COMPANY REGISTRATION NUMBER: 05480731

Kent Education Partnership Limited

Financial Statements

31 December 2018

Kent Education Partnership Limited

Financial Statements

Year ended 31 December 2018

Contents	Page

Kent Education Partnership Limited

Directors' Report

Year ended 31 December 2018

The directors present their report and the audited financial statements of the company for the year ended 31 December 2018.

Principal activities and business review

The principal activity of the company is the provision of operational and maintenance services for six schools in Kent (Hugh Christie Technology College, The Malling School, Holmesdale Technology College, Aylesford School Sports College, The North School and the Ellington and Hereson School), in accordance with a Project Agreement entered into with Kent County Council.

The schools became fully operational in 2008. The company is currently running the operation and maintenance services for the period to 31 May 2035, providing a full range of facilities management services under a contractual agreement that provides a regular income stream which is subject to deductions for service shortfalls and the unavailability of the facilities.

The United Kingdom is due to leave the European Union by 31 October 2019. The terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy. However, the company is not affected by the continued uncertainty surrounding the United Kingdom's membership of the European Union, as the cash flows generated from the PFI concession asset are secured under contract with Kent County Council, a government body.

The result for the company for the year is shown in the Profit and Loss Account and Statement of Comprehensive Income on page 7.

Directors

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

F Schramm	
A Naafs	
C Garcia	(Appointed 30 January 2018)
D Foot	(Appointed 29 May 2018)
R Newton	(Resigned 4 May 2018)

Dividends

The directors approved and paid dividends of £120,000 (2017: £nil) during the year.

Future developments

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

Donations

The company made no political donations during the year (2017: £nil).

Small company exemption

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006. The directors have taken advantage of the small companies exemptions provided by Sections 415A and 415B of the Companies Act 2006, which includes those in relation to the exemption from certain requirements of the Directors' report and the available exemption to not prepare a Strategic report.

Disclosure of information to the auditors

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

Going concern

The directors have reviewed the company's projected cash flows by reference to a financial model covering accounting periods up to 31 December 2035. The directors have also examined the current status of the company's principal contracts and likely developments in the foreseeable future. Having reviewed the available information, the directors consider that the company will be able to meet its financial obligations on the due dates for the foreseeable future. Accordingly, the directors consider that it is appropriate for the financial statements of the company to be prepared on a going concern basis.

This report was approved by the Board of directors on 28 June 2019 and signed on behalf of the Board by:

A Naafs
Director

Registered office:
Part First Floor
1 Grenfell Road
Maidenhead
Berkshire
SL6 1HN

Kent Education Partnership Limited

Directors' Responsibilities Statement

Year ended 31 December 2018

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

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

Signed on behalf of the Board by:

A Naafs
Director

Registered office:
Part First Floor
1 Grenfell Road
Maidenhead
Berkshire
SL6 1HN

Date: 28 June 2019

Kent Education Partnership Limited

Independent Auditors' Report to the Members of Kent Education Partnership Limited

Year ended 31 December 2018

Report on the audit of the financial statements

Opinion

In our opinion, Kent Education Partnership Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2018; the Profit and Loss Account and Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

In preparing the financial statements, the directors are responsible for assessing the 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 auditors' 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.

Responsibilities for the financial statements and the audit ***(continued)***

Auditors' responsibilities for the audit of the financial statements (continued)

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

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

Jonathan Studholme

Jonathan Studholme (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
28 June 2019

Kent Education Partnership Limited

Profit and Loss Account and Statement of Comprehensive Income

Year ended 31 December 2018

	Note	2018 £000	2017 £000
Turnover	4	7,650	7,422
Cost of sales		(6,793)	(6,648)
Administrative expenses		(148)	(150)
Operating profit		709	624
Interest receivable and similar income	7	4,310	4,433
Interest payable and similar expenses	8	(4,683)	(4,740)
Profit before taxation		336	317
Tax on profit	9	(96)	(68)
Profit for the financial year		240	249
Fair value movements on cash flow hedging instruments		2,980	2,180
Tax recognised in relation to change in fair value cash flow hedges	9	(506)	(371)
Other comprehensive income for the year		2,474	1,809
Total comprehensive income for the financial year		2,714	2,058

The notes on pages 10 to 20 form part of these financial statements.

All the activities of the company are from continuing operations.

Kent Education Partnership Limited

Balance Sheet

As at 31 December 2018

	Note	2018 £000	2018 £000	2017 Restated £000
Current assets				
Debtors: amounts falling due within one year	11	3,934		3,760
Debtors: amounts falling due after more than one year	11	68,361		71,345
Cash at bank and in hand		8,969		9,362
Total current assets		81,264		84,467
Creditors: amounts falling due within one year	12	(5,755)		(5,486)
Net current assets			75,509	78,981
Total assets less current liabilities			75,509	78,981
Creditors: amounts falling due after more than one year	13		(89,324)	(95,392)
Provision for other liabilities	15		(94)	(92)
Net liabilities			(13,909)	(16,503)
Capital and reserves				
Called up share capital	16		10	10
Cash flow hedge reserve	17		(14,469)	(16,943)
Profit and loss account			550	430
Total equity			(13,909)	(16,503)

The notes on pages 10 to 20 form part of these financial statements.

The financial statements on pages 7 to 20 were approved by the Board of directors on 28 June 2019 and signed on behalf of the Board by:

A Naafs
Director

Company registration number: 05480731

Kent Education Partnership Limited

Statement of Changes in Equity

Year ended 31 December 2018

	Note	Called up share capital £000	Cash flow hedge reserve £000	Profit and loss account £000	Total equity £000
At 1 January 2017		10	(18,752)	181	**(18,561)**
Profit for the financial year		–	–	249	**249**
Other comprehensive income for the year:					
Fair value movements on cash flow hedging instruments		–	2,180	–	**2,180**
Tax recognised in relation to change in fair value cash flow hedges	9	–	(371)	–	**(371)**
Total comprehensive income for the financial year		–	1,809	249	**2,058**
At 31 December 2017		10	(16,943)	430	**(16,503)**
Profit for the financial year		–	–	**240**	**240**
Other comprehensive income for the year:					
Fair value movements on cash flow hedging instruments		–	**2,980**	–	**2,980**
Tax recognised in relation to change in fair value cash flow hedges	9	–	**(506)**	–	**(506)**
Total comprehensive income for the financial year		–	**2,474**	**240**	**2,714**
Dividends paid and payable	**10**	–	–	**(120)**	**(120)**
Total investments by and distributions to owners		–	–	**(120)**	**(120)**
At 31 December 2018		**10**	**(14,469)**	**550**	**(13,909)**

The notes on pages 10 to 20 form part of these financial statements.

Kent Education Partnership Limited

Notes to the Financial Statements

Year ended 31 December 2018

1. General information

The company is a private company limited by shares incorporated in the United Kingdom, and is registered and domiciled in the United Kingdom at Part First Floor, 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN. The principal activity of the company is the provision of operational and maintenance services for six schools in Kent.

2. Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") and the Companies Act 2006. The presentation currency of these financial statements is sterling.

The company's parent undertaking, Kent Education Partnership (Holdings) Limited includes the company in its consolidated financial statements. The consolidated financial statements of Kent Education Partnership (Holdings) Limited are prepared in accordance with FRS 102 and are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

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

A number of balance sheet reclassifications have been performed in relation to the year ended 31 December 2017. Please see note 20 for further information.

3. Summary of significant accounting policies

Measurement convention

The financial statements were prepared under the historical cost convention except that the following assets and liabilities are stated at their fair value: derivative financial instruments.

Going concern

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

Exemptions for qualifying entities under FRS 102

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

- Cash Flow Statement and related notes.
- Basic Financial Instruments and Other Financial Instrument Issues.

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

Critical accounting estimates and judgements

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

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

Turnover

Turnover represents the value of services rendered, excluding sales related taxes, and is recognised to the extent that the company obtains the right to consideration in exchange for its performance. During the operational phase, turnover is recognised as contract activity progresses at a mark up on costs related to the provision of services. In line with FRS 102 23.22(a), the mark up is calculated based upon the forecast service revenues and costs over the concession period.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the Profit and Loss Account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is recognised on trading losses carried forward and on the fair value of the swap derivative.

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

Taxation ***(continued)***

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Financial instruments

Trade and other debtors / creditors

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

Interest-bearing borrowings classified as basic financial instruments

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

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and treasury deposits.

Restricted cash balance

The company is obligated to keep a separate cash reserve in respect of future major maintenance costs. This restricted cash balance, which is shown on the balance sheet within the "cash at bank and in hand" balance, amounts to £2,010,000 at the year end (2017: £2,617,000).

Other financial instruments

Financial instruments not considered to be basic financial instruments (other financial instruments)

Other financial instruments not meeting the definition of Basic Financial Instruments are recognised initially at fair value. Subsequent to initial recognition other financial instruments are measured at fair value with changes recognised in profit or loss except as follows:

- hedging instruments in a designated hedging relationship shall be recognised as set out below.

Derivative financial instruments and hedging

Derivative financial instruments are recognised at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss. However, where derivatives qualify for hedge accounting, recognition of any resultant gain or loss depends on the nature of the item being hedged (see below).

Derivative financial instruments and hedging *(continued)*

Cash flow hedges

The company has entered into an interest rate swap and designated these as hedges for highly probable forecast transaction. The effective part of any gain or loss on the derivative financial instrument is recognised directly in other comprehensive income. Any ineffective portion of the hedge is recognised immediately in profit or loss. When a hedging instrument expires or is sold, terminated or exercised, or the entity discontinues designation of the hedge relationship but the hedged forecast transaction is still expected to occur, the cumulative gain or loss at that point remains in equity and is recognised in accordance with the above policy when the transaction occurs. If the hedged transaction is no longer expected to take place, the cumulative unrealised gain or loss recognised in equity is recognised in the Profit and Loss Account immediately.

Finance debtor

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

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

Expenses

Interest receivable and Interest payable

Interest payable and similar expenses include interest payable on borrowings and associated on-going financing fees. Interest payable is recognised in the Profit and Loss Account, using the effective interest rate method.

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.

4. Turnover

Turnover arises from:

	2018	2017
	£000	£000
Service income	7,650	7,422

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

5. Auditors' remuneration

	2018 £000	2017 £000
Audit of these financial statements	**10**	10

In addition the company has borne the audit fee of £2,000 (2017: £2,000) of its immediate parent undertaking.

6. Staff costs and directors' remuneration

The company had no employees during the year (2017: nil). No key management personnel received any remuneration during the year (2017: nil). The directors have no contract of service with the company. During the year the company incurred charges of £64,000 (2017: £68,000) from BBGI Management HoldCo S.a.r.l. (an indirect and wholly owned subsidiary of BBGI SICAV S.A., which are both registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg) and £64,000 (2017: £68,000) from Infrastructure Investments Holdings Limited (registered and domiciled in the United Kingdom at 12 Charles II Street, London, SW1Y 4QU), for making available the services of the directors.

7. Interest receivable and similar income

	2018 £000	2017 £000
Bank interest receivable	**44**	21
Finance debtor interest receivable	**4,266**	4,412
	4,310	4,433

Interest is imputed on the finance debtor using an asset specific interest rate of 7%.

8. Interest payable and similar expenses

	2018 £000	2017 £000
Interest payable on bank loan	**3,611**	3,750
Interest payable on subordinated debt	**1,042**	990
Other interest payable and similar expenses	**30**	-
	4,683	4,740

9. Tax on profit

Tax expense

	2018 £000	2017 £000
Current tax:		
UK current tax expense	**81**	-
Adjustments in respect of prior periods	**33**	-
Total current tax	**114**	-

9. Tax on profit *(continued)*

	2018	2017
	£000	£000
Deferred tax:		
Origination and reversal of timing differences	(18)	68
Tax on profit	96	68

Tax recognised as other comprehensive income or equity

The aggregate deferred tax relating to items recognised as other comprehensive income or equity for the year was £(506,000) (2017: £(371,000)). The effect of changes in tax rates and laws is £60,000 (2017: £44,000).

Reconciliation of tax expense

The tax assessed on the profit before taxation for the year is higher than (2017: higher than) the standard rate of corporation tax in the UK of 19% (2017: 19.25%).

	2018	2017
	£000	£000
Profit before taxation	336	317
Profit by rate of tax	63	61
Adjustment to tax charge in respect of prior periods	33	3
Changes in tax rates and laws	–	4
Tax on profit	96	68

Factors that may affect future tax expense

The UK corporation tax rate will reduce to 17% from 1 April 2020. This change was substantively enacted as part of the Finance Bill on 6 September 2016. This change has been reflected in the financial statements and will reduce the company's future current tax charge accordingly.

10. Dividends

Dividends paid during the year (excluding those for which a liability existed at the end of the prior year):

	2018	2017
	£000	£000
Dividends on ordinary shares	120	–

The company made a dividend payment of £120,000 during the year (2017: £nil) to its immediate parent undertaking, Kent Education Partnership (Holdings) Limited (registered and domiciled in the United Kingdom at Part First Floor, 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN).

11. Debtors

Debtors falling due within one year are as follows:

	2018	2017 Restated*
	£000	£000
Trade debtors	1,399	1,376
Finance debtor	2,478	2,331
Prepayments and accrued income	57	53
	3,934	3,760

*Refer to note 20 for further information on the restated balances.

Debtors falling due after one year are as follows:

	2018	2017 Restated*
	£000	£000
Deferred tax asset	2,964	3,470
Finance debtor	65,397	67,875
	68,361	71,345

*Refer to note 20 for further information on the restated balances.

12. Creditors: amounts falling due within one year

	2018	2017 Restated*
	£000	£000
Bank loans and overdrafts	3,166	3,072
Trade creditors	456	689
Corporation tax	81	–
Other taxation and social security	260	211
Subordinated debt (including accrued interest)	593	596
Accruals and deferred income	1,199	918
	5,755	5,486

*Refer to note 20 for further information on the restated balances.

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

	2018	2017 Restated*
	£000	£000
Bank loans and overdrafts	58,075	60,888
Subordinated debt	10,810	10,841
Swap liability	17,433	20,413
Accruals and deferred income	3,006	3,250
	89,324	95,392

*Refer to note 20 for further information on the restated balances.

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

Included within Bank loans and overdrafts is an amount repayable after five years of £47,562,000 (2017: £50,130,000) and included within subordinated debt are amounts repayable after five years of £10,453,000 (2017: £10,594,000).

Bank loan relates to senior secured funding granted by a consortium of banks led by Sumitomo Mitsui Banking Corporation Europe Limited. The senior loan facility is for a total value of £88,558,000.

The senior loan facility consists of a term loan facility of £88,558,000 which is repayable in fifty three, six-monthly instalments ending 31 May 2034. Bank loans and overdrafts of £58,075,000 (2017: £60,888,000) includes an outstanding loan facility of £58,618,000 (2017: £61,496,000) and an effective interest rate adjustment of £(543,000) (2017: £(608,000)) in relation to the senior loan facility. Interest is charged on amounts drawn under the facility at LIBOR + 0.80%.

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

Subordinated debt of £8,140,000 (2017: £8,175,000) includes an unsecured loan facility of £8,105,000 (2017: £8,165,000) due to BBGI Investments S.C.A. and Infrastructure Investments Limited Partnership, and an effective interest rate adjustment of £35,000 (2017: £10,000) in relation to the subordinated loan facility. The subordinated loan facility bears interest at a fixed rate of 12.1% and is fully repayable by 2034.

Subordinated debt of £2,670,000 (2017: £2,666,000) includes an unsecured loan facility of £2,626,000 (2017: £2,626,000) due to BBGI Investments S.C.A., and an effective interest rate adjustment of £44,000 (2017: £40,000) in relation to the subordinated loan facility. The subordinated loan facility bears interest at a fixed rate of £25,000 (indexed) per annum and is fully repayable by 2034.

14. Deferred tax

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

	2018	2017
	£000	£000
Deferred tax on revaluation of fair value of derivatives	2,964	3,470

15. Provision for other liabilities

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

	2018	2017
	£000	£000
Deferred tax in relation to the effective interest rate adjustment	94	112
Deferred tax in relation to trading losses carried forward	-	(20)
	94	92

Under FRS 102 29.24A, the company has presented the deferred tax asset and the deferred tax liability on a net basis as the taxes are levied by the same tax authority.

16. Called up share capital

Issued, called up and fully paid

	2018		2017	
	No.	£000	No.	£000
Ordinary shares of £1 each	10,000	10	10,000	10

17. Reserves

Cash flow hedge reserve

The hedge reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

18. Related parties

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

	Transactions with related parties		Payables to related parties	
	2018	2017	2018	2017
	£000	£000	£000	£000
BBGI Management HoldCo S.a.r.l.	64	68	38	53
BBGI Investments S.C.A.	538	506	7,045	7,060
Infrastructure Investments Holdings Limited	64	68	38	53
Infrastructure Investments Limited Partnership	504	484	4,358	4,377

The company incurred directors' fees of £64,000 (2017: £68,000) from BBGI Management HoldCo S.a.r.l. (an indirect and wholly owned subsidiary of BBGI SICAV S.A., which are both registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg). At the year end there was £38,000 (2017: £53,000) payable to BBGI Management HoldCo S.a.r.l. in respect of directors' fees.

The company incurred interest of £538,000 (2017: £506,000) on the subordinated loan facility payable to BBGI Investments S.C.A. (an indirect and wholly owned subsidiary of BBGI SICAV S.A., which are both registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg). At the year end there was £7,045,000 (2017: £7,060,000) payable to BBGI Investments S.C.A. in respect of the subordinated loan facility.

The company incurred directors' fees of £64,000 (2017: £68,000) from Infrastructure Investments Holdings Limited (which is registered and domiciled in the United Kingdom at 12 Charles II Street, London, SW1Y 4QU). At the year end there was £38,000 (2017: £53,000) payable to Infrastructure Investments Holdings Limited in respect of directors' fees.

The company incurred interest of £504,000 (2017: £484,000) on the subordinated loan facility payable to Infrastructure Investments Limited Partnership (which is registered and domiciled in the United Kingdom at 12 Charles II Street, London, SW1Y 4QU). At the year end there was £4,358,000 (2017: £4,377,000) payable to Infrastructure Investments Limited Partnership in respect of the subordinated loan facility.

19. Parent undertaking

The company is a wholly owned subsidiary of Kent Education Partnership (Holdings) Limited ('the immediate parent undertaking') which is registered and domiciled in the United Kingdom at Part First Floor, 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN.

At 31 December 2018, 50% of the share capital in the immediate parent undertaking was held by BBGI Investments S.C.A. (an indirect and wholly owned subsidiary of BBGI SICAV S.A., and is registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg), with the remaining 50% held by Infrastructure Investments Holdings Limited (a direct and wholly owned subsidiary of Infrastructure Investments Limited Partnership, and is registered and domiciled in the United Kingdom at 12 Charles II Street, London, SW1Y 4QU).

BBGI SICAV S.A. is listed on the London Stock Exchange, and is registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg.

Infrastructure Investments Limited Partnership is wholly owned by HICL Infrastructure Company Limited, a company registered in Guernsey, Channel Islands, and is listed on the London Stock Exchange.

There is no ultimate controlling party.

The largest group in which the results of the company are consolidated is that headed by Kent Education Partnership (Holdings) Limited, incorporated in the United Kingdom. Copies can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

20. Prior year adjustments

Reconciliation of equity as at 31 December 2017

	Original £000	Adjustment £000	Restated £000
Current assets			
Debtors: amounts due within one year	4,081	(321)	3,760
Debtors: amounts falling due after more than one year	71,024	321	71,345
Cash at bank and in hand	9,362	–	9,362
Total current assets	84,467	–	84,467
Creditors: amounts due within one year	(5,230)	(256)	(5,486)
Net current assets	79,237	(256)	78,981
Creditors: amounts falling due after more than one year	(95,740)	256	(95,484)
Net assets	(16,503)	–	(16,503)
Capital and reserves			
Called up share capital	10	–	10
Cash flow hedge reserve	(16,943)	–	(16,943)
Profit and loss account	430	–	430
Total equity	(16,503)	–	(16,503)

20. Prior year adjustments *(continued)*

Notes to the reconciliation of equity

At 31 December 2017, an amount of £(321,000) (2016: £nil) has been reclassified from debtors due within one year to debtors due after more than one year to correctly disclose the finance debtor amortisation due within one year.

At 31 December 2017, an amount of £(49,000) (2016: £(77,000)) in relation to the effective interest rate adjustment on the subordinated loan facilities has been reclassified from payables due within one year to payables due after more than one year to correctly disclose the interest payable on the subordinated debt due within one year.

At 31 December 2017, an amount of £305,000 (2016: £317,000) in relation to interest payable on bank loans and overdrafts has been reclassified from payables due after more than one year to payables due within one year to correctly disclose the interest payable on bank loans and overdrafts due within one year.