ICB Holdings Limited
(Registered number:04287524)

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Directors' report and Audited Consolidated Financial Statements for the Year Ended 31 December 2021

for

ICB Holdings Limited

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Contents of the Consolidated Financial Statements
For the Year Ended 31 December 2021

Company Information
For the Year Ended 31 December 2021

Directors:	J S Gordon K A Cunningham P R Hepburn
Secretary:	Resolis Limited
Registered office:	C/O Dalmore Capital Limited Watling House – 5th Floor 33 Canon Street London EC4M 5SB
Registered number:	04287524 (England and Wales)
Independent auditor:	Johnston Carmichael LLP Bishops Court 29 Albyn Place Aberdeen AB10 1YL

Directors' report
For the Year Ended 31 December 2021

The directors present their report with the financial statements of the company and the group for the year ended 31 December 2021.

Principal activity
The Company acts as a holding company for its subsidiary Investors in the Community (Buxton) Limited, together the "Group", whose principal activity is the financing, design and construction, refurbishment and partial operation of The Health and Safety Laboratories' facility in Buxton under the Government's Private Finance Initiative (the "Project"). The directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

The Group has entered into a project agreement with the Health and Safety Executive, together with an associated construction contract, funding agreements, hard and soft services contracts and ancillary project agreements (together the "Project Agreements"). The Project Agreements require it to finance, design, develop, construct, maintain and deliver facilities management services for a primary term of 32 years from the date of signing of the Project Agreements, signed on 12 April 2002.

Key performance indicators (KPIs)
The Group has modelled the anticipated financial outcome of the Project across its full term. The Group monitors actual financial performance against this anticipated performance. As at 31 December 2021, the Group's performance reflects an acceptable variance to this model. The Group is in the operational phase of the Project and is performing to the standards of the Project Agreements.

The results for the year are set out in the profit and loss account on page 7.

No dividends have been paid during the year ending 31 December 2021. No dividends are proposed for the year.

Directors
The directors shown below have held office during the whole of the period from 1 January 2021 to the date of this report.

K A Cunningham
J S Gordon

Other changes in directors holding office are as follows:

M Templeton – resigned 27 January 2021
C R Field – resigned 7 January 2022
P R Hepburn – appointed 21 January 2022.

The Articles of Association of the Company provide that in certain circumstances the directors are entitled to be indemnified out of the assets of the Company against claims from third parties in respect of certain liabilities arising in connection with the performance of their functions, in accordance with the provisions of the UK Companies Act 2006. Indemnity provisions of this nature have been in place during the financial year but have not been utilised by the directors.

Strategic report

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small company exemption. Accordingly, no strategic report has been prepared.

Directors' report *(continued)*
For the Year Ended 31 December 2021

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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;

- make judgements and accounting estimates that are reasonable and prudent;

- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Statement as to disclosure of information to auditors

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

Auditor

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

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

On behalf of the board:

K Cunningham
Director

20 / 12 / 2022

Registered Office
C/O Dalmore Capital Limited
Watling House – 5th Floor
33 Canon Street
London
EC4M 5SB

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ICB HOLDINGS LIMITED

Opinion

We have audited the financial statements of ICB Holdings Limited (the 'Parent Company') and its subsidiary (the 'Group') for the year ended 31 December 2021 which comprise of the Statement of Comprehensive Income, the Balance sheet, the Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In our opinion the financial statements:

- give a true and fair view of the state of the group and company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ICB HOLDINGS LIMITED *(continued)*

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit is considered capable of detecting irregularities and fraud
Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below.

We obtained an understanding of the legal and regulatory frameworks that are applicable to the company, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The most relevant frameworks we identified include:

- United Kingdom Accounting Standards, including Financial Reporting Standard FRS 102;
- UK Companies Act; and
- UK Corporation taxes legislation.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ICB HOLDINGS LIMITED *(continued)*

We gained an understanding of how the group is complying with these laws and regulations by making enquiries of management and those charged with governance. We corroborated these enquiries through our review of any relevant correspondence with regulatory bodies and board meeting minutes.

We assessed the susceptibility of the group's financial statements to material misstatement, including how fraud might occur, by meeting with management and those charged with governance to understand where it was considered there was susceptibility to fraud. This evaluation also considered how management and those charged with governance were remunerated and whether this provided an incentive for fraudulent activity. We considered the overall control environment and how management and those charged with governance oversee the implementation and operation of controls. In areas of the financial statements where the risks were considered to be higher, we performed procedures to address each identified risk.

The following procedures were performed to provide reasonable assurance that the financial statements were free of material fraud or error:

- Reviewing minutes of meetings of those charged with governance for reference to: breaches of laws and regulation or for any indication of any potential litigation and claims; and events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud;
- Reviewing the level of and reasoning behind the company's procurement of legal and professional services;
- Performing audit work procedures over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing judgements made by management in their calculation of accounting estimates for potential management bias; and
- Agreement of the financial statement disclosures to supporting documentation.

Our audit procedures were designed to respond to the risk of material misstatements in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve intentional concealment, forgery, collusion, omission or misrepresentation. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx. This description forms part of our auditor's report.

Use of our report

This report is made solely to the group's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the group's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the group and the group's members as a body, for our audit work, for this report, or for the opinions we have formed.

Jenny Junnier

20 / 12 / 2022

Jenny Junnier (Senior Statutory Auditor)
for and on behalf of Johnston Carmichael LLP

Chartered Accountants
Statutory Auditor

Bishops Court
29 Albyn Place
Aberdeen
AB10 1YL

Consolidated Profit and Loss account
for the year ended 31 December 2021

	Note	2021 £000	2020 £000
Turnover		**9,002**	7,855
Cost of sales		**(6,444)**	(5,293)
Gross profit		**2,558**	2,562
Administrative expenses		**(502)**	(460)
Operating profit		**2,056**	2,102
Other interest receivable and similar income		**3,783**	3,949
Interest payable and similar expenses		**(4,241)**	(4,124)
Profit before taxation		**1,598**	1,927
Tax on profit		**(777)**	(614)
Profit after taxation		**821**	1,313

The notes on pages 12 to 20 form part of these financial statements.

All of the activities of the group are classified as continuing.

Consolidated Balance Sheet
at 31 December 2021

	Note	**2021 £000**	2020 £000
Current assets			
Debtors: amounts falling due within one year	8	**12,233**	10,674
Debtors: amounts falling due after more than one year	8	**45,134**	47,364
Cash at bank and in hand		**15,976**	14,239
		73,343	72,277
Creditors: amounts falling due within one year	9	**(14,235)**	(11,181)
Net current assets		**59,108**	61,096
Creditors: amounts falling due after more than one year	10	**(50,720)**	(54,019)
Provisions for liabilities	11	**(2,198)**	(1,708)
Net Assets		**6,190**	5,369
Capital and reserves			
Called up share capital	12	**50**	50
Retained earnings		**6,140**	5,319
Equity shareholders' funds		**6,190**	5,369

The notes on pages 12 to 20 form part of these financial statements.

These financial statements were approved by the Board of Directors on 20 December 2022 and were signed on its behalf by:

K Cunningham
Director

Registered Company Number: 04287524

Company Balance Sheet
at 31 December 2021

	Note	2021 £000	2020 £000
Fixed assets			
Investments	7	**50**	50
Net assets		**50**	50
Capital and reserves			
Called up share capital	12	**50**	50
Profit and loss account		**-**	-
Equity shareholders' funds		**50**	50

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

These financial statements were approved by the Board of Directors and authorised for issue on 20 December 2022 and were signed on its behalf by:

Kevin Cunningham
Director

Registered Company Number: 04287524

Consolidated Statement of Changes in Equity
For the year ended 31 December 2021

	Called up share and fully paid capital £000	Profit and loss account £000	Total Equity £000
Balance at 1 January 2020	50	4,006	**4,056**
Changes in equity			
Total comprehensive income	-	1,313	**1,313**
Balance at 31 December 2020	**50**	**5,319**	**5,369**
Changes in equity			
Total comprehensive income	-	821	**821**
Balance at 31 December 2021	**50**	**6,140**	**6,140**

The notes on pages 12 to 20 form part of these financial statements

Company Statement of Changes in Equity

	Called up share and fully paid capital £000	Profit and loss account £000	Total Equity £000
Balance at 1 January 2020	50	-	**50**
Changes in equity			
Total comprehensive income	-	-	-
Balance at 31 December 2020	**50**	**-**	**50**
Changes in equity			
Total comprehensive income	-	-	-
Balance at 31 December 2021	**50**	**-**	**50**

The notes on page 12 to 20 form part of these financial statements

Notes to the Consolidated Financial Statements
For the year Ended 31 December 2021

1 Statutory information

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

The presentation currency of the financial statements is the Pound Sterling (£) and rounded to the nearest thousand.

2 Accounting policies

Basis of preparing the financial statements
These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

FRS 102 granted certain first-time adoption exemptions from the full requirements of FRS 102. The following exemptions have been taken in the financial statements since transition:

- Service concession arrangements: The Company entered into its Service concession arrangement before the date of transition to this FRS. Therefore, its service concession arrangements have continued to be accounted for using the same accounting policies being applied at the date of transition to this FRS.

Disclosure exemptions
The Company has taken advantage of the exemption in FRS 102 Section 7 'Statement of Cash Flows' part 1B, which states that a small company is not required to prepare a cash flow statement.

The Company has also taken advantage of the exemption in section 33 of FRS 102 'Related Party Disclosures', that allows it not to disclose transactions with wholly owned members of a group.

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

Going Concern
The directors have reviewed the Group's projected profits and cash flows by reference to a financial model covering accounting periods up to 2034. Incorporated within the model are the relevant terms of the PFI contract, subcontracts and Credit Agreement and reasonably prudent economic assumptions.

This model, which is updated regularly, predicts that the Group will be profitable and will have sufficient cash resources to operate within the terms of the PFI contract, Subcontract and Credit Agreement. Therefore, the directors, having considered the financial position of the Group and its expected future cash flows, have prepared the financial statements for the year on a going concern basis. The directors confirm that they do not intend to liquidate the Company or cease trading as they consider that they have realistic alternatives to doing so.

Basis of consolidation
The Group financial statements incorporate the financial statements of the Company and all the entities controlled by the Company (its subsidiaries). All intra-group transactions, balances, income and expenses are eliminated on consolidation.

In the parent financial statements, investments in subsidiaries are carried at cost less impairment.

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

2 Accounting policies *(continued)*

Finance debtor and service income
The Group is an operator of a PFI contract. The underlying asset is not deemed to be an asset of the Group under old UK GAAP, 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. The Company recognises income in respect of the services provided as it fulfils its contractual obligations in respect of those services.

Major maintenance costs are recognised on a contractual basis and the revenue in respect of these services is recognised when these services are performed.

Turnover is recognised in accordance with the finance debtor and service income accounting policies above and excludes VAT. Income received in respect of the service concession is allocated between revenue and capital repayment of, and interest income on, the PFI financial asset using the effective interest rate method. Service revenue is recognised as a margin on non-pass through operating and maintenance costs.

Basic 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 method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

Interest-bearing borrowings classified as basic financial instruments
Interest-bearing borrowings are recognised at amortised cost using the effective interest method, less any impairment losses.

Cash and cash equivalents
Cash and cash equivalents comprise cash balances and short-term deposits.

Restricted cash
The Company is obligated to keep separate cash reserves in respect of future major maintenance costs and debt service commitments. These restricted cash balances, which are shown on the balance sheet within the "cash at bank and in hand" balance, amounts to £13,693,000 at the year end (2020: £12,118,000).

Index-linked borrowings classified as basic financial instruments
Index-linked borrowings are recognised initially at the present value of future payments discounted at a market rate of indexation. Subsequent to initial recognition, Index-linked borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

2 Accounting policies *(continued)*

Taxation
The charge for taxation is based on the profit or loss for the year and takes into account deferred tax.

Deferred tax is recognised in respect of all timing differences between the treatment of certain items for taxation and accounting purposes that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted, or substantively enacted, by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Impairment excluding deferred tax assets

Financial assets (including trade and other debtors)
A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Group would receive for the asset if it were to be sold at the reporting date.

Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Interest receivable and interest payable
Interest payable and similar expenses include interest payable on borrowings and associated ongoing financing fees.

Other 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 method.

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with FRS102 requires management to make judgements, estimates and assumptions that affect the application of the accounting policies policies and reported amount 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 ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

Critical Judgements
The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Service concession accounting
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 service concession contract. Lifecycle costs are a significant proportion of future expenditure. Given the length of the Group's service concession contract, the forecast of lifecycle costs is subject to significant estimation uncertainty and changes in the amount and timing of expenditure could have material impacts. As a result, there is a significant level of judgement applied in estimating future lifecycle costs. To reduce the risk of misstatement, future estimates of lifecycle expenditure are prepared by maintenance experts on an asset by asset basis and periodic technical evaluations of the physical condition of the facilities are undertaken. In addition, comparisons of actual expenditure are compared to the lifecycle forecast.

4 Employees and directors

The Group had no employees during the year *(2020: none)*.

5 Individual statement of comprehensive income

As permitted by Section 408 of the Companies Act 2006, the Statement of Comprehensive Income of the parent company is not presented as part of these financial statements

6 Operating profit

	2021	2020
	£'000	£'000
Operating profit for the year is stated after charging:		
Fees payable to the company's auditor for the audit of the company's financial statements	**16**	15
Taxation advisory services	**7**	5

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

7 Fixed asset investments

	2021 £000	2020 £000
Company		
Cost		
At 1 January 2021 and 31 December 2021	**50**	50
Net book value		
At 1 January 2021 and 31 December 2021	**50**	50

The undertaking in which the Company's interest at the year end is more than 20% is as follows:

Name of undertaking and registered office	Country of Incorporation	Principal Activity	Class and Percentage of shares held Company
Investors in the Community (Buxton) Limited (registered office: c/o Dalmore Capital Limited, Watling House – 5th Floor, 33 Cannon Street, London, EC4M 5SB)	United Kingdom	PFI operator	£1 ordinary shares 100%

8 Debtors

	2021 £'000	2020 £'000
Amounts falling due within one year		
Trade debtors	**84**	170
Finance debtor	**2,229**	2,061
Accrued income	**9,920**	8,443
	12,233	10,674
Amounts falling due after more than one year		
Finance debtor	**45,134**	47,364
Aggregate amounts	**57,367**	58,038

Included within finance debtor is £4,912,000 (2020: £5,126,000) in respect of capitalised net finance costs.

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

9 Creditors: amounts falling due within one year

	Group 2021 £000	Group 2020 £000
3.0812% Index–linked secured guaranteed bonds	**4,557**	3,912
Trade creditors	**76**	262
Corporation tax liability	**120**	164
VAT	**368**	143
Accruals and deferred income	**9,114**	6,700
	14,235	11,181

10 Creditors: amounts falling due after more than one year

	Group 2021 £000	Group 2020 £000
3.0812% Index–linked secured guaranteed bonds	**43,124**	46,423
13.75% Subordinated Loan Stock	**7,596**	7,596
	50,720	54,019

Analysis of debt: Debt can be analysed falling due:	Group 2021 £'000	Group 2020 £'000
Less than one year	**4,557**	3,912
Between one and two years	**3,872**	4,353
Between two and five years	**12,167**	11,295
In five years or more	**34,681**	30,775
	55,277	50,335

The index-linked bonds are redeemed by instalments each on 30 September and 31 March commencing on 31 March 2006 with the final repayment due on 30 September 2033. The bonds are guaranteed by Assured Guaranty (UK) Limited and are secured by a fixed and floating charge over the assets of the Company. The Subordinated Loan Stock bears interest at 13.75% and is redeemable on 31 October 2034.

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

11 Provisions for liabilities

Deferred taxation – Group	**Deferred tax**
	£000
Balance at 1 January 2021	1,708
Provided during the year	490
Balance at 31 December 2021	2,198

The elements of deferred taxation are as follows:

	2021	2020
	£000	£000
Tax Losses	**(5,143)**	(4,214)
Pre-operating costs in excess of related finance debtor amortisation	**2,771**	2,197
Capital allowances in excess of related finance debtor amortisation	**4,570**	3,725
	2,198	(1,708)
Deferred tax asset	**(5,143)**	(4,214)
Deferred tax liability	**7,341**	5,922
Net deferred tax liability	**2,198**	1,708

12 Capital

	Company and group 2021 £000	Company and group 2020 £000
Company		
Authorised, allotted, called up and fully paid		
Equity: 50,000 ordinary shares of £1 each	**50**	50

All the shares are of equal value in respect of voting and dividend rights

The profit and loss account reserve represents cumulative profits or losses.

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

13 Related party disclosures

The majority shareholder of the Company as at 31 December 2021 is Ashover Project Investments Limited, which holds an 80% aggregate interest, from direct and indirect holdings, in the issued share capital of the Company. The remaining interest in issued share capital is held by Browning PFI Holdings Limited (which was previously known as Interserve PFI Holdings Limited).

During the year, the Group incurred costs charged by the shareholders of the Parent Company or a company within the group of which the shareholder is a member as follows:

2021	Ashover Project Investments Ltd	Browning PFI Holdings Ltd	Dalmore Capital 6 GP Ltd	Dalmore Capital 31 GP Ltd	Dalmore Capital 32 GP Ltd
	£000	£000	£000	£000	£000
Directors' fees	-	-	54	68	80
Facilities management fees	-	-	-	-	-
13.75% subordinated loan stock interest	1,211	135	-	-	-
Dividend	-	-	-	-	-
	1,211	135	54	68	80

2020	Ashover Project Investments Ltd	Browning PFI Holdings Limited	Dalmore Capital 6 GP Ltd	Dalmore Capital 31 GP Ltd	Dalmore Capital 32 GP Ltd
	£000	£000	£000	£000	£000
Directors' fees	-	-	48	58	68
13.75% subordinated loan stock interest	1,131	126	-	-	-
Dividend	-	-	-	-	-
	1,131	126	48	58	68

Notes to the financial statements *(continued)*
For the Year Ended 31 December 2021

Balances owed to related parties, and included within creditors, were as follows:

	2021 £000	2020 £000
Ashover Project Investments Ltd	**8,442**	8,153
Browning PFI Holdings Limited	**938**	906
Dalmore Capital 6 GP Ltd	-	35
Dalmore Capital 31 GP Ltd	-	41
Dalmore Capital 32 GP Ltd	-	48
	9,380	9,183

As at 31 December 2021 there was a prepayment balance of £50,000 included within debtors relating to directors' fees paid to related parties (£13,000 to Dalmore Capital 6 GP Ltd, £17,000 to Dalmore Capital 31 GP Ltd and £20,000 to Dalmore Capital 32 GP Ltd).

14 Ultimate controlling party

The majority shareholder of the Company is Ashover Project Investments Limited ("Ashover"). Ashover is a company registered at 1 Park Row, Leeds, United Kingdom, LS1 5AB.