

Registered number: 05381786

**Acenden Limited**

**Report and audited financial statements  
for the year ended 31 March 2019**



## Contents

	Page
<b>Company information</b>	1
<b>Strategic report</b>	2
<b>Directors' report</b>	6
<b>Statement of directors' responsibilities</b>	9
<b>Independent auditor's report</b>	10
<b>Consolidated income statement</b>	12
<b>Consolidated statement of financial position</b>	13
<b>Company statement of financial position</b>	14
<b>Consolidated statement of changes in equity</b>	15
<b>Company statement of changes in equity</b>	16
<b>Consolidated statement of cash flows</b>	17
<b>Notes to the financial statements</b>	18

**Registered number: 05381786**

## **Company information**

**Directors**

D S Miller (Appointed 1 May 2018)  
M J Preston (Appointed 3 April 2018)  
O G Joyce (Appointed 1 May 2018)  
P McMillan (Resigned 1 May 2018)  
R Gupta

**Independent auditor**

KPMG LLP  
1 Sovereign Square  
Sovereign Street  
Leeds  
LS1 4DA

**Registered office**

Ascot House  
Maidenhead Office Park  
Maidenhead  
SL6 3QQ

**Registered number**

05381786

## **Acenden Limited**

### **Strategic report for the year ended 31 March 2019**

The directors present their strategic report for the year ended 31 March 2019.

#### **Introduction**

The principal activity of the consolidated group ("Group"), comprising Acenden Limited (the "Company") and its subsidiary Cell A52 Harlequin Insurance Protective Cell Company Limited ("the Cell"), was the provision of third party residential mortgage services to lenders and investors in the United Kingdom. The Company is headquartered in Maidenhead with a further office in London. It is authorised and regulated by the Financial Conduct Authority (FCA reg. no. 438372).

The Company is a wholly owned subsidiary of Elevate Bidco Limited ("Elevate"). Elevate is ultimately owned by funds managed by Blackstone Tactical Opportunities Advisors L.L.C. and TPG Sixth Street Partners LLP. The largest group in which the results of the Company are consolidated is Koala (Cayman) Limited, a company incorporated in the Cayman Islands. The Company operates as part of the group of companies owned by Koala (Cayman) Limited (the "Koala Cayman Group").

The Company provides comprehensive primary loan administration servicing, dedicated special servicing (arrears management), data due diligence, data cleansing and data collection services, portfolio assessment and due diligence services, arrangement of insurance policies and cash bond administration and investor reporting services in support of securitisation programmes.

A corporate simplification exercise took place during the year resulting in the Company's delegated servicing contracts from a fellow Koala Cayman Group company, Kensington Mortgage Company Limited ("KMC") being terminated. This reduced the number of mortgage assets serviced by 70,621. In September 2018, the legal title and mortgage administration activities of 4,443 mortgages were transferred from the Company to KMC as part of a Group transaction. Subsequent to this, in March 2019, the mortgage administration of 35,299 further mortgages of 3rd party mortgage assets was transferred to KMC.

At 31 March 2019, following these transfers, the Company only managed a small portfolio of 1,151 (2018: 123,121) mortgage loans with an outstanding balance of £6m (2018: £11,700m). The company is in the process of exiting this final tranche of business as well having launched a sale process to transfer the remaining assets to which it has legal title and servicing obligations. This sale is likely to be concluded in 2019-20 after which the Company will apply for removal of permissions from the FCA.

There was a decrease in mortgage administration fees of £17,027,000 since the prior year primarily due to the impact of the corporate simplification exercise and the resultant transfer of the Company's servicing business to KMC. This was offset by a corresponding reduction in the group recharge of £17,062,000.

As part of its mortgage servicing activity, the Company acts as a reinsurer for mortgage customers who do not have home insurance. Up to December 2017 this activity was carried out by its subsidiary, the Cell, a Protected Cell Company registered and regulated in Guernsey. The Cell acts as a Producer Owned Reinsurance Captive of block policies relating to buildings and property owners liability. From January 2018 onwards, any new insurance contracts were written in the name of the Company although the Cell retained any existing contracts until their expiry. Since September 2018, the Company has ceased facilitating any new contracts.

# **Acenden Limited**

## **Strategic report for the year ended 31 March 2019**

### **Future business developments and strategy**

Following the corporate simplification exercise, there is only a small amount of business remaining in both the Company and the PCC. It is expected that early in the next financial year, these businesses will also be transferred either externally or internally. These financial statements have been prepared on a basis other than going concern but no adjustment was required to the Statement of Financial Position or the Statement of Comprehensive Income.

The Company is subject to a number of risks, described in the principal risks and uncertainties section of this report, which could adversely affect the business over its remaining period of existence and the directors will continue to monitor and manage these risks.

### **Business review**

The Group reported a profit of £10,943,000 before tax for the year ended 31 March 2019 (2018: £284,000 loss before tax).

The profit for the year was predominantly driven by the reimbursement in the year of £3,700,000 from the underlying lenders in relation to insurance related redress activities. There was also an acceleration of profit share recognised within insurance income of £891,000 following negotiations with the Company's insurance provider.

During the year, the Company pro-actively redressed customers for circumstances where the customers had dual insurance. These items has been previously provided for and during the year a release of £459,000 was taken to the income statement due to a lower than expected overall cost of the redress activity. At the year end, the provisions related to conduct risk items was £38,000. See note 17 for further details.

The underlying business activity of the Company has reduced during the year due to the corporate simplification exercise undertaken in the year. This has resulted in reduced fees and costs for the Group.

### **Principal risks and uncertainties**

The Company provides mortgage administration services to the wider group and external clients.

### **Risk management**

Risk management is carried out consistent with the Koala (Cayman) Group wide Risk Management Framework. The Group's and Company's risk management approach seeks to minimise the potential adverse effects of various risks on the financial performance of the Company and the Group.

Group risks are discussed in the Koala (Cayman) Limited annual report which does not form part of this report. The statement of financial position contains financial instruments that are detailed below. The Company does not use derivative products. Therefore, it is the opinion of the directors that the Company is not exposed to significant financial instruments risk.

The main risks arising from the Group's financial instruments are credit risk, liquidity risk, interest rate risk, insurance risk, conduct risk and operational risk. The directors review and agree policies for managing each of these risks and they are summarised below.

## **Acenden Limited**

### **Strategic report for the year ended 31 March 2019**

#### **(a) Credit risk**

The Group and Company's credit risk has been primarily attributable to its trade debtors from third party clients and amounts owed by group undertakings balances. Debtor balances are represented in the statement of financial position net of impairment. An allowance for impairment is established where there is evidence of a reduction in the recoverability of the balances. This risk has now been fully transferred to Kensington Mortgage Company which took over substantially all of the Company's business and therefore the residual risk is deemed low as of 31<sup>st</sup> March 2019.

#### **(b) Liquidity risk**

The Company is exposed to liquidity risk to the extent that they are unable to meet its daily payment obligations. The Group and the Company have sufficient cash reserves, which take into account stress testing recommendations. To support their liquidity requirements, the Group operates cash flow management processes and maintains adequate cash reserves both at the entity level and at the group level. Following the Corporate restructuring, the Company maintains sufficient liquidity to meet its external obligations.

#### **(c) Interest rate risk**

The Company is not subject to interest rate risk as at statement of financial position date. Debtors consist of short term trade and other receivables and amounts owed by group undertakings that are not subject to interest rate risk.

#### **(d) Insurance risk**

The principal risk the Company and its subsidiary face under insurance contracts is that the actual claims and benefit payments and the timing thereof, differ from expectations. This is influenced by the frequency of claims, severity of claims, actual benefits paid and subsequent development of long-term claims. Therefore, the objective of the Group is to ensure that sufficient reserves are available to cover these liabilities. The Group's risk is reduced through the exposure to claims being shared between the Cell and the primary insurer.

#### **(e) Conduct risk**

Conduct risk is the risk of not delivering fair customer outcomes. The Company will be exposed to the financial costs and regulatory consequences of the need to take action to remedy any customer detriment arising from failures in areas such as designing products to meet customer needs, ensuring products are clearly and fairly described and are administered and perform in line with the way they have been marketed and sold to customers. The conduct risk is managed in line with the overall risk management framework as described in the operational risk section below. As part of the transfer of business to Kensington Mortgage Company (KMC), substantially all of the activities that lead to conduct risk have now been transferred to the KMC.

## **Acenden Limited**

### **Strategic report for the year ended 31 March 2019**

#### **(f) Operational risk**

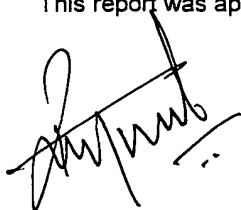
Operational risk is defined as any instance where there is potential or actual impact to the Company resulting from inadequate or failed internal processes, people, systems, or from external events. The impacts can be financial as well as non-financial such as the costs of remedial actions or reputational consequences.

Whilst the Company is exposed to operational risks, it operates under a controls and governance framework enshrined in its risk management framework. This includes an industry standard three lines of defence model including an outsourced independent internal audit function and adequate business continuity plans. The functions are adequately staffed and operate under the oversight of the Acenden Risk Committee and the Board. As part of the transfer of business to Kensington Mortgage Company (KMC), substantially all of the activities that lead to Operational risk have now been transferred to the KMC.

#### **Events after balance sheet date**

To date, there have been no matters that warrant disclosure or adjustment to the Group's financial results as at 31 March 2019 and for the year then ended.

This report was approved by the Board on 13 June 2019 and signed on its behalf by:



R Gupta  
Director

Date: 21 June 2019

## **Acenden Limited**

### **Directors' report for the year ended 31 March 2019**

The directors present their report and the audited financial statements for the year ended 31 March 2019.

#### **Results and dividends**

The profit for the year, after taxation, amounted to £8,283,000 (2018: loss of £99,000).

The directors have proposed a dividend based on the year end results of £22,323,000 which has not yet been paid (2018: nil).

#### **Financial risk management and future developments**

An assessment of the Group's financial risk management and future developments disclosures is described in the strategic report under the risk management and the future business developments and strategy sections.

#### **Directors**

The directors who served during the year and up to the date of signing this report, unless otherwise indicated, are given below:

D S Miller (Appointed 1 May 2018)  
M J Preston (Appointed 3 April 2018)  
O G Joyce (Appointed 1 May 2018)  
P McMillan (Resigned 1 May 2018)  
R Gupta

None of the above mentioned directors are directors of the ultimate parent company, or had a beneficial interest in the share capital of the parent company or the ultimate company during the year ended 31 March 2019. There are no directors' interests requiring disclosure under the Companies Act 2006.

#### **Company secretary**

Company secretarial duties are carried out by employees of KMC, a fellow group company, having been transferred from The Northview Group Limited on 1 April 2019.

#### **Qualifying third party indemnity provisions**

The Group maintains a Directors' and Officers' Liability Insurance policy including for the benefit of the Company. In accordance with the Company's Articles of Association, the Board may also indemnify a director against any costs or liabilities incurred as a result of their office, to the extent permitted by law. Neither the insurance policy nor any indemnities that may be provided by the Group for the Company provide cover for fraudulent or dishonest actions by the directors. However, costs may be advanced to directors for their defence in investigations or legal actions. The indemnity provision remains in force as at the date of approving the directors' report.



## **Acenden Limited**

### **Directors' report for the year ended 31 March 2019**

#### **Going concern**

Following the corporate simplification exercise, there is only a small amount of business remaining in both the Company and the PCC. It is expected that early in the next financial year, these businesses will also be transferred either externally or internally. These financial statements have been prepared on a basis other than going concern but no adjustment was required to the Statement of Financial Position or the Statement of Comprehensive Income.

#### **Post balance sheet date events.**

To date, there have been no matters that warrant disclosure or adjustment to the Company's financial results as at 31 March 2019 and for the year then ended.

#### **Corporate and social responsibility**

The Company operates in accordance with the Koala Cayman Group policies described in the Koala (Cayman) Limited annual report which does not form part of this report.

#### **Principal risks and uncertainties**

The business is subject to a number of risks, described in the strategic report under the principal risks and uncertainties section, which could adversely affect the business in future years and the directors will continue to monitor and manage those risks.

#### **Employees**

The Company does not have any employees as at 31 March 2019 (2018: 9). Further information on employees can be found in note 7. The Group incurs a cost recharge for employees of Koala (Cayman) Group companies working on its behalf.

For the period during which the Group had employees, the Group operated a framework for employee information and consultation which complied with the requirements of the Information and Consultation of Employee Regulations 2005. Attracting, developing and retaining the skills we needed to deliver on our strategy was a key imperative for the Company. Where changes to working practices or structure affected staff, they were consulted and given appropriate support.

All employees were provided with information on matters of concern to them in their work, through regular briefing meetings and internal publications.

#### **Disabled employees**

For the period during which the Group had employees, applications for employment by disabled persons were always properly considered, including taking into account any reasonable workplace adjustments. In the event of members of staff becoming disabled during employment every effort was made to support their return to work including making appropriate adjustments to facilities and working practices. It was the policy of the Group that the training, career development and promotion opportunities for disabled persons should, as far as reasonably practicable, be identical with that of other employees.

## **Acenden Limited**

### **Directors' report for the year ended 31 March 2019**

#### **Disclosure of information to the auditor**

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418(2) of the Companies Act 2006.

#### **Auditor**

The auditor, KPMG LLP, has indicated its willingness to continue in office and a resolution concerning its re-appointment will be considered at the forthcoming Annual General Meeting.

This report was approved by the Board on 13 June 2019 and signed on its behalf by:



R Gupta  
Director  
Date: 21 June 2019

## **Acenden Limited**

### **Statement of directors' responsibilities in respect of the Annual Report, the Strategic Report, the Directors' Report and the Financial Statements 31 March 2019**

The directors are responsible for preparing the Annual Report, Strategic Report, 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 they have elected to prepare the group and parent company financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and parent company and of their profit or loss for that period. In preparing each of the group and parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

# Independent auditor's report to the members of Acenden Limited

## Opinion

We have audited the financial statements of Acenden Limited ("the company") for the year ended 31 March 2019 which comprise the Consolidated Income Statement, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity and Consolidated Statement of Cash Flows and related notes, including the accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 March 2019 and of the group's profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the group in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

## The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, such as regulatory and conduct risk, revenue recognition and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardized firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

## Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 3.5 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

## Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006, we are required to report to you if, in our opinion:

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

We have nothing to report in these respects.

### **Directors' responsibilities**

As explained more fully in their statement set out on page 9, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.


### **Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

### **The purpose of our audit work and to whom we owe our responsibilities**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in 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 company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



**Andrew Walker (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
1 Sovereign Square  
Sovereign Street  
Leeds  
LS1 4DA  
21 June 2019

## Acenden Limited

### Consolidated income statement for the year ended 31 March 2019

	Note	2019 £'000	2018 £'000
Fees receivable and related income	5	18,137	39,688
Operating and administrative expenses		<u>(7,240)</u>	<u>(40,010)</u>
<b>Operating profit/(loss)</b>	6	10,897	(322)
Interest receivable and similar income	9	<u>46</u>	<u>38</u>
<b>Profit/(loss) before taxation</b>		10,943	(284)
Tax (expense)/credit on profit/(loss)	10	<u>(2,660)</u>	<u>185</u>
<b>Profit/(loss) and total comprehensive income/(expense) for the financial year</b>		<u>8,283</u>	<u>(99)</u>

All amounts relate to continuing operations at the point in time that the income and expenses were incurred. As part of the corporate simplification exercise described in the strategic report certain operations were transferred to other Koala (Cayman) Group entities.

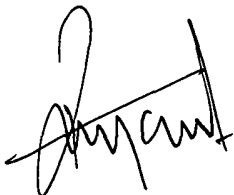
There were no items of other comprehensive income for 2019 or 2018 and therefore no separate statement of other comprehensive income has been presented.

The notes on pages 18 to 36 form an integral part of these financial statements.

**Acenden Limited****Consolidated statement of financial position  
as at 31 March 2019**

	Note	2019 £'000	2018 £'000
<b>Current assets</b>			
Deferred tax assets	18	-	604
Debtors: amounts falling due within one year	14	37,185	34,509
Cash and cash equivalents	15	7,511	16,434
<b>Total current assets</b>		<u>44,696</u>	<u>51,547</u>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	16	(13,464)	(20,534)
Provisions	17	(502)	(8,566)
<b>Total current liabilities</b>		<u>(13,966)</u>	<u>(29,100)</u>
<b>Net assets</b>		<u>30,730</u>	<u>22,447</u>
<b>Capital and reserves</b>			
Called up share capital	19	-	-
Share premium account		10	10
Retained earnings		30,720	22,437
<b>Total equity</b>		<u>30,730</u>	<u>22,447</u>

The financial statements were approved and authorised for issue by the board on 13 June 2019 and were signed on its behalf by:



R Gupta  
Director  
Date: 21 June 2019

The notes on pages 18 to 36 form an integral part of these financial statements.

**Acenden Limited****Company statement of financial position  
as at 31 March 2019**

	Note	2019 £'000	2018 £'000
<b>Current assets</b>			
Investments in subsidiaries	13	675	675
Deferred tax assets	18	-	604
Debtors: amounts falling due within one year	14	37,185	34,509
Cash and cash equivalents	15	4,441	13,200
<b>Total current assets</b>		<u>42,301</u>	<u>48,988</u>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	16	(15,708)	(22,787)
Provisions	17	(502)	(8,107)
<b>Total current liabilities</b>		<u>(16,210)</u>	<u>(30,894)</u>
<b>Net assets</b>		<u>26,091</u>	<u>18,094</u>
<b>Capital and reserves</b>			
Called up share capital	19	-	-
Share premium account		10	10
Retained earnings		<u>26,081</u>	<u>18,084</u>
<b>Total equity</b>		<u>26,091</u>	<u>18,094</u>

The Company recorded profit for the year of £7,997,000 (2018: loss of £690,000).

The financial statements were approved and authorised for issue by the board on 13 June 2019 and were signed on its behalf by:



R Gupta  
Director  
Date: 21 June 2019

The notes on pages 18 to 36 form an integral part of these financial statements.



## Acenden Limited

### Consolidated statement of changes in equity for the year ended 31 March 2019

	Called up share capital £000	Share premium account £'000	Retained earnings £'000	Total equity £'000
At 1 April 2017	-	10	22,536	22,546
Loss for the financial year	-	-	(99)	(99)
At 31 March 2018	-	10	22,437	22,447
Profit for the financial year	-	-	8,283	8,283
At 31 March 2019	-	10	30,720	30,730

The notes on pages 18 to 36 form an integral part of these financial statements.

## Acenden Limited

### Company statement of changes in equity for the year ended 31 March 2019

	Called up share capital £000	Share premium account £'000	Retained earnings £'000	Total equity £'000
<b>At 1 April 2017</b>	-	10	18,774	18,784
Loss for the financial year	-	-	(690)	(690)
<b>At 31 March 2018</b>	-	10	18,084	18,094
Profit for the financial year	-	-	7,997	7,997
<b>At 31 March 2019</b>	-	10	26,081	26,091

The notes on pages 18 to 36 form an integral part of these financial statements.

## Acenden Limited

### Consolidated statement of cash flows for the year ended 31 March 2019

	Note	2019 £'000	2018 £'000
<b>Cash flows from operating activities</b>			
Profit/(loss) before taxation		10,943	(284)
Interest receivable	9	(46)	(38)
<b>Adjustments for:</b>			
Depreciation and amortisation of fixed assets	11, 12	-	1,005
Loss on disposal of tangible fixed assets	12	-	2,746
Loss on disposal of intangible assets	11	-	902
Increase in debtors		(2,746)	(3,357)
Decrease in creditors		(9,004)	(5,882)
(Decrease)/increase in provisions		(8,064)	6,971
Corporation tax paid		(52)	(956)
<b>Net cash (used in)/generated from operating activities</b>		<u>(8,969)</u>	<u>1,107</u>
<b>Cash flows from investing activities</b>			
Interest received		<u>46</u>	<u>38</u>
<b>Net cash flows from investing activities</b>		<u>46</u>	<u>38</u>
<b>Cash flows from financing activities</b>			
<b>Net cash flows from financing activities</b>		<u>-</u>	<u>-</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>		(8,923)	1,145
Cash and cash equivalents at the beginning of the year		<u>16,434</u>	<u>15,289</u>
<b>Cash and cash equivalents at the end of the year</b>	15	<u>7,511</u>	<u>16,434</u>

The notes on pages 18 to 36 form an integral part of these financial statements.

## **Acenden Limited**

### **Notes to the financial statements for the year ended 31 March 2019**

#### **1. General information**

The principal activity of the consolidated group ("Group"), comprising Acenden Limited (the "Company") and its subsidiaries Cell A52 Harlequin Insurance Protective Cell Company Limited (the "Cell") and Acenden Ireland (DAC) Limited, is the provision of third party residential mortgage services to lenders and investors in the United Kingdom and Ireland.

The Company is a private company limited by shares and was incorporated and is domiciled in England, United Kingdom. Its principal place of business is its registered office located at Ascot House, Maidenhead Office Park, Maidenhead, SL6 3QQ.

Acenden is headquartered in Maidenhead with a further office in London. It is authorised and regulated by the Financial Conduct Authority (FCA reg. no. 438372).

#### **2. Statement of compliance**

The Acenden and individual financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

#### **3. Significant accounting policies**

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

##### **3.1. Basis of preparation**

These consolidated and separate financial statements have been prepared on a basis other than the going concern basis.

The preparation of financial statements in conformity with FRS 102 requires the use of certain significant accounting estimates. It also requires group management to exercise its judgement in the process of applying the Group's and Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 4.

##### **3.2. Basis of consolidation**

The assets, liabilities and cash flows of Cell A52 Harlequin Insurance Protective Cell Company Limited have been included in the consolidated financial statements as a quasi-subsiidiary. The Group is entitled to all dividends and distributions of profit from the Cell subject to approval from its board of directors.

In accordance with section 408 (4) of the Companies Act 2006, Acenden Limited is exempt from the requirement to present its own statement of comprehensive income. The result for the year of Acenden Limited is disclosed in the Company statement of changes in equity.

## **Acenden Limited**

### **Notes to the financial statements for the year ended 31 March 2019**

#### **3.3. Consolidation exemption**

The Company has taken advantage of the ruling under Companies Act 2006 Section 405(2), where a subsidiary may not be included for consolidation purposes, if it is not material to the Group and as such has not consolidated New Street Mortgages Limited and New Street Mortgages (Ireland) Limited in the prior year. These companies were dissolved in the prior year.

#### **3.4. Exemptions for qualifying entities under FRS 102**

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with.

The Company has taken advantage of the following exemptions in its individual financial statements:

- (a) from preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the Company's cash flows;
- (b) from the financial instrument disclosures, required under FRS 102 paragraphs 11.39 to 11.48A and paragraphs 12.26 to 12.29, as the information is provided in the consolidated financial statements disclosures.

#### **3.5. Going concern**

Following the corporate simplification exercise, there is only a small amount of business remaining in both the Company and the PCC. It is expected that early in the next financial year, these businesses will also be transferred either externally or internally. These financial statements have been prepared on a basis other than going concern but no adjustment was required to the Statement of Financial Position or the Statement of Comprehensive Income.

#### **3.6. Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, exclusive of sales taxes and discounts. The following specific recognition criteria must also be met before revenue is recognised:

##### **a) Fees**

Revenue arising from fees represents fees earned by the Group and Company for providing mortgage administration services. Receipts and payments of fees are accounted for on an accruals basis less a provision for any fees where recovery is not expected. The provision is calculated based on the prior period performance of the serviced mortgage assets and the current status of the individual loans for which fees are receivable.

##### **b) Servicing income**

Revenue earned by the Group and Company's for providing primary loan administration servicing and dedicated special servicing (arrears management) and cash bond administration. Servicing income is accounted for on an accruals basis.

## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

#### c) Insurance income

Insurance income represents revenue from insurance intermediation activities and amounts recharged to group related entities which include a mark-up for overhead costs incurred on their behalf. Insurance income is deferred over the life of the insurance policy issued with unearned premiums recognised as a deferred income liability on a monthly pro rata basis.

If an insurance premium is cancelled, income is recognised up to date of cancellation.

#### d) Segment information

The Group and Company carry out business within the United Kingdom and the Republic of Ireland. The nature of the trade does not differ substantially and so the Group treats these as one market, therefore no segmental analysis has been presented.

#### e) Interest receivable and similar income

Interest receivable represents interest received from short term investments and bank deposits. Interest income is recognised in the income statement for all instruments measured at amortised cost using the effective interest method. The effective interest rate is the rate that discounts the expected future cash flows over the expected life of the financial instrument to the net carrying amount of the financial asset or liability at initial recognition.

### 3.7. Expenses

Receipts and payments of expenses are accounted for on an accruals basis.

### 3.8. Intangible assets

Computer software is stated at cost less accumulated amortisation and accumulated impairment losses. Software is amortised over its estimated useful life of 3 years on a straight line basis. Costs associated with maintaining computer software programmes are recognised as an expense as incurred.

Where factors such as technological advancement or changes in market price indicate that residual value or useful life have changes, these are amended prospectively to reflect the new circumstances.

The assets are reviewed for impairment if the above factors indicate that the carrying amount may be impaired.

### 3.9. Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and impairment losses, if any.

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments (beginning the month following acquisition) over their estimated useful economic lives as follows:

Leasehold improvements	-	lesser of 10 years or lease term
Furniture, fixtures and office equipment	-	lesser of 10 years or lease term
Computer equipment and systems		20 - 33%

## **Acenden Limited**

### **Notes to the financial statements for the year ended 31 March 2019**

The carrying values of tangible assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Gains and losses on disposal are determined by comparing the proceeds with the carrying amount and are recognised in the statement of comprehensive income.

Assets under development are transferred to other fixed asset categories upon completion.

#### **3.10. Taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in total equity. In this case the tax is also recognised in other comprehensive income or directly in total equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the statement of financial position date in the countries where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns in respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on deductible temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the statement of financial position date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

#### **3.11. Impairment of non financial assets**

At each statement of financial position date non financial assets not carried at fair value are assessed to determine whether there is an indication that the asset may be impaired. If there is such an indication the recoverable amount of the asset is compared to the carrying amount of the asset.

The recoverable amount of the asset is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a pre tax discount rate that represents the current market risk free rate and the risks inherent in the asset.

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the statement of comprehensive income.

## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

If an impairment loss is subsequently reversed, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the statement of comprehensive income.

#### 3.12. Financial instruments

The Group has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

##### 3.12.1. Financial assets

Financial assets, including trade and other debtors and amounts owed by group undertakings and cash and bank balances, are initially recognised at transaction price.

Such assets are subsequently carried at amortised cost using the effective interest method. At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the statement of comprehensive income.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the statement of comprehensive income.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

##### 3.12.2. Financial liabilities

Basic financial liabilities, including trade and other creditors and amounts owed to group undertakings are classified as debt are initially recognised at transaction price.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.



## **Acenden Limited**

### **Notes to the financial statements for the year ended 31 March 2019**

#### **3.12.3. Offsetting of financial assets and liabilities**

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

#### **3.13. Investment in subsidiaries**

The Company's investments in subsidiary companies are stated at cost less accumulated impairment losses if, in the opinion of the directors, there has been a permanent diminution in value of the investment.

#### **3.14. Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

#### **3.15. Foreign currency translation**

The financial statements are presented in pounds sterling (£), which is the functional and presentation currency of the Company. All amounts in these financial statements have been rounded to the nearest thousand, unless otherwise indicated.

Transactions in foreign currency are initially converted to sterling at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange prevailing at the reporting date. All differences on exchange are taken to the statement of comprehensive income.

#### **3.16. Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

#### **3.17. Operating leases**

Rentals payable under operating leases are charged to the statement of comprehensive income on a straight line basis over the lease term. Lease incentives are recognised over the shorter of the lease term and the date of the next review.

#### **3.18. Provisions**

Provisions are recognised for present legal or constructive obligations arising as consequences of past events where it is more likely than not that a transfer of economic benefit will be necessary to settle the obligation, which can be reliably estimated.

## **Acenden Limited**

### **Notes to the financial statements for the year ended 31 March 2019**

Claims are recognised upon being reported and are valued according to the terms of the relevant contract.

A provision is recognised for the estimated cost of settling all claims incurred up to but not paid at the statement of financial position date whether reported or not based on previous loss experience.

The Company takes all reasonable steps to ensure that it has appropriate information regarding its claims exposures. However, given the uncertainty in establishing claims provisions, it is likely that the final outcome will prove to be different from the original liability established. The estimation of claims incurred but not reported is generally subject to a greater degree of uncertainty than the estimation of the cost of settling claims already notified to the Company, where more information about the claim event is generally available.

#### **3.19. Dividends**

Final dividends are recorded in the financial statements in the period in which they are paid by the Company.

Interim dividends are recorded in the period in which they are approved and paid.

#### **4. Significant accounting estimates and judgements**

Estimates and judgements 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.

##### **4.1. Significant accounting estimates**

The Group makes estimates and assumptions concerning the future. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

###### **4.1.1. Conduct provision**

When estimating the remaining provision for redress of double insured borrowers, estimates were made of the number of borrowers who had double insurance as well as the proportion of redeemed borrowers who the Company will be able to trace.

###### **4.1.2. Impairment of debtors**

The Group makes an estimate of the recoverable value of trade and other debtors and amounts owed by group undertakings. When assessing impairment of debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

###### **4.1.3. Deferred tax asset**

The company has recognised a deferred tax asset on the availability of tax losses and decelerated capital allowances. The tax asset has been recognised on the assumption that the Company will continue to generate sufficient future taxable profits which the directors have assessed as probable.

## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

#### 4.2. Significant accounting judgements

The Company has assessed that the Cell should be consolidated into the group accounts as at 31 March 2019 on the basis that it has power over the Cell and the variability of returns.

#### 5. Fees receivable and related income

	Group 2019 £'000	Group 2018 £'000
Fee income	805	4,402
Servicing income	10,350	27,377
Insurance income	2,159	2,381
Other income	4,823	5,528
	<u>18,137</u>	<u>39,688</u>

The servicing fee income reduction is primarily due to the corporate simplification exercise and the resultant transfer of the Company's servicing business to KMC that took place during the year.

Gross written insurance premiums in the year were nil (2018: £1,296,000).

#### 6. Operating profit/(loss)

The operating profit/(loss) is stated after charging:

	Group 2019 £'000	Group 2018 £'000
Depreciation of tangible fixed assets	-	585
Amortisation of intangible assets	-	420
Auditor's remuneration - audit services (audit of the Group's and Company's financial statements)	16	56
Recharges from group companies	12,782	29,844
Redundancy costs	-	298

The decrease in group recharges is primarily due to a lower allocation of Group costs following the corporate simplification exercise and the resultant transfer of the Company's servicing business to KMC that took place during the year.

Statutory information on remuneration for other services provided by the Company's auditor to the Koala Cayman Group is given on a consolidated basis in the consolidated financial statements of Koala (Cayman) Limited, which is the largest group into which the results of the Company are consolidated. There are no non audit services specific to the Company in the current year or prior year.

# Acenden Limited

## Notes to the financial statements for the year ended 31 March 2019

### 7. Employees

Staff costs were as follows:

	Group 2019 £'000	Group 2018 £'000
Wages and salaries	15	1,118
Social security costs	-	165
Other pension costs	(15)	28
	<u>-</u>	<u>1,311</u>

Following the closure of the Irish business, the Company has no employees at 31 March 2019 (2018: 9). The Group incurs a cost recharge for employees of Koala (Cayman) Group companies working on its behalf. The average monthly number of employees during the year was as follows:

	Group 2019 No.	Group 2018 No.
Administration	<u>-</u>	<u>9</u>

### 8. Directors' remuneration

During the year 4 (2018: 4) directors and the Chairperson were remunerated by the group. Directors' remuneration for the year was £45,000 (2018: £36,000) which was paid by The Northview Group Limited. No compensation was made to directors in respect of loss of office.

### 9. Interest receivable and similar income

	Group 2019 £'000	Group 2018 £'000
Bank interest	46	16
Other interest	-	22
	<u>46</u>	<u>38</u>

## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

#### 10. Taxation

Analysis of tax expense/(credit) for the year:

	2019 £'000	2018 £'000
<b>Current tax</b>		
UK corporation tax expense/(credit) on profit/(loss) for the year	1,940	(62)
Adjustments in respect of previous periods	116	(224)
<b>Total current tax</b>	<b>2,056</b>	<b>(286)</b>
<b>Deferred tax</b>		
Origination and reversal of timing differences	791	84
Impact of changes in tax rates	(83)	(9)
Adjustments in respect of previous periods	(104)	26
<b>Total deferred tax</b>	<b>604</b>	<b>101</b>
<b>Taxation expense/(credit) on profit/(loss)</b>	<b>2,660</b>	<b>(185)</b>

#### Factors affecting taxation

The tax assessed for the year is higher than (2018: lower than) the standard rate of corporation tax in the UK of 19% (2018: 19%).

	2019 £'000	2018 £'000
Profit/(loss) before tax	10,943	(284)
Profit/(loss) multiplied by standard rate of corporation tax in the UK of 19% (2018: 19%)	2,079	(54)
<b>Effects of:</b>		
Income/expenses not subject to tax	(5)	76
Effect of changes in tax rates	(83)	(9)
Adjustments to tax charge in respect of prior periods – deferred tax	(104)	26
Adjustments to tax charge in respect of prior periods – current tax	116	(224)
Deferred tax on transfer of trade	657	-
<b>Total tax expense/(credit) for the year</b>	<b>2,660</b>	<b>(185)</b>

The Finance Act 2016 contains provisions reducing the rate of United Kingdom corporation tax from 19% to 17% from 1 April 2020. This Act was substantively enacted on 15 September 2016.

# Acenden Limited

## Notes to the financial statements for the year ended 31 March 2019

### 11. Intangible assets

#### Group and Company

	Computer software £'000	Total £'000
<b>Cost</b>		
At 1 April 2017	5,000	5,000
Disposals	(5,000)	(5,000)
At 31 March 2018	-	-
At 31 March 2019	-	-
<b>Amortisation</b>		
At 1 April 2017	3,678	3,678
Charge for the year	420	420
Disposals	(4,098)	(4,098)
At 31 March 2018	-	-
At 31 March 2019	-	-
<b>Net book value</b>		
At 31 March 2019	-	-
At 31 March 2018	-	-
At 31 March 2017	1,322	1,322

# Acenden Limited

## Notes to the financial statements for the year ended 31 March 2019

### 12. Tangible fixed assets

#### Group and Company

	Leasehold improvements £'000	Furniture, fixtures and office equipment £'000	Computer equipment and systems £'000	Total £'000
<b>Cost</b>				
At 1 April 2017	2,831	1,830	3,142	7,803
Disposals	(2,831)	(1,830)	(3,142)	(7,803)
At 31 March 2018	-	-	-	-
At 31 March 2019	-	-	-	-
<b>Depreciation</b>				
At 1 April 2017	761	1,734	1,977	4,472
Charge for year	216	-	369	585
Disposals	(977)	(1,734)	(2,346)	(5,057)
At 31 March 2018	-	-	-	-
At 31 March 2019	-	-	-	-
<b>Net book value</b>				
At 31 March 2019	-	-	-	-
At 31 March 2018	-	-	-	-
At 31 March 2017	2,070	96	1,165	3,331

There were no fixed assets held under finance leases.

## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

#### 13. Investments in subsidiaries

Company	2019 £'000	2018 £'000
<b>Cost</b>		
Investments in subsidiaries	<u>675</u>	<u>675</u>

The following were direct subsidiary undertakings of the Company:

Company	Principal activity	Country of incorporation	Type of shares	Ultimate % equity interest	Status
Acenden (Ireland) DAC	Mortgage Administration	Ireland	Ordinary	100	In liquidation
Cell A52 Harlequin Insurance PCC Limited	Insurance	England, UK	Ordinary	100	Active

New Street Mortgages Limited was dissolved on 6 March 2018.

#### 14. Debtors

	Group 2019 £'000	Group 2018 £'000	Company 2019 £'000	Company 2018 £'000
Trade debtors	284	147	284	147
Amounts owed by group undertakings	32,865	27,502	32,865	27,502
Other debtors	813	16	813	16
Prepayments and accrued income	3,223	6,774	3,223	6,774
Corporation tax receivable	-	70	-	70
	<u>37,185</u>	<u>34,509</u>	<u>37,185</u>	<u>34,509</u>

Prepayments and accrued income are net of a provision for impairment of £1,167,000 (2018: £1,420,000). Amounts owed by group undertakings are interest free and repayable on demand.

The carrying amount approximates their fair value.



## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

#### 15. Cash and cash equivalents

	<b>Group</b>	<b>Group</b>	<b>Company</b>	<b>Company</b>
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Cash at bank	7,511	7,787	4,441	4,553
Short term deposit	-	8,647	-	8,647
	<u>7,511</u>	<u>16,434</u>	<u>4,441</u>	<u>13,200</u>

The carrying amount approximates their fair value.

#### 16. Creditors: amounts falling due within one year

	<b>Group</b>	<b>Group</b>	<b>Company</b>	<b>Company</b>
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Trade creditors	148	318	148	318
Amounts owed to group undertakings	10,777	18,950	13,070	20,762
Corporation tax	1,934	-	1,934	-
Other taxation and social security	-	96	-	96
Other creditors	8	22	8	17
Accruals and deferred income	204	696	155	1,142
Group relief payable to fellow group companies	393	452	393	452
	<u>13,464</u>	<u>20,534</u>	<u>15,708</u>	<u>22,787</u>

Amounts owed to group undertakings are interest free and repayable on demand.

The carrying amount approximates their fair value.

# Acenden Limited

## Notes to the financial statements for the year ended 31 March 2019

### 17. Provisions

#### Group

	Insurance PCC £'000	Conduct £'000	Dilapidation £'000	Total £'000
<b>At 1 April 2017</b>	864	527	204	1,595
Charged to the statement of comprehensive income	113	7,595	490	8,198
Utilised in the year	(518)	(505)	(204)	(1,227)
<b>At 31 March 2018</b>	459	7,617	490	8,566
Charged to the statement of comprehensive income	(342)	(4,723)	(26)	(5,091)
Transfer in the year	-	3,700	-	3,700
Utilised in the year	(117)	(6,556)	-	(6,673)
<b>At 31 March 2019</b>	-	38	464	502

#### Company

	Conduct £'000	Dilapidation £'000	Total £'000
<b>At 1 April 2017</b>	527	204	731
Charged to the statement of comprehensive income	7,595	490	8,085
Utilised in the year	(505)	(204)	(709)
<b>At 31 March 2018</b>	7,617	490	8,107
Charged to the statement of comprehensive income	(4,723)	(26)	(4,749)
Transfer in the year	3,700	-	3,700
Utilised in the year	(6,556)	-	(6,556)
<b>At 31 March 2019</b>	38	464	502

#### Insurance PCC

In the prior period there were a number of insurance claims, which had been provided for. All of these claims have now been either settled or released. At the date of the financial statements, there are no claims outstanding that require provision.

# Acenden Limited

## Notes to the financial statements for the year ended 31 March 2019

### Conduct

During the year and in the prior year, the Directors of the Company, after taking legal advice where necessary, established provisions after taking into account the facts of each case in relation to redress owed to customers on historical issues including Consumer Credit Act 2006 and Insurance remediation activities due to certain customers being dual insured. The redress is expected to be settled over the next 12 months. A proportion of the amount provided may be recoverable but does not meet the criteria for asset recognition as it cannot be reliably estimated and is therefore a contingent asset. A reimbursement of £3,700,000 was received during the year from the underlying lenders.

### Dilapidation

The dilapidations relate to the leasehold properties in Maidenhead and London. These provisions are expected to be utilised over the period to the end of each specific lease.

### 18. Deferred taxation

#### Group and parent company

	2019 £'000	2018 £'000
<b>Deferred tax asset</b>		
At beginning of the year	604	705
Origination and reversal of timing differences	(791)	(84)
Adjustments in respect of prior periods	104	(26)
Effect of tax rate change	83	9
<b>At end of the year</b>	<b>-</b>	<b>604</b>

The deferred tax asset is made up as follows:

	Group 2019 £'000	Group 2018 £'000	Company 2019 £'000	Company 2018 £'000
Decelerated capital allowances	-	603	-	603
Pensions	-	1	-	1
	<b>-</b>	<b>604</b>	<b>-</b>	<b>604</b>

The Finance Act 2016 contains provisions reducing the rate of United Kingdom corporation tax from 19% to 17% from 1 April 2020. This Act was substantively enacted on 15 September 2016.

Due to the transfer of trade, deferred tax on decelerated capital allowances amounting to £3,456,000 (net £657,000) has been derecognised and transferred to Kensington Mortgage Company Limited.

# Acenden Limited

## Notes to the financial statements for the year ended 31 March 2019

### 19. Share capital

	Group and Company 2019 £	Group and Company 2018 £
<b>Allotted, called up and fully paid</b>		
400 (2018: 400) Ordinary shares of £ 1 each	<u>400</u>	<u>400</u>

### 20. Dividends

The directors have proposed a dividend based on the year end results of £22,323,000 which has not yet been paid (2018: nil).

### 21. Pension commitments

The Group operates a defined contribution stakeholder pension plan. During the year the Group recouped pension costs of £15,000 (2018: contributed £28,000) in respect of pensions and at 31 March 2019 had a creditor of £7,000 (2018: £4,000).

### 22. Commitments under operating leases

At 31 March 2019 the Group and the Company had future minimum lease payments under non cancellable operating leases as follows:

	Group 2019 £'000	Group 2018 £'000	Company 2019 £'000	Company 2018 £'000
Not later than 1 year	1,430	1,522	1,430	1,522
Later than 1 year and not later than 5 years	<u>2,066</u>	<u>3,496</u>	<u>2,066</u>	<u>3,496</u>
	<u>3,496</u>	<u>5,018</u>	<u>3,496</u>	<u>5,018</u>

The operating lease commitments represent rentals payable by the Group and the Company primarily for its office properties.

## Acenden Limited

### Notes to the financial statements for the year ended 31 March 2019

#### 23. Related party transactions

The Company has entered into transactions in the ordinary course of business with other related parties. Transactions between the Company and its subsidiary, the Cell are eliminated on consolidation and are not disclosed. As at 31 March 2019, the Company had no amounts payable to the directors (2018: £2,000).

	Amount expensed	Amounts owed by related parties	Amounts owed to related parties
	2019	2019	2019
	£'000	£'000	£'000
Kensington Mortgage Company Limited	3,333	32,537	(6,940)
The Northview Group Limited	(12,782)	-	(3,879)
Kensington Personal Loans Limited	-	9	(9)
Kensington Mortgage Limited	-	1	-
Koala Bidco Limited	-	-	(6)
Kayl Holdco S.à r.l.	-	299	-
Elevate Bidco Limited	-	6	(3)
Koala Warehouse Limited	-	-	(17)
NVG Portman Square Limited	724	3	-
Residential Mortgage Securities 26 plc	35	10	-
Kayl PL S.à r.l.	-	-	(313)
Koala Cayman Limited	-	-	(3)
	<u>(8,690)</u>	<u>32,865</u>	<u>(11,170)</u>

	Amount expensed	Amounts owed by related parties	Amounts owed to related parties
	2018	2018	2018
	£'000	£'000	£'000
Kensington Mortgage Company Limited	15,165	18,039	(358)
The Northview Group Limited	(29,844)	9,070	(18,497)
Kensington Personal Loans Limited	-	-	(9)
Kensington Mortgage Limited	-	-	(1)
Koala Bidco Limited	-	-	(6)
Kayl Holdco S.à r.l.	299	299	-
Elevate Bidco Limited	-	-	(3)
Koala Warehouse Limited	-	-	(76)
NVG Portman Square Limited	94	94	-
	<u>(14,286)</u>	<u>27,502</u>	<u>(18,950)</u>

## **Acenden Limited**

### **Notes to the financial statements for the year ended 31 March 2019**

#### **24. Parent undertaking and controlling party**

The immediate parent company of the Company is Elevate Bidco Limited, a company incorporated in England, United Kingdom and with its registered office at Ascot House, Maidenhead Office Park, Maidenhead, SL6 3QQ. The ultimate parent company of the Company is Koala (Cayman) Limited, Koala (Cayman) Limited is the largest and smallest group into which the Company's results are consolidated. The consolidated financial statements of Koala (Cayman) Limited are available to the public and may be obtained from 190 Elgin Avenue, George Town, Grand Cayman, KY1-9005, Cayman Islands.

#### **25. Post balance sheet events**

To date, there have been no matters that warrant disclosure or adjustment to the Company's financial results as at 31 March 2019 and for the year then ended.