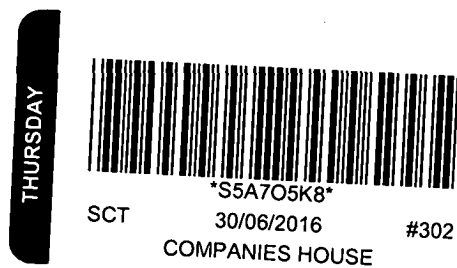


LLOYDS COMMERCIAL LEASING LIMITED

Annual report and financial statements for the year ended 30 September 2015



Member of Lloyds Banking Group

Registered Number: 01367545

LLOYDS COMMERCIAL LEASING LIMITED

DIRECTORS

C G Dowsett
G A Fox
R O Williams

COMPANY SECRETARY

Lloyds Secretaries Limited

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Atria One
144 Morrison Street
Edinburgh
EH3 8EX

BANKERS

Lloyds Bank plc
25 Gresham Street
London
EC2V 7HN

REGISTERED OFFICE

25 Gresham Street
London
EC2V 7HN

COUNTRY OF INCORPORATION

England and Wales

REGISTERED COMPANY NUMBER

01367545

DIRECTORS' REPORT

The directors present their report and audited financial statements of the Lloyds Commercial Leasing Limited ("the company") for the year ended 30 September 2015.

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

REVIEW OF BUSINESS

During the year, the principal activity of the company was the provision of asset finance to third parties through finance lease transactions in their secondary rental period and the holding of an investment in a limited partnership. The leases were terminated during the year therefore going forward the principal activity will be the management of assets and liabilities.

The results of the company show a loss before taxation of £6,218,000 (2014: £2,344,000 profit) for the year as set out in the statement of comprehensive income on page 6.

The company has shareholder's equity of £9,471,000 (2014: £15,708,000).

DIVIDENDS

The directors did not authorise or pay any dividends during the year (2014: £nil).

DIRECTORS

The names of the directors of the company are shown on page 1. There were no changes in directors during the year.

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

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing 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;
- state whether applicable IFRSs as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 Act. 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.

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

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- the 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.

DIRECTORS' INDEMNITIES

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

DIRECTORS' REPORT (CONTINUED)

INDEPENDENT AUDITORS' APPOINTMENT

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

PRINCIPAL RISKS AND UNCERTAINTIES

From the perspective of the company, the principal risks and uncertainties are managed within the framework established for the Lloyds Banking Group plc group of companies ("the Group") and are not managed separately. For further details please refer to note 12 'Risk management of financial instruments' in these financial statements.

KEY PERFORMANCE INDICATORS ('KPIs')

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

On behalf of the board



C G Dowsett
Director

Date: 29 June 2016

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LLOYDS COMMERCIAL LEASING LIMITED

Report on the Financial Statements

Our opinion

In our opinion, Lloyds Commercial Leasing Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 30 September 2015 and of its loss and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements comprise:

- the statement of comprehensive income for the year ended 30 September 2015;
- the balance sheet as at 30 September 2015;
- the statement of changes in shareholder's equity for the year then ended;
- cash flow statement 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 applicable law and IFRSs as adopted by the European Union.

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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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, 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.

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.

Entitlement to exemptions

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

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 2, 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 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LLOYDS COMMERCIAL LEASING LIMITED (CONTINUED)

What an audit of financial statements involves

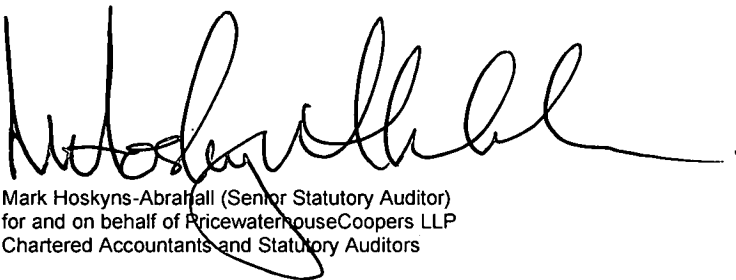
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error.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

- whether the accounting policies are appropriate to the 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 Annual Report 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.



Mark Hoskyns-Abraham (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

Edinburgh

Date: 29 June 2016

STATEMENT OF COMPREHENSIVE INCOME
For the year ended 30 September 2015

		2015	2014
	Note	£000	£000
Income from partnerships	2	(109)	2,566
Finance costs	3	(41)	(212)
		(150)	2,354
Other operating expenses	4	(6,068)	(10)
(Loss)/profit before taxation	5	(6,218)	2,344
Taxation charge	6	(19)	(716)
(Loss)/profit after taxation and total comprehensive (loss)/income for the year attributable to owners of the parent		(6,237)	1,628

The accompanying notes on pages 10 to 17 are an integral part of the Financial Statements.

BALANCE SHEET
As at 30 September 2015

	Note	2015 £000	2014 £000
Assets			
Non-current assets			
Investment in partnerships	7	-	19,648
Total non-current assets		-	19,648
Current assets			
Amounts owed by Group companies	8	13,132	9,298
Other debtors		-	3
Total current assets		13,132	9,301
Total assets		13,132	28,949
Liabilities			
Current liabilities			
Amounts owed to group companies	9	3,646	10,599
Other creditors		15	7
Total current liabilities		3,661	10,606
Non-current liabilities			
Deferred taxation	10	-	2,635
Total non-current liabilities		-	2,635
Equity			
Share capital	11	100	100
Retained earnings		9,371	15,608
Total equity		9,471	15,708
Total liabilities and equity		13,132	28,949

The financial statements on pages 6 to 17 were approved by the Board of Directors on 29 June 2016 and signed on its behalf by:



C G Dowsett
Director

Registered Number: 01367545

The accompanying notes on pages 10 to 17 are an integral part of the Financial Statements.

STATEMENT OF CHANGES IN SHAREHOLDER'S EQUITY

	Note	Share capital £000	Retained earnings £000	Total equity £000
Balance at 30 September 2013		100	13,980	14,080
Total comprehensive income for the year				
Profit for the year		-	1,628	1,628
Balance at 30 September 2014	11	100	15,608	15,708
Total comprehensive loss for the year				
Loss for the year		-	(6,237)	(6,237)
Balance at 30 September 2015	11	<u>100</u>	<u>9,371</u>	<u>9,471</u>

The accompanying notes on pages 10 to 17 are an integral part of the Financial Statements.

CASH FLOW STATEMENT

For the year ended 30 September 2015

	Note	2015 £000	2014 £000
(Loss)/profit before taxation		(6,218)	2,344
Add non cash items			
Impairment of investment		6,068	-
Operating cash flows before movements in working capital		(150)	2,344
Increase in receivables		-	(1)
Increase in payables		33	160
Cash generated by operations		117	2,503
Group relief paid		(645)	(10,732)
Net cash flow from operating activities		(762)	(8,229)
Investing activities			
Distribution of partners capital		13,561	1,320
Net cash flow from investing activities		13,561	1,320
Financing activities			
Decrease in bank borrowings		(8,985)	(2,873)
Net cash flow from financing activities		(8,985)	(2,873)
Increase/(decrease) in cash and cash equivalents		3,814	(9,782)
Cash and cash equivalents at beginning of the year		9,274	19,056
Cash and cash equivalents at end of the year		<u>13,088</u>	<u>9,274</u>
Cash and cash equivalents are comprised of:			
Cash at bank	8	<u>13,088</u>	<u>9,274</u>
		<u>13,088</u>	<u>9,274</u>

The accompanying notes on pages 10 to 17 are an integral part of the Financial Statements.

NOTES TO THE FINANCIAL STATEMENTS

1 Accounting policies

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

The financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union, under the historical cost convention.

The financial statements have been prepared in accordance with Companies Act 2006 applicable to companies reporting under IFRSs.

The financial statements also comply with the relevant provisions of Part 15 of the Companies Act 2006.

The financial statements have been prepared on the going concern basis which assumes that the company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continuing financial support provided by Lloyds Bank plc. After making appropriate enquiries, the directors believe that it is appropriate for the financial statements to be prepared on the going concern basis.

Intermediate parent undertaking

These separate financial statements contain information about Lloyds Commercial Leasing Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken advantage of the exemption under IAS 27 (revised), 'Consolidated and separate financial statements', from the requirement to prepare consolidated financial statements as it and its subsidiaries are included by full consolidation in the consolidated financial statements of its parent, Lloyds Bank plc.

Critical accounting estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Due to the inherent uncertainty in making estimates, actual results reported in future periods may be based upon amounts which differ from those estimates. Estimates, judgements and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected. The accounting policies deemed critical to the company's results and financial position, based upon materiality and significant judgements and estimates, are discussed below.

- Impairment

The company regularly reviews the portfolio of financial assets for impairment. In determining whether an impairment has occurred at the balance sheet date the company considers whether there is any observable data indicating that there has been a measurable decrease in the estimated future cash flows or their timings; such observable data includes whether there has been an adverse change in the payment status of borrowers or changes in economic conditions that correlate with defaults on repayments or values of underlying assets. Where this is the case, the impairment loss is measured in accordance with note 1(c) below.

1(a) Investments in limited partnerships

Income from investments in limited partnerships is recognised in accordance with the partnership agreement. Distributions in excess of partnership profits are treated as a reduction of partnership investment, with investment being recorded at cost.

1(b) Leases

Assets leased to customers are classified as finance leases if the lease agreements transfer substantially all the risks and rewards of ownership to the lessee; all other leases are classified as operating leases.

When assets are leased under a finance lease the amount due from a lessee is recorded as a receivable at the present value of the lease payments being the company's net investment in the lease. Finance lease income is recognised over the lease term using the net investment method so as to reflect a constant periodic rate of return on the company's net investment in the lease.

Initial direct costs attributed to negotiating and arranging a finance lease are included in the initial measurement of the finance lease receivable thus reducing the amount of income recognised over the lease term. Fees and commissions received are deferred and recognised as an adjustment to the effective interest rate on the lease over the lease term.

A change in corporation tax can give rise to a reduction or increase in deferred tax. Due to tax rate variation clauses in some of the company's this may lead to a reduction or increase in lease rentals. This change in the lease rentals can give rise to a change in the interest rate implicit in the lease which when applied retrospectively, produces a one-off adjustment of the finance lease receivables carrying value. This one-off adjustment is reported as either an impairment or other income in the statement of comprehensive income

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

1 Accounting policies (continued)**1(c) Impairment**

At each balance sheet date the company assesses whether, as a result of one or more events occurring after initial recognition, there is objective evidence that a financial asset or group of financial assets has become impaired.

The criteria that the company uses to determine that there is objective evidence of an impairment loss include:

- Delinquency in contractual payments of principal and/or interest;
- Indications that the borrower or group of borrowers is experiencing significant financial difficulty;
- Restructuring of debt to reduce the burden on the borrower;
- Breach of loan covenants or conditions; and
- Initiation of bankruptcy.

If there is objective evidence that an impairment loss has been incurred, a provision is established which is calculated as the difference between the balance sheet carrying value of the asset and the present value of the estimated future cash flows discounted at the asset's implicit rate in the lease.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, such as an improvement in the borrower's credit rating, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as a credit to the statement of comprehensive income.

1(d) Taxation

Current income tax which is payable on taxable profits is recognised as an expense in the period in which the profits arise.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates that have been enacted or substantially enacted by the balance sheet date which are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised where it is probable that future taxable profit will be available against which the temporary differences can be utilised. Income tax payable on profits is recognised as an expense in the period in which those profits arise. The tax effects of losses available for carry forward are recognised as an asset when it is probable that future taxable profits will be available against which these losses can be utilised. Deferred tax related to fair value re-measurement of financial assets and liabilities, which are charged or credited directly to equity, is also credited or charged directly to equity and is subsequently recognised in the statement of comprehensive income together with the deferred gain or loss.

Deferred and current tax assets and liabilities are offset when they arise in the same tax reporting group and where there is both a legal right of offset and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

1(e) Dividends

Dividends are recognised in equity only when the company has the obligation to pay the ordinary shareholder.

1(f) Cash and cash equivalents

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

1(g) Foreign currency translation

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

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2 Income from partnerships

Income from partnerships represents the partnership profit attributable to the company based on its share of the partnership profit as defined in the partnership agreement.

3 Finance costs

	2015 £000	2014 £000
Interest payable on bank loans with other group companies	41	212
	<u>41</u>	<u>212</u>

4 Other operating expenses

	2015 £000	2014 £000
Impairment of investment in partnership	6,068	-
Bad debts written off	-	5
Professional fees and other expenses	-	5
	<u>6,068</u>	<u>10</u>

The company has an investment in the Hual Carolita Limited Partnership. On 10 November 2014, the lease held by the limited partnership was terminated and a capital distribution was made to the company following receipt of the proceeds. As there will be no further distributions the company has recognised an impairment on the investment. The limited partnership will be formally dissolved in due course.

5 (Loss)/profit before taxation

Audit fees for the company are borne by the ultimate parent company, which makes no recharge to the company.

The company has no employees (2014: nil).

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

6 Taxation charge

	2015 £000	2014 £000
The taxation charge for the year comprises:		
Current tax payable on profit for the year	(2,656)	(636)
Adjustments in respect of prior year	<u>2</u>	<u>38</u>
Total current tax receivable for the year	(2,654)	(598)
Deferred taxation (note 10)	2,686	(130)
Adjustment in respect of prior year (note 10)	14	-
Impact of tax rate change (note 10)	<u>(65)</u>	<u>12</u>
Total taxation charge for the year	<u>(19)</u>	<u>(716)</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6 Taxation charge (continued)

Where taxation on the company's (loss)/profit for the year differs from the taxation credit/(charge) that would arise using the standard rate of corporation tax of 20.5% (2014: 22%), the differences are explained below:

	2015 £000	2014 £000
(Loss)/profit before taxation	(6,218)	2,344
Tax at standard rate of corporation tax	1,275	(516)
Impact of tax rate change	(65)	12
Adjustment in respect of prior year	14	38
Non-taxable items	(1,243)	-
Deferred tax on partnership	-	(250)
Total taxation charge	(19)	(716)

The Finance Act 2013 was substantively enacted on 2 July 2013. The Act further reduced the main rate of corporation tax to 21% with effect from 1 April 2014 and 20% with effect from 1 April 2015.

The Finance Act 2015 which was substantively enacted on 26 October 2015 included legislation to reduce the corporation tax rate applicable from 1 April 2017 to 19% and from 1 April 2020 to 18%.

On 16 March 2016, the Government announced that the corporation tax rate applicable from 1 April 2020 would be 17%. The proposed reductions in the rate of corporation tax are expected to be enacted, and the impact accounted for, during 2016.

7 Investment in partnerships

	2015 £000	2014 £000
At beginning of the year	19,648	20,968
Repayment of partnership capital	(13,561)	(1,320)
Adjustment re carrying value	(19)	-
Impairment of investment (note 4)	(6,068)	-
At end of the year	-	19,648

This represents the company's investment, at cost less capital distribution, of a 99.996% interest as a limited partner in Hual Carolita Limited Partnership, a partnership registered in the UK which carries on as an owner and charter of a ship. The results of the limited partnership are consolidated in the group accounts of Lloyds Banking Group plc, which has a financial year ended 31 December 2015.

8 Amounts owed by group companies

	2015 £000	2014 £000
Cash at bank	13,088	9,274
Amounts due from group companies	44	24
	13,132	9,298

For further details please refer to note 13.

9 Amounts owed to group companies

	2015 £000	2014 £000
Bank borrowings	-	8,985
Interest payable	357	333
Group relief payable	3,289	1,281
	3,646	10,599

For further details please refer to note 13.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10 Deferred taxation

	2015 £000	2014 £000
At beginning of the year	2,635	2,517
Deferred taxation charge for the year	(2,686)	130
Adjustment in respect of prior year	(14)	-
Impact of tax rate change on deferred taxation charge/(credit) for the year	65	(12)
At end of the year	-	2,635

The deferred taxation result in the income statement comprises the following:

	2015 £000	2014 £000
Partnership profits	(2,635)	118
Total deferred taxation result	(2,635)	118

Deferred taxation liabilities are comprised as follows:

	2015 £000	2014 £000
Deferred taxation liability	-	2,635
Partnership profits	-	2,635
Total deferred taxation	-	2,635

The Finance Act 2013 was substantively enacted on 2 July 2013. The Act further reduced the main rate of corporation tax to 21% with effect from 1 April 2014 and 20% with effect from 1 April 2015.

The Finance Act 2015 which was substantively enacted on 26 October 2015 included legislation to reduce the corporation tax rate applicable from 1 April 2017 to 19% and from 1 April 2020 to 18%.

On 16 March 2016, the Government announced that the corporation tax rate applicable from 1 April 2020 would be 17%. The proposed reductions in the rate of corporation tax are expected to be enacted, and the impact accounted for, during 2016.

11 Share capital

	2015 £	2014 £
Allotted, issued and fully paid		
1 ordinary share of £1 each	100,000	100,000
	100,000	100,000

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

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

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

12 Risk management of financial instruments

The primary financial risks affecting the company are: credit risk, liquidity risk and market risk (which include interest rate risk and foreign currency risk). Information on the management of these financial risks and further disclosures is given below.

In accordance with IAS 39 "Financial instruments: Recognition and measurement", all financial assets are designated as held at amortised cost. The accounting policies in note 1 describe how different classes of financial instruments are measured, and how income and expenses are recognised.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12 Risk management of financial instruments (continued)**Credit risk management:**

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The maximum credit risk exposure of the company in the event of other parties failing to perform their obligations is detailed below. The maximum exposure to loss is considered to be the balance sheet carrying amount as at 30 September.

	2015 £000	2014 £000
Financial assets which are neither past due nor impaired for credit risk:		
Amounts owed by group companies	13,132	9,298
Other debtors	-	3
Total credit risk exposure	<u>13,132</u>	<u>9,301</u>

Credit risk management is performed by various committees established by its ultimate parent, Lloyds Banking Group plc. Each exposure or loan is assessed for credit risk prior to approval and assigned a credit rating based on the credit risk rating methodology and management policy of the Lloyds Banking Group plc. The table below reflects the credit rating of the financial assets portfolio net of any financial guarantees received.

Financial assets by credit rating:

	AAA £000	AA £000	A £000	BBB £000	Rated BB or lower £000	Not rated £000	Total £000
At 30 September 2015							
Amounts owed by group companies	-	-	13,132	-	-	-	13,132
Total	-	-	13,132	-	-	-	13,132
	AAA £000	AA £000	A £000	BBB £000	Rated BB or lower £000	Not rated £000	Total £000
At 30 September 2014							
Amounts owed by group companies	-	-	9,298	-	-	-	9,298
Other debtors	-	-	-	-	-	3	3
Total	-	-	9,298	-	-	3	9,301

At the balance sheet date the company assesses if there is objective evidence that the financial assets have become impaired. Evidence of impairment may include indications that the counterparty is experiencing financial difficulty, default or delinquency in settlements of amounts due or debt restructurings to reduce the financial burden on the counterparty.

At 30 September 2015 and 2014 there were no impairments relating to credit risk against any financial assets. The credit risk exposure under short-term debtors, deposits and other financial assets are represented by the book values in the above table.

For financial assets held at amortised cost the fair value approximates to their carrying values.

Liquidity risk management:

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or other financial assets.

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

At 30 September 2015	Bank borrowings £000	Other liabilities £000	Total Liabilities £000
On demand	-	3,661	3,661
Up to 1 month	-	-	-
1-3 months	-	-	-
3-12 months	-	-	-
1-5 years	-	-	-
Over 5 years	-	-	-
Total	<u>-</u>	<u>3,661</u>	<u>3,661</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12 Risk management of financial instruments (continued)

Liquidity risk management (continued):

At 30 September 2014	Bank borrowings £000	Other liabilities £000	Total Liabilities £000
On demand	-	1,621	1,621
Up to 1 month	8,985	-	8,985
1-3 months	-	-	-
3-12 months	-	-	-
1-5 years	-	-	-
Over 5 years	-	-	-
Total	8,985	1,621	10,606

The fair value of current liabilities approximates their carrying values.

Bank borrowings and the associated interest payable upon them are borrowed short term and all borrowings are advanced by a fellow subsidiary undertaking of Lloyds Banking Group plc.

Interest rate risk management:

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

Based on the balance sheet carrying values a +/- 25 basis point change in interest rates will increase/reduce finance income by £nil (2014: £nil) and finance costs by £nil (2014: £22,000).

Foreign currency risk:

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

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

13 Related parties

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

The company's related parties include other companies in the Group and the company's key management personnel. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the company, which is determined to be the company's directors, who are listed on page 1 of these financial statements.

In respect of related party transactions, the outstanding balances receivable/(payable) at 30 September were as follows:

Nature of transaction	Related party	Related party relationship	2015 £000	2014 £000	Terms and conditions Repayment	Interest
Cash at bank	Lloyds Bank plc	Intermediate parent undertaking	13,088	9,274	No fixed date	N/A
Amounts due from group companies	Hual Carolita Limited Partnership	Partnership investment	44	24	No fixed date	N/A
Group relief payable	Bank of Scotland plc	Fellow subsidiary undertaking	(3,289)	(1,281)	No fixed date	N/A
Bank borrowings	Lloyds Bank plc	Intermediate parent undertaking	-	(8,985)	N/A	N/A
Interest payable	Lloyds Bank plc	Intermediate parent undertaking	(357)	(333)	No fixed date	N/A

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

Bank borrowings are interest bearing and during the year rates of interest between 0.45% and 0.55% (2014: up to 0.55%) were charged. Finance costs of £41,000 (2014: £212,000) were incurred during the year. Bank borrowings are not guaranteed and there are no inter-company guarantees in place.

The company paid group relief of £645,000 (2014: £10,732,000) during the year to fellow subsidiary undertakings.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14 Adopted accounting standards

The following accounting standard changes were adopted by the company during the year.

<u>Pronouncement</u>	<u>Nature of change</u>	<u>Adoption date</u>
Amendment to IAS 32 Financial Instruments: Presentation – 'Offsetting Financial Assets and Financial Liabilities'	Inserts application guidance to address inconsistencies identified in applying the offsetting criteria used in the standard. Some gross settlement systems may qualify for offsetting where they exhibit certain characteristics akin to net settlement.	1 October 2014

15 Future developments

The following accounting standard changes will impact the company in the future financial years. Save as disclosed below, the initial view is that none of these pronouncements are expected to cause any material adjustments to reported numbers in the Financial Statements.

<u>Pronouncement</u>	<u>Nature of change</u>	<u>IASB effective date</u>
IFRS 9: 'Financial Instruments' ¹	Replaces those parts of IAS 39 Financial Instruments: Recognition and Measurement relating to the classification, measurement and derecognition of financial assets and liabilities and hedge accounting. IFRS 9 requires financial assets to be classified into two measurement categories, fair value and amortised cost, on the basis of the objectives of the entity's business model for managing its financial assets and the contractual cash flow characteristics of the instruments and eliminated the available-for-sale financial asset and held-to-maturity investment categories in IAS 39. The requirements for derecognition are broadly unchanged from IAS 39. The standard also retains most of the IAS 39 requirements for financial liabilities except for those designated at fair value through profit or loss whereby that part of the fair value change attributable to the entity's own credit risk is recorded in other comprehensive income. The hedge accounting requirements are more closely aligned with risk management practices and follow a more principle-based approach.	Annual periods beginning on or after 1 January 2018

¹ As at the date of signing, this pronouncement is awaiting EU endorsement.