERTY		Total
	FAIR VALUE At 1st April 2019 Additions Disposals		£ 5,399,893 1,703,677 (4,150,931)
	At 31st March 2020		2,952,639
	NET BOOK VALUE At 31st March 2020		2,952,639
	At 31st March 2019		5,399,893
10.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	31/3/20	31/3/19
	Trade deblors Other deblors	£ 214,763 344	£ 8,396 271,452
		215,107	279,848
11.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	31/3/20	31/3/19
	Trade creditors Social security and other taxes VAT	£ 1,115,509 986	£ 212,284 -
	Accrued expenses	544 922,212	710,647
		2,039,251	922,931
12.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	31/3/20	31/3/19
	Other creditors	3	£
	The distinct	9,400,000	12,400,000

Land and

Notes to the Financial Statements - continued For The Year Ended 31st March 2020

13. SECURED DEBTS

The following secured debts are included within creditors:

	Loan from N	orwich City Council		31/3/20 £ 9,400,000	31/3/19 £
	The loan is s	ecured by a floating charge over all	the property and undertaking of	the company.	
14.	CALLED UP	SHARE CAPITAL			
	Allotted, issu Number:	ed and fully paid: Class:	Nominal value:	31/3/20 £	31/3/19 £
	27,241	Ordinary	£100	2,724,100	2,724,100
15 .	RESERVES				Retained eamings £
	At 1st April 2 Deficit for the				(1,391,407) (2,179,447)
	At 31st Marc	h 2020			(3,570,854)

16. PENSION COMMITMENTS

Defined contribution pension plan

The contributions to the pension scheme have been treated as a money purchase pension scheme, despite employees being members of the Norfolk Pension Fund, a local government pension scheme.

The contributions are recognised as an expenses in the statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability on the statement of financial position. The assets of the plan are held separately from the company in independently administered funds.

17. RELATED PARTY DISCLOSURES

Balance Sheet

At the end of the year, Norwich Regeneration Limited owed Norwich City Council £9,400,000 (2019 £12,400,000) During the year, £6,000,000 was repaid, however another £3,000,000 was drawndown on their loan facility with Norwich City Council.

At the end of the year, the company owed £289,180 in relation to recharges for a service-level agreement and payroll costs to Norwich City Council.

Income Statement

During the period, the company paid recharges for staff time of £159,494 (2019: £197,443), interest on loan and arrangement charges of £497,505 (2019: £579,682) to its immediate parent undertaking, Norwich City Council

During the year, the company sold residential properties to Norwich City Council's Housing revenue account for £7,217,831 (2019:£2,190,648).

During the year, the company received £553,593 (2019; £546,407) from Norwich City Council for a development conversion agreement on Bullard Road.

During the year, Norwich Regeneration Limited received £178,323 (2019: NIL) from Norwich City Council for a development at Mile Cross.

Notes to the Financial Statements - continued For The Year Ended 31st March 2020

18. EVENTS AFTER THE REPORTING PERIOD

The company has been affected by the impact of the COVID-19 pandemic as have most businesses. Whilst the company has had to adapt its ways of working to cope with the effects of the virus, overall there has not been a significant adverse impact on the business. There is uncertainty on how COVID-19 has affected the property market and the market value of the properties the company hold in investment property and stock.

In June 2020, Norwich City council approved to extend the loan facility for Norwich Regeneration Limited to a maximum of £21,000,00 to support the ongoing projects to completion.

19. ULTIMATE CONTROLLING PARTY

The company is a wholly owned subsidiary of Norwich City Council. The company's results are included in Norwich City Council's consolidated financial statements which are available at www.norwich.gov.uk/statement-of-accounts

20. RISK MANAGEMENT

The company is exposed to a variety of financial risks. The key risks are:

Credit Risk

Credit risk arises from cash and cash equivalents and deposits held by banks and financial institutions. Credit risk also arises in respect of amounts owed by the company's tenants.

Liquidity Risk

Liquidity risk arises from the company's balance sheet position at the year end date as a negative figure. The company is able to meet its short term debt. Longer term commitments and going concern is supported by its parent.

Interest rate risk

The company has an exposure to interest rate risk arising principally on borrowings from parent. The interest rate is fixed to mitigate risk.