COMPANY REGISTRATION NUMBER: NI605032

Lagan College Education Partnership (Holdings) Limited

Financial Statements

31 December 2016

Lagan College Education Partnership (Holdings) Limited

Financial Statements

Year ended 31 December 2016

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Lagan College Education Partnership (Holdings) Limited

Strategic Report

Year ended 31 December 2016

The directors present their Strategic Report on the group for the year ended 31 December 2016.

Principal activities and business review

The principal activity of the company is that of a holding company with a single subsidiary, Lagan College Education Partnership Limited.

The principal activity of the group is the provision of operational and maintenance services for Lagan College, in accordance with a Project Agreement entered into with the Governing Body of the Board of Governors of Lagan College.

The College became fully operational on 27 August 2013. The group is currently operating the facility for a 25 year period, providing a full range of facilities management services under a contractual agreement that provides a regular income stream which is subject to deductions for service shortfalls and the unavailability of the facility.

The group operates in a PFI market under strict contractual obligations.

The result for the group for the year is shown in the Consolidated Profit and Loss Account on page 7.

Principal risks and uncertainties

The management of the business and the execution of the group's strategy are subject to a number of risks.

The key business risks affecting the group are considered to relate to facility management compliance, treasury management and control and review of the insurance cover and lifecycle profile.

The Board formally reviews risks and appropriate processes are put in place to mitigate them.

Financial risk management

The group's operations expose it to a variety of financial risks that include liquidity risk, interest rate risk and credit risk. The group has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the group by monitoring levels of debt finance and the related finance costs.

The group's financial instruments comprise fixed rate borrowings, the main purpose of which is to raise finance for the group's operations.

Bilfinger RE Asset Management Limited, as a provider of management and financial services to the group under a contractual arrangement, implements the policies set by the Board of directors.

Liquidity risk
The group minimises the risk of uncertain funding in its operations by having long-term committed and drawn facilities available.

Interest rate cash flow risk
The group seeks to minimise its exposure to an upward change in interest rates by borrowing at fixed rates. At the year end all the group's borrowings were at fixed rates.

Credit risk
Credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge its obligation under the contract giving rise to the financial instrument. The group's credit risk is concentrated as its cash flows are generated from the PPP concession asset. The concentration of risk is mitigated as the cash flows are secured under contract with the Governing Body of the Board of Governors of Lagan College, a government body.

Key performance indicators

1. Performance deductions under the service contract

Financial penalties are levied by the Authority in the event of performance standards not being achieved according to detailed criteria set out in the Project Agreement. These deductions are passed on to the service provider. In the year ended 31 December 2016, deductions of £nil (2015: £nil) had been levied which represents 0% (2015: 0%) of revenue. The directors believe the performance for the year to be satisfactory.

2. Financial performance

The directors have modelled the anticipated financial outcome of the project across its full term. The directors monitor actual financial performance against this anticipated performance. The directors believe the performance for the year to be satisfactory.

Going concern

The directors have reviewed the group's projected cash flows by reference to a financial model covering accounting periods up to 31 December 2038. The directors have also examined the current status of the group's principal contracts and likely developments in the foreseeable future. Having reviewed the available information, the directors consider that the group and parent company will be able to meet its financial obligations on the due dates for the foreseeable future. Accordingly, the directors consider that it is appropriate for the financial statements of the group and parent company to be prepared on a going concern basis.

This report was approved by the Board of directors on 7 JULY 2017 and signed on behalf of the Board by:

I Tayler
Director

Registered office:
Ground Floor
Quaygate House
15 Scrabo Street
Belfast
BT5 4BD

Lagan College Education Partnership (Holdings) Limited

Directors' Report

Year ended 31 December 2016

The directors present their report and the audited financial statements of the group for the year ended 31 December 2016. Principal activities and business review, financial risk management and going concern are detailed in the Strategic Report.

Directors

The directors who served the company during the year and up to the date of this report are shown below:

I Tayler
A Naafs

Dividends

The directors have not recommended a dividend (2015: £nil).

Future developments

The updated forecast for the project confirms that it is performing satisfactorily and management of the scheme both logistically and financially remains under control. The directors remain confident that the group will maintain the current level of performance and keep meeting the obligations under the contract.

Donations

The group and parent company made no political donations during the year (2015: £nil).

Disclosure of Information to the auditors

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 group'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 group's auditors are aware of that information.

Independent auditors

During the year, KPMG LLP resigned and PricewaterhouseCoopers LLP were appointed to fill the casual vacancy arising. Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

This report was approved by the Board of directors on 7 JULY 2017 and signed on behalf of the Board by:

I Tayler
Director

Registered office:
Ground Floor
Quaygate House
15 Scrabo Street
Belfast
BT5 4BD

Lagan College Education Partnership (Holdings) Limited

Statement of Directors' Responsibilities

Year ended 31 December 2016

The directors are responsible for preparing the Annual Report and the 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 group and parent company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 group and parent company and of the profit or loss of the group and parent 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 United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgments 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 group and parent company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group and parent company's transactions and disclose with reasonable accuracy at any time the financial position of the group and parent company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the group and parent company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Signed on behalf of the Board by:

I Tayler
Director

Independent Auditors' Report to the Members of Lagan College Education Partnership (Holdings) Limited
Year ended 31 December 2016

Report on the financial statements

Our opinion

In our opinion, Lagan College Education Partnership (Holdings) Limited's group financial statements and parent company financial statements (the "financial statements"):

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2016 and of the group's profit and cash flows 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.

What we have audited

The financial statements, included within this report, comprise:

- the Consolidated and Company Balance Sheets as at 31 December 2016;
- the Consolidated Profit and Loss Account for the year then ended;
- the Consolidated Cash Flow Statement for the year then ended;
- the Consolidated and Company Statement of Changes in Equity for the year then ended; and
- the Notes to the Financial Statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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

In addition, in light of the knowledge and understanding of the group, the parent company and their environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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 parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities 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.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the parent 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.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.

Jonathan Studholme

Jonathan Studholme (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
10 July 2017

Lagan College Education Partnership (Holdings) Limited

Consolidated Profit and Loss Account

Year ended 31 December 2016

	Note	2016 £000	2015 Restated £000
Turnover	5	**924**	882
Cost of sales		**(782)**	(758)
Administrative expenses		**(54)**	(39)
Operating profit		**88**	85
Interest receivable and similar income	8	**1,790**	1,828
Interest payable and similar expenses	9	**(1,844)**	(1,891)
Profit before taxation		**34**	22
Tax on profit	10	**(6)**	(8)
Profit for the financial year		**28**	14

All the activities of the group are from continuing operations.

There is no other comprehensive income or expense other than those included above and therefore no separate statement of other comprehensive income has been presented.

Lagan College Education Partnership (Holdings) Limited

Consolidated Balance Sheet

31 December 2016

	Note		2016 £000	2015 Restated £000
Current assets				
Debtors (including £27,497,000 (2015: £28,142,000) due after more than one year)	**13**	**28,154**		28,760
Cash at bank and in hand		**1,848**		1,878
Total current assets		**30,002**		30,638
Creditors: amounts falling due within one year	**14**	**(2,358)**		(2,580)
Net current assets			**27,644**	28,058
Total assets less current liabilities			**27,644**	28,058
Creditors: amounts falling due after more than one year	**15**		**(27,414)**	(27,856)
Net assets			**230**	202
Capital and reserves				
Called up share capital	**18**		**10**	10
Profit and loss account			**220**	192
Total equity			**230**	202

These financial statements on pages 7 to 22 were approved by the Board of directors on 7 JULY 2017, and signed on behalf of the Board by:

I Tayler
Director

Company registration number: NI605032

Lagan College Education Partnership (Holdings) Limited

Company Balance Sheet

31 December 2016

	Note		2016 £000	2015 £000
Fixed assets				
Investments	**12**		**10**	10
Current assets				
Debtors (including £3,437,000 (2015: £3,479,000) due after more than one year)	**13**	**3,590**		3,629
Total current assets		**3,590**		3,629
Creditors: amounts falling due within one year	**14**	**(153)**		(150)
Net current assets			**3,437**	3,479
Total assets less current liabilities			**3,447**	3,489
Creditors: amounts falling due after more than one year	**15**		**(3,437)**	(3,479)
Net assets			**10**	10
Capital and reserves				
Called up share capital	**18**		**10**	10
Profit and loss account brought forward			**–**	–
Profit and loss account for the year			**–**	–
Total equity			**10**	10

These financial statements on pages 7 to 22 were approved by the Board of directors on 7 JULY 2017, and signed on behalf of the Board by:

I Tayler
Director

Company registration number: NI605032

Lagan College Education Partnership (Holdings) Limited

Consolidated Statement of Changes in Equity

Year ended 31 December 2016

	Called up share capital £000	Profit and loss account £000	Total equity £000
At 1 January 2015 restated	**10**	**178**	**188**
Profit for the financial year restated	–	14	**14**
Total comprehensive income for the year restated	**–**	**14**	**14**
At 31 December 2015 restated	**10**	**192**	**202**
Profit for the financial year	–	28	**28**
Total comprehensive income for the year	**–**	**28**	**28**
At 31 December 2016	**10**	**220**	**230**

Lagan College Education Partnership (Holdings) Limited

Company Statement of Changes in Equity

Year ended 31 December 2016

	Called up share capital £000	Total equity £000
At 1 January 2015	10	**10**
Result for the financial year	–	–
At 31 December 2015	**10**	**10**
Result for the financial year	–	–
At 31 December 2016	**10**	**10**

Lagan College Education Partnership (Holdings) Limited

Consolidated Cash Flow Statement

Year ended 31 December 2016

	2016	2015 Restated
	£000	£000
Cash flows from operating activities		
Profit for the financial year	**28**	14
Adjustments for:		
Interest receivable and similar income	**(1,790)**	(1,828)
Interest payable and similar expenses	**1,844**	1,891
Tax on profit	**6**	8
Changes in:		
Trade and other debtors	**606**	570
Trade and other creditors	**(461)**	84
Cash generated from operations	**233**	739
Interest paid	**(1,844)**	(1,891)
Interest received	**1,790**	1,828
Tax paid	**(1)**	(9)
Net cash generated from operating activities	**178**	667
Cash flows from financing activities		
Repayment of bank loan	**(166)**	(689)
Repayment of subordinated debt	**(42)**	(39)
Net cash used in financing activities	**(208)**	(728)
Net decrease in cash and cash equivalents	**(30)**	(61)
Cash and cash equivalents at beginning of year	**1,878**	1,939
Cash and cash equivalents at end of year	**1,848**	1,878

Lagan College Education Partnership (Holdings) Limited

Notes to the Financial Statements

Year ended 31 December 2016

1. General information

The company is a private company incorporated in the United Kingdom, which is registered and domiciled in the United Kingdom at Ground Floor, Quaygate House, 15 Scrabo Street, Belfast, BT5 4BD. The company's principal activity is that of a holding company with one subsidiary, Lagan College Education Partnership Limited.

2. Statement of compliance

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 September 2015. The presentation currency of these financial statements is sterling.

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

3. Critical accounting estimates and assumptions

The preparation of financial statements in conformity with FRS 102 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily available from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an on-going 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 revision and future periods if the revision affects both current and future periods. Certain critical accounting judgements in applying the group's accounting policies are described below:

Accounting for the service concession contract and finance debtor requires an estimation of service margins, finance debtor interest rates and associated amortisation profile which is based on forecasted results of the PFI contract. Quarterly management accounts are produced, which compare actual financial performance with a detailed financial model. Variances are investigated and consideration given to the impact of any major variances. The financial model is updated on a six monthly basis, to reflect actual performance to date and accommodate any changes in economic assumptions. These processes ensure that the project remains robust and viable throughout the life of the contract.

4. Summary of significant accounting policies

Measurement convention

The financial statements were prepared in accordance with the Companies Act 2006, on the historical cost basis.

Basis of consolidation

The group financial statements consolidate the financial statements of the company and its subsidiary undertaking, Lagan College Education Partnership Limited. The acquisition method of accounting has been adopted. The parent company has taken advantage of section 408 of the Companies Act 2006 not to publish its own Profit and Loss Account.

4. Summary of significant accounting policies *(continued)*

Going concern

The directors have reviewed the cash flow forecast and taking into account of reasonable possible changes in operations, believe that the group and parent company will be able to settle liabilities as they fall due for payment for the foreseeable future and therefore consider that it is appropriate to prepare these financial statements on a going concern basis.

Exemptions for qualifying entities under FRS 102

The parent company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemption available under FRS 102 in respect of the following disclosure:

- Cash Flow Statement and related notes.

Turnover

Turnover represents the value of services rendered, excluding sales related taxes, and is recognised to the extent that the group obtains the right to consideration in exchange for its performance. During the construction phase, which completed on 27 August 2013, revenues in excess of net operating and finance costs were deferred until completion of construction, whereupon they will be released to the Profit and Loss Account over the remaining life of the concession. During the operational phase, turnover is recognised as contract activity progresses at a mark up on costs related to the provision of services. In line with FRS 102 23.22(a), the mark up is calculated based upon the forecast service revenues and costs over the concession period.

All turnover originates in the United Kingdom.

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 not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

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.

Investments

Investments in subsidiary undertakings are stated at cost, less an appropriate provision to reflect any impairment in the value of the investments.

4. Summary of significant accounting policies *(continued)*

Financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest rate method, less any impairment losses in the case of trade debtors.

Interest-bearing borrowings classified as basic financial instruments

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost, less any impairment losses.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and treasury deposits.

Restricted cash

The group is obligated to keep a separate cash reserve in respect of future major maintenance costs. This restricted cash balance, which is shown on the balance sheet within the "cash at bank and in hand" balance, amounts to £150,000 at the year end (2015: £88,000).

Finance debtor

The group is an operator of a PFI contract. The underlying asset is not deemed to be an asset of the group under FRS 102 section 34.12C, because the risks and rewards of ownership as set out in that Standard are deemed to lie principally with the Authority.

During the construction phase of the project, all attributable expenditure was included in amounts recoverable on contracts and turnover. Upon becoming operational, the costs were transferred to the finance debtor. During the operational phase, income is allocated between interest receivable and the finance debtor using a project specific interest rate. The remainder of the PFI unitary charge income is included within turnover in accordance with FRS 102 section 23.22(a). The group recognises income in respect of the services provided as it fulfils its contractual obligations in respect of those services and in line with the fair value of the consideration receivable in respect of those services.

Expenses

Interest receivable and Interest payable

Interest payable and similar expenses include interest payable on borrowings and associated on-going financing fees.

Interest receivable and similar income include interest receivable on funds invested and interest recognised on the finance debtor based upon the finance debtor accounting policy above.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest rate method.

5. Turnover

Turnover arises from:

	2016	2015
	£000	£000
Service income	**924**	882

The whole of the turnover is attributable to the principal activity of the group wholly undertaken in the United Kingdom.

6. Auditor's remuneration

The audit fee in respect of the group was £10,000 (2015: £12,000) and for the company £2,000 (2015: £2,000). All the group audit fees have been borne by the company's subsidiary undertaking, Lagan College Education Partnership Limited.

7. Staff costs and directors' remuneration

The group and parent company had no employees during the year (2015: nil). No key personnel received any remuneration during the year (2015: nil). The directors have no contract of service with the group and parent company. During the year the group incurred charges of £25,000 (2015: £23,000) from BBGI Management HoldCo S.a.r.l.(an indirect and wholly owned subsidiary of BBGI SICAV S.A., which are both registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg), for making available the services of the directors.

8. Interest receivable and similar income

	2016	2015
	£000	£000
Bank interest receivable	**2**	3
Finance debtor interest receivable	**1,788**	1,825
	1,790	1,828

Interest is imputed on the finance debtor using the property specific rate of 6.27%.

9. Interest payable and similar expenses

	2016	2015
	£000	£000
Interest payable on bank loan	**1,486**	1,528
Interest payable on subordinated debt	**352**	357
Other interest payable and similar expenses	**6**	6
	1,844	1,891

Interest payable and similar charges are recognised using the effective interest rate method.

10. Tax on profit

Major components of tax expense

	2016	2015
		Restated
	£000	£000
Current tax:		
UK current tax expense	6	8
Tax on profit	6	8

Reconciliation of tax expense

The tax assessed on the profit for the year is lower than (2015: higher than) the standard rate of corporation tax in the UK of 20% (2015: 20.25%).

	2016	2015
		Restated
	£000	£000
Profit before taxation	34	22
Profit by rate of tax	7	4
Changes in tax rates and laws	(1)	4
Tax on profit	6	8

Factors that may affect future tax expense

The UK corporation tax rate will reduce to 19% from 1 April 2017 and to 17% from 1 April 2020. This will reduce the group's future current tax charge accordingly.

11. Profit for the year of the parent company

The result for the financial year of the parent company was £nil (2015: £nil).

12. Investments

Company	**Shares in subsidiary undertaking £000**
Cost	
At 1 January 2016 and 31 December 2016	10
Impairment	
At 1 January 2016 and 31 December 2016	–
Carrying amount	
At 1 January 2016 and 31 December 2016	10

The company owns 100% of the issued share capital (£10,000) of Lagan College Education Partnership Limited, which is registered and domiciled in the United Kingdom at Ground Floor, Quaygate House,15 Scrabo Street, Belfast, BT5 4BD.

13. Debtors

	Group 2016 £000	Group 2015 £000	Company 2016 £000	Company 2015 £000
Amounts owed by group undertaking	–	–	**3,590**	3,629
Finance debtor	**28,142**	28,748	–	–
Prepayments and accrued income	**12**	12	–	–
	28,154	28,760	**3,590**	3,629

The debtors above include the following amounts falling due after more than one year:

	Group 2016 £000	Group 2015 £000	Company 2016 £000	Company 2015 £000
Amounts owed by group undertaking	–	–	**3,437**	3,479
Finance debtor	**27,497**	28,142	–	–
	27,497	28,142	**3,437**	3,479

Amounts owed by group undertaking are repayable by 2038 and attract interest at 10%.

14. Creditors: amounts falling due within one year

	Group 2016 £000	Group 2015 Restated £000	Company 2016 £000	Company 2015 £000
Bank loans and overdrafts	**975**	745	–	–
Trade creditors	**59**	57	–	–
Subordinated debt (including accrued interest)	**153**	150	**153**	150
Corporation tax	**17**	8	–	–
Other taxation and social security	**85**	139	–	–
Retention	**369**	739	–	–
Accruals and deferred income	**700**	742	–	–
	2,358	2,580	**153**	150

15. Creditors: amounts falling due after more than one year

	Group 2016 £000	Group 2015 Restated £000	Company 2016 £000	Company 2015 £000
Bank loans and overdrafts	**23,922**	24,318	–	–
Subordinated debt	**3,437**	3,479	**3,437**	3,479
Deferred tax liability	**26**	30	–	–
Accruals and deferred income	**29**	29	–	–
	27,414	27,856	**3,437**	3,479

15. Creditors: amounts falling due after more than one year *(continued)*

Included within Bank loans and overdrafts is an amount repayable after five years of £20,702,000 (2015: £21,533,000) and included within subordinated debt are amounts repayable after five years of £3,151,000 (2015: £3,220,000) respectively.

Bank loan relates to senior secured funding granted by Aviva Commercial Finance Limited. The senior loan facility is for a total value of £27,850,000.

The senior loan facility consist of two separate facilities; a change in law facility of £684,000 which has not yet been drawn down and a term loan facility of £27,166,000 which is repayable in ninety six quarterly instalments ending 31 May 2037. Interest is charged on amounts drawn under the facility at a fixed rate of 5.79%. As at 31 December 2016 the total amount outstanding on the bank loan facility is £24,942,000 (2015: £25,495,000), and is based on the contractual loan agreement.

The senior loan facility is secured by a fixed charge over all leasehold interests, book debts, project accounts and intellectual property of the group and by a floating charge over the group's undertakings and assets.

Subordinated debt represents a £3,437,000 (2015: £3,479,000) unsecured loan facility due to BBGI (NI) Limited, and is based on the contractual loan agreement. The subordinated loan facility bears interest at a fixed rate of 10% and is fully repayable by 2038.

16. Financial instruments

(a) Carrying amount of financial instruments

The carrying amounts of the financial assets and liabilities include:

	2016	2015
	£000	£000
Financial assets		
Financial assets measured at amortised cost - finance debtor, trade and other debtors	**28,142**	28,748
Other financial assets - cash and cash equivalents	**1,848**	1,878
Financial liabilities		
Financial liabilities measured at amortised cost - trade and other payables, bank loans and overdrafts, subordinated debt	**(28,546)**	(28,749)

17. Deferred tax

The deferred tax liability included in the group balance sheet is as follows:

	Group		**Company**	
	2016	2015	**2016**	2015
	£000	£000	**£000**	£000
Deferred tax on effective interest adjustment	**26**	30	–	–
	26	30	–	–

18. Called up share capital

Group and company

Issued, called up and fully paid

	2016		2015	
	No	**£000**	No	£000
Ordinary shares of £1 each	**10,000**	**10**	10,000	10

19. Related parties

During the year the group entered into the following transactions with related parties:

	Transactions with related parties		**Payables to related parties**	
	2016	2015	**2016**	2015
	£000	£000	**£000**	£000
BBGI Management HoldCo S.a.r.l.	**25**	23	**6**	6
BBGI (NI) Limited	**352**	357	**3,590**	3,629

20. Ultimate parent company and parent company of larger group

At 31 December 2016, 100% of the share capital in the company was held by BBGI (NI) Limited, which is registered and domiciled in the United Kingdom at 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN.

BBGI (NI) Limited is an indirect and wholly owned subsidiary of BBGI SICAV S.A., a Luxembourg investment company listed on the London Stock Exchange.

BBGI Management HoldCo S.a.r.l. is an indirect and wholly owned subsidiary of BBGI SICAV S.A., a Luxembourg incorporated investment company listed on the London Stock Exchange, and is registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg.

BBGI SICAV S.A. is the ultimate parent undertaking and controlling party during the years ended 31 December 2016 and 31 December 2015, and is registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg.

No other financial statements include the results of the group.

21. Prior year adjustments

Reconciliation of consolidated equity as at 31 December 2015

	Original £000	Adjustment £000	Restated £000
Current assets			
Debtors	28,760	–	28,760
Cash at bank and in hand	1,878	–	1,878
	30,638	–	30,638
Creditors: amounts due within one year	(2,574)	(6)	(2,580)
Net current assets	28,064	(6)	28,058
Creditors: amounts falling due after more than one year	(27,826)	(30)	(27,856)
Net assets	238	(36)	202
Capital and reserves			
Called up share capital	10	–	10
Profit and loss account brought forward	211	(33)	178
Profit and loss account current year	17	(3)	14
Total equity	238	(36)	202

Reconciliation of Consolidated Profit and Loss Account for the year ended 31 December 2015

	Original £000	Adjustment £000	Restated £000
Turnover	882	–	882
Cost of sales	(797)	–	(797)
Operating profit	85	–	85
Interest receivable and similar income	1,828	–	1,828
Interest payable and similar expenses	(1,891)	–	(1,891)
Profit before taxation	22	–	22
Tax on profit	(5)	(3)	(8)
Profit for the financial year	17	(3)	14

21. Prior year adjustments *(continued)*

Notes to the reconciliation of equity

The transition to FRS 102 resulted in a loan relationship adjustment of £179,000 using the effective interest rate method. Under HMRC special guideline rules, the loan relationship adjustment can be spread over a period of 10 years for tax purposes and therefore, the tax treatment on the effective interest rate adjustment must be shown within the financial statements.

The corporation tax due at the end of 2015 was £8,000. Before the restatement, the corporation tax liability reported within the financial statements was £2,000 and therefore, an adjustment of £(6,000) was made to the financial statements within creditors: amounts due within one year in line with the submitted 2015 tax return.

The tax adjustment of £(30,000) within creditors: amounts falling due after more than one year is in relation to a deferred tax liability on the effective interest rate adjustment.

The adjustment to the 2015 opening reserves is £(33,000).

Notes to the reconciliation of profit

The tax adjustment of £(3,000) within the Consolidated Profit and Loss Account and those noted above are due to incorrect tax rates having been used and the correction of differences between the 2015 financial statements and the 2015 tax return submitted.