

OCEAN LEASING (JULY) LIMITED

Annual report and financial statements for the year ended 31 July 2016



Member of Lloyds Banking Group

Registered Number: 02811272



OCEAN LEASING (JULY) LIMITED

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DIRECTORS

C G Dowsett  
G A Fox  
A J Kemp

COMPANY SECRETARY

Lloyds Secretaries Limited

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP  
Atria One  
144 Morrison Street  
Edinburgh  
EH3 8EX

BANKERS

Bank of Scotland plc  
The Mound  
Edinburgh  
EH1 1YZ

REGISTERED OFFICE

25 Gresham Street  
London  
EC2V 7HN

COUNTRY OF INCORPORATION

England and Wales

REGISTERED COMPANY NUMBER

02811272

## DIRECTORS' REPORT

The directors present their report and audited financial statements of Ocean Leasing (July) Limited ("the company") for the year ended 31 July 2016.

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 management of financial assets and liabilities and this is likely to continue for the foreseeable future.

The results of the company show a profit before taxation of £6,914 (2015: loss of £151,073) for the year as set out in the statement of comprehensive income on page 6.

The company has shareholder's equity of £55,533 (2015: £1,344,929).

## DIVIDENDS

The directors authorised and paid dividends during the year amounting to £1,294,926 (2015: £nil).

## DIRECTORS

The names of the directors of the company who were in office during the year and up to the date of the signing of financial statements are shown on page 1. The following changes in directors have taken place during the year and since the year end:

	Appointed	Resigned/ceased to be a director
R O Williams	-	19 September 2016
A J Kemp	9 January 2017	-

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, including former directors who resigned during the year, 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 (or from the date of appointment in respect of directors who joined the board of the company during the financial year). Directors no longer in office but who served on the board of the company at any time in the financial year had the benefit of this contract of indemnity during that period of service. 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 10 '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: 30/3/17

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF OCEAN LEASING (JULY) LIMITED**

### **Report on the Financial Statements**

#### **Our opinion**

In our opinion, Ocean Leasing (July) Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 July 2016 and of its profit 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, included within the Annual report and financial statements (the "Annual Report"), comprise:

- the Statement of Comprehensive Income for the year ended 31 July 2016;
- the Balance Sheet as at 31 July 2016;
- 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 IFRSs as adopted by the European Union, and applicable law.

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 OCEAN LEASING (JULY) LIMITED (CONTINUED)**

**What an audit of financial statements involves**

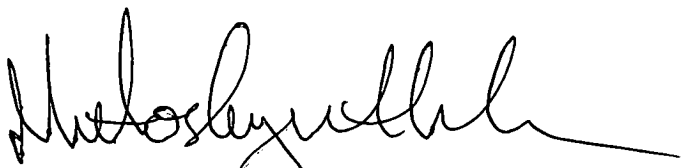
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. 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-Abrahall (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors

Edinburgh

Date: 30/3/17

STATEMENT OF COMPREHENSIVE INCOME  
For the year ended 31 July 2016

	Note	2016 £	2015 £
Finance income	2	16,955	51,814
Finance costs	3	(10,041)	(220,766)
		6,914	(168,952)
Other operating income	4	-	17,879
<b>Profit/(loss) before taxation</b>	5	6,914	(151,073)
Taxation (charge)/credit	6	(1,383)	31,227
<b>Profit/(loss) after taxation and total comprehensive income for the year attributable to owners of the parent</b>		5,531	(119,846)

The accompanying notes on pages 10 to 15 are an integral part of the Financial Statements.

BALANCE SHEET  
As at 31 July 2016

	Note	2016 £	2015 £
<b>Assets</b>			
<b>Current assets</b>			
Amounts owed by group companies	7	<u>67,085</u>	<u>11,150,237</u>
<b>Total current assets</b>		<u>67,085</u>	<u>11,150,237</u>
<b>Total assets</b>		<u>67,085</u>	<u>11,150,237</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Amounts owed to group companies	8	<u>11,552</u>	<u>9,805,308</u>
<b>Total current liabilities</b>		<u>11,552</u>	<u>9,805,308</u>
<b>Equity</b>			
Share capital	9	<u>2</u>	<u>2</u>
Retained earnings		<u>55,531</u>	<u>1,344,927</u>
<b>Total equity</b>		<u>55,533</u>	<u>1,344,929</u>
<b>Total liabilities and equity</b>		<u>67,085</u>	<u>11,150,237</u>

The financial statements on pages 6 to 15 were approved by the Board of Directors on 30/3/17 and signed on its behalf by:



**C G Dowsett**  
Director

Registered Number: 02811272

The accompanying notes on pages 10 to 15 are an integral part of the Financial Statements.



## STATEMENT OF CHANGES IN SHAREHOLDER'S EQUITY

	Note	Share capital £	Retained earnings £	Total equity £
<b>Balance at 31 July 2014</b>		2	1,464,772	1,464,774
<b>Total comprehensive loss for the year</b>				
Loss for the year		-	(119,846)	(119,846)
<b>Balance at 31 July 2015</b>	9	2	1,344,926	1,344,928
<b>Total comprehensive income for the year</b>				
Profit for the year		-	5,531	5,531
Dividends paid		-	(1,294,926)	(1,294,926)
<b>Balance at 31 July 2016</b>	9	<u>2</u>	<u>55,531</u>	<u>55,533</u>

The accompanying notes on pages 10 to 15 are an integral part of the Financial Statements.

CASH FLOW STATEMENT  
For the year ended 31 July 2016

	Note	2016 £	2015 £
<b>Result before taxation</b>		6,914	(151,073)
<b>Operating activities</b>			
Decrease/(increase) in receivables		181,365	(60,165)
(Increase)/decrease in payables		<u>(1,262,140)</u>	<u>229,193</u>
<b>Cash (used in)/generated by operating activities</b>		<u>(1,073,861)</u>	<u>17,955</u>
Group relief received/(paid)		<u>31,227</u>	<u>(9,009,408)</u>
<b>Net cash flow used in operating activities</b>		<u>(1,042,634)</u>	<u>(8,991,453)</u>
<b>Financing activities</b>			
(Decrease)/increase in bank borrowings		(8,533,000)	8,533,000
Dividends paid		<u>(1,294,926)</u>	<u>-</u>
<b>Net cash flow (used in)/generated by financing activities</b>		<u>(9,827,926)</u>	<u>8,533,000</u>
Net decrease in cash and cash equivalents		(10,870,560)	(458,453)
Cash and cash equivalents at beginning of the year		<u>10,937,645</u>	<u>11,396,098</u>
<b>Cash and cash equivalents at end of the year</b>		<u><u>67,085</u></u>	<u><u>10,937,645</u></u>
Cash and cash equivalents are comprised of:			
Cash at bank	7	67,085	7,645
Bank deposits	7	<u>-</u>	<u>10,930,000</u>
		<u><u>67,085</u></u>	<u><u>10,937,645</u></u>

The accompanying notes on pages 10 to 15 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 Bank of Scotland plc. After making appropriate enquiries, the directors believe that it is appropriate for the financial statements to be prepared on the going concern basis.

#### 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(a) below.

#### 1(a) 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 (excluding future credit losses that have been incurred) discounted at the financial assets original effective interest rate.

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(b) 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 income statement 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.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

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

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

**1(d) 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(e) Foreign currency translation**

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

**2 Finance income**

	2016 £	2015 £
Interest receivable on bank deposits with other group companies	<u>16,955</u>	<u>51,814</u>
	<u>16,955</u>	<u>51,814</u>

**3 Finance costs**

	2016 £	2015 £
Interest payable to other group companies	<u>10,041</u>	<u>220,766</u>
	<u>10,041</u>	<u>220,766</u>

**4 Other operating income**

	2016 £	2015 £
Insurance refund	<u>-</u>	<u>17,879</u>
	<u>-</u>	<u>17,879</u>

**5 Profit/(loss) 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 (2015: 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)/credit**

	2016 £	2015 £
The taxation (charge)/credit for the year comprises:		
Current tax (payable)/receivable on loss for the year	<u>(1,383)</u>	<u>31,227</u>
Total taxation (charge)/credit for the year	<u>(1,383)</u>	<u>31,227</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**6 Taxation (charge)/credit (continued)**

Where taxation on the company's result for the year differs from the taxation (charge)/credit that would arise using the standard rate of corporation tax of 20.00% (2015: 20.67%), the differences are explained below:

	2016 £	2015 £
Profit/(loss) before taxation	<u>6,914</u>	<u>(151,073)</u>
Tax at standard rate of corporation tax	<u>(1,383)</u>	<u>31,227</u>
Total taxation (charge)/credit	<u>(1,383)</u>	<u>31,227</u>

The Finance (No. 2) Act 2015 which was substantively enacted on 26 October 2015 reduced the main rate of corporation tax to 19% with effect from 1 April 2017 and 18% with effect from 1 April 2020.

The Finance Act 2016, which was substantively enacted on 6 September 2016, further reduced the corporate tax rate to 17% with effect from 1 April 2020.

**7 Amounts owed by group companies**

	2016 £	2015 £
Cash at bank	67,085	7,645
Bank deposits	-	10,930,000
Interest receivable	-	2,464
Amounts due from group companies	-	61,625
Amounts due from immediate parent company	-	117,276
Group relief receivable	-	31,227
	<u>67,085</u>	<u>11,150,237</u>

For further details please refer to note 11.

**8 Amounts owed to group companies**

	2016 £	2015 £
Bank borrowings	-	8,533,000
Interest payable	-	1,262,139
Group relief payable	1,383	-
Amounts due to group companies	<u>10,169</u>	<u>10,169</u>
	<u>11,552</u>	<u>9,805,308</u>

For further details please refer to note 11.

**9 Share capital**

	2016 £	2015 £
Allotted, issued and fully paid		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>
	<u>2</u>	<u>2</u>

The company's objectives when managing capital are to safeguard the entity's ability to continue as a going concern and, indirectly, 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.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**10 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.

**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 31 July.

	2016 £	2015 £
Financial assets which are neither past due nor impaired for credit risk:		
Amounts owed by group companies	<u>67,085</u>	<u>11,150,237</u>
Total credit risk exposure	<u>67,085</u>	<u>11,150,237</u>

Credit risk management is performed by various committees established by its ultimate parent, Lloyds Banking Group plc. Each exposure 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 company has no credit risk to a third party, all assets are recoverable from the company's ultimate parent, Lloyds Banking Group plc being an A (2015: A) credit rated financial institution.

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 31 July 2016 and 2015 there were no impairments relating to credit risk against any financial assets.

**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 31 July 2016	Bank borrowings £	Other liabilities £	Total Liabilities £
On demand	-	11,552	11,552
Up to 1 month	-	-	-
1-3 months	-	-	-
3-12 months	-	-	-
1-5 years	-	-	-
Over 5 years	-	-	-
Total	-	<u>11,552</u>	<u>11,552</u>
At 31 July 2015	Bank borrowings £	Other liabilities £	Total Liabilities £
On demand	-	1,271,103	1,271,103
Up to 1 month	-	-	-
1-3 months	8,533,000	1,205	8,534,205
3-12 months	-	-	-
1-5 years	-	-	-
Over 5 years	-	-	-
Total	<u>8,533,000</u>	<u>1,272,308</u>	<u>9,805,308</u>

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.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**10 Risk management of financial instruments (continued)****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.

As at 31 July 2016, the company has no exposure to variable rate financial assets and liabilities. Based on the balance sheet carrying values at 31 July 2015, a +/- 25 basis point change in interest rates would have increased/reduced finance income by £27,000 and finance costs by £21,000.

**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.

**11 Related parties**

The company's immediate parent company is Bank of Scotland Structured Asset Finance 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. Bank of Scotland 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](http://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 31 July were as follows:

Nature of transaction	Related party	Related party relationship	2016 £	2015 £	Terms and conditions Repayment	Interest
Cash at bank	Bank of Scotland plc	Intermediate parent undertaking	67,085	7,645	N/A	N/A
Bank deposits	Bank of Scotland plc	Intermediate parent undertaking	-	10,930,000	N/A	N/A
Amounts due from group companies	Ocean Leasing (No. 2) Limited	Fellow subsidiary undertaking	-	61,625	N/A	N/A
Amounts due from parent	Bank of Scotland Structured Asset Finance Limited	Intermediate parent undertaking	-	117,276	N/A	N/A
Group relief (payable)/receivable	Bank of Scotland plc	Intermediate parent undertaking	(1,383)	31,227	No fixed date	N/A
Amounts due to group companies	Lloyds Bank Leasing (No. 8) Limited	Fellow subsidiary undertaking	(10,169)	(10,169)	No fixed date	N/A
Bank borrowings	Bank of Scotland plc	Intermediate parent undertaking	-	(8,533,000)	N/A	N/A
Interest payable	Bank of Scotland plc	Intermediate parent undertaking	-	(1,262,139)	N/A	N/A
Interest receivable	Bank of Scotland plc	Intermediate parent undertaking	-	2,464	N/A	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 interest rates of 0.57% (2015: between 0.49% and 0.57%) were charged. Finance costs of £10,041 (2015: £220,766) were incurred during the year.

The company earned interest of £16,955 (2015: £51,814) on bank deposits on which rates of interest between 0.48% and 0.49% (2015: between 0.46% and 0.48%) were received.

The company received group relief of £31,227 (2015: paid £9,009,408) during the year from fellow subsidiary undertakings.

**12 Adopted accounting standards**

There were no new accounting standards adopted by the company during the year.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**13 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'	<p>IFRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 requires financial assets to be classified into one of three measurement categories, fair value through profit or loss, fair value through other comprehensive income 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. These changes are not expected to have a significant impact on the company.</p> <p>IFRS 9 also replaces the existing 'incurred loss' impairment approach with an expected credit loss approach. This change is likely to result in an increase in the company's balance sheet provisions for credit losses although the extent of any increase will depend upon, amongst other things, the composition of the company's lending portfolios and forecast economic conditions at the date of implementation. In February 2015, the Basel Committee on Banking Supervision published a consultative document outlining supervisory expectations regarding sound credit risk practices associated with implementing and applying an expected credit loss accounting framework. A final version is expected to be issued at the end of 2015.</p> <p>The hedge accounting requirements of IFRS 9 are more closely aligned with risk management practices and follow a more principle-based approach than IAS 39. The revised requirements are not expected to have a significant impact on the company.</p>	Annual periods beginning on or after 1 January 2018
IFRS16; 'Leases'	<p>The IASB has issued IFRS 16 to replace IAS 17 Leases which is effective for annual periods beginning on or after 1 January 2019. IFRS 16 requires lessees to recognise a right of use asset and a liability for future payments arising from a lease contract. This change will mainly impact the properties that the Group currently accounts for as operating leases. Lessor accounting requirements remain aligned to the current approach under IAS 17.</p>	Annual periods beginning on or after 1 January 2019