Registered number: 05595906

Preferred Residential Securities 06-1 plc

Reports and audited financial statements for the year ended 30 November 2021

Preferred Residential Securities 06-1 plc

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Preferred Residential Securities 06-1 plc

Company information

Directors	Wilmington Trust SP Services (London) Limited D J Wynne C J Duffy
Company secretary	Wilmington Trust SP Services (London) Limited
Registered office	Third Floor, 1 King's Arms Yard London EC2R 7AF
Independent auditor	KPMG LLP 15 Canada Square London E14 5GL
Registered number	05595906
Trustee	BNY Mellon Corporate Trustee Services Limited One Canada Square London E14 5AL

Preferred Residential Securities 06-1 plc

Strategic report
for the year ended 30 November 2021

The directors present their strategic report on Preferred Residential Securities 06-1 plc (the "Company" or "Issuer") for the year ended 30 November 2021.

Principal activities

The Company, a public company limited by shares was incorporated on 18 October 2005 in England, United Kingdom and is registered in England and Wales under the Companies Act 2006. The Company is a special purpose vehicle which acts as an issuer in a residential mortgage backed securitisation transaction. The principal activity of the Company is the issuance of loan notes with the purpose of funding the mortgage originator, Preferred Mortgages Limited (the "originator").

On 23 February 2006, the Company provided funding to the originator for the purchase of £431,359,000 of mortgage assets. Further consideration in the form of deferred consideration may be payable to Preferred Mortgages Limited dependent on the future performance of the mortgages. To facilitate the purchase, the Company issued a series of loan notes on 23 February 2006. These loan notes are issued on Euronext Dublin and are due in 2045.

Under IFRS 9, if a transferor retains substantially all the risks and rewards associated with the transferred assets, the transaction is accounted for as a financing transaction, notwithstanding that it is a sale transaction from a legal perspective. The originator failed the derecognition criteria of IFRS 9 when it sold the beneficial ownership of the mortgage assets to the Company as the significant risks and rewards of the loans were not transferred to the Company. Therefore, these loans remain on the statement of financial position of the originator. As such, although the Company legally holds the beneficial interest in the underlying mortgage portfolio and an obligation to pay deferred consideration to the originator, for accounting purposes these balances are not recognised and instead a net deemed loan (the "net deemed loan to originator") is recognised in the financial statements of the Company.

The mortgage servicing, cash bond administration and accounting services are provided by Kensington Mortgage Company Limited ("KMC"), an external party.

Business review

The results for the year ended 30 November 2021 are set out on page 19. Both the level of business during the year and the financial position of the Company at the end of the year were satisfactory given the nature of the Company and its limited recourse liability.

At the year end, the net deemed loan to originator balance after the effective interest rate adjustment, expected credit loss and deferred consideration was £41,853,000 (2020: £48,494,000).

After considering property values and future income associated with the net deemed loan to originator, over and above the principal figure shown above, the directors consider the net deemed loan to originator together with the other related assets of the Company such as cash, to be adequate collateral against the loan notes in issue.

At year end the following mortgage assets were underlying the net deemed loan to originator:

	2021 Principal balance £'000	**2021 Number of loans**	2020 Principal balance £'000	2020 Number of loans
First charge mortgages	44,798	621	51,297	682
Second charge mortgages	115	20	135	22
	44,913	641	51,432	704

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These mortgages provide security against loan notes in issue totalling £27,550,000 and €27,701,000 (2020: £33,029,000 and €28,610,000) as at the year end excluding accrued interest.

The directors have concluded that the Company will continue as a going concern, with material uncertainty, and set out the basis for this conclusion in the going concern section of the directors' report.

Key performance indicators

The key performance indicator of the Company is the quarterly arrears profile of the underlying mortgage assets:

	Mar-21	Jun-21	Sep-21	Dec-21	Mar-22
Delinquencies days	%	%	%	%	%
Current	79.94	80.53	52.75	79.84	83.22
>30<=60	2.16	1.77	5.75	1.65	1.07
>60<=90	1.84	1.33	3.90	1.81	1.46
>90<=120	1.81	2.17	2.24	1.04	1.95
>120	14.25	14.20	35.36	15.66	12.30
Total	100.00	100.00	100.00	100.00	100.00

The value of mortgages in repossession underlying the net deemed loan to originator at the year end is £53,000 (2020: £129,000).

Principal risks and uncertainties

Whilst the directors have overall responsibility for the establishment and oversight of the Company's risk management framework, this obligation has been allocated and managed in accordance with the transaction documents. Further details of financial risk management are outlined in note 16 of the financial statements.

Political and economic risk

The impact of political and economic matters that have arisen since the year end date, in particular the Russian invasion of Ukraine.in February 2022 and rising inflation, on the regional and global economy remains uncertain and is difficult to assess in terms of duration and severity. The effect on markets and cost of living may have an adverse impact on the Company including future cash flows, however the potential impact at this stage is not known. For these financial statements, the recent political and economic matters are considered to be non-adjusting events and consequently there is no impact on the recognition and measurement of assets and liabilities as at 30 November 2021. The Company will continue to monitor market conditions and to evaluate the potential impact, if any, on its operations going forward.

COVID-19

The Board has continued to monitor the potential implications of the COVID-19 pandemic in its assessment of the financial and operational viability of the Company and has a reasonable expectation that the Company retains adequate levels of financial resources (capital and liquidity). In assessing the viability of the Company, the Board has considered the potential impact and risks facing the Company with respect to the virus. The key short term risk relates to the end of the MPH as an increased proportion of underlying mortgage customers may be impacted through unemployment and reduced income which creates uncertainty around the ability of these customers to recommence their monthly payment obligations. The servicer, KMC, an external party, undertook a variety of activities in the year to support consistent implementation of payment holidays and to manage the customer experience as those payment holidays came to an end. The key long-term risk remains the deterioration in the ability of customers to make monthly contractual payments caused by an increase in the unemployment rates and reduced income. A knock-on effect of an increase in unemployment could be a potential reduction in the level of collateral held by the Company should house prices decrease. The potential impact of the pandemic on the economy and the Company's operations is subject to continuous monitoring by the servicer, KMC, with appropriate escalation to the Board.

Brexit

The Company's business model is focused in the UK and the business does not have any direct exposure to the European Union ("EU"). However, the Company is exposed to secondary impacts, particularly any volatility in the UK economy and financial markets. The UK left the EU on 31 January 2020. Following the agreement of the UK and EU Trade Deal on 24 December 2020 the UK withdrew from the EU single market and customs union on 1 January 2021.

The Company has not experienced any adverse impact or identified any additional risks as a result of these developments. Depending on how the UK government manages to negotiate new trade deals, there is a risk of financial instability which would manifest itself through movements in interest rates which would in turn result in movement in the net interest margin, however the housing market is relatively well insulated from Brexit compared to other parts of the economy.

The Company will continue to closely monitor and analyse political, economic and regulatory developments to ensure it remains well positioned to respond to any potential shocks and minimise any disruption for customers.

Financial instrument risk

The financial instruments held by the Company comprise the net deemed loan to originator, borrowings, cash and various other items (such as other debtors and other creditors) that arise directly from its operations.

The Company also enters into derivative transactions where necessary to manage its interest rate and currency risk. Details of any derivatives held by the Company are disclosed in note 16.

It is and has been throughout the year under review, the Company's policy that no trading in financial instruments shall be undertaken.

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

(a) Credit risk

The underlying mortgages are classified as a net deemed loan to originator, this means that in the first instance the recovery of the debt is against the originating company, Preferred Mortgages Limited.

Credit risk is the risk of financial loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligation and arises principally from the Company's receivables.

In the event of default of the mortgage assets, the Company has rights solely against the originator and only Preferred Mortgages Limited will be entitled to take any remedial actions against the underlying mortgage holders.

In addition, where derivatives are held by the Company, there is a credit risk associated with the ability of the swap counterparty to meeting its obligations under the swap agreement. In some instances, this may be mitigated by the payment of cash collateral to the Company. Details of any cash collateral held by the Company are included in note 14.

The directors continue to closely monitor the economic landscape to ensure the Company is best placed to respond to any pressures that may impact portfolio performance and proactively consider strategies to mitigate any adverse portfolio impact should these pressures occur.

(b) Liquidity risk

The Company's policy is to manage liquidity risk by matching the timing of the cash receipts from the net deemed loan to originator with those of the cash payments due on the loan notes. In addition the Company holds a minimum cash balance to manage short term liquidity requirements.

(c) Foreign exchange risk

Foreign exchange risk exists where the loan notes are denominated in a currency which is different to the underlying Sterling mortgage loans. Where this exists, the Company minimises its exposure to foreign currency risk by ensuring that the currency characteristic of its assets and liabilities are similar. Where this is not possible the Company has used derivative financial instruments to mitigate any foreign exchange risk. Details of foreign exchange exposures and any related derivatives held by the Company are disclosed in note 16.

(d) Interest rate risk

Interest rate risk exists where assets and liabilities have interest rates set under different bases or which reset at different times. The Company minimises its exposure to interest rate risk by ensuring that the interest rate characteristics of its assets and liabilities are similar. Where this is not possible the Company has used derivative financial instruments to mitigate any residual interest rate risk. Details of interest rate risk exposures and any related derivatives held by the Company are disclosed in note 16.

(e) 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 customer detriment, reputational or regulatory consequences.

The Company operates under a controls and governance framework provided by KMC, the servicer of the net deemed loan to originator. This includes regulatory and compliance functions and internal audit. The business is covered by the servicer's business continuity management capability.

Strategic report
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Over the last two years operational risk has been impacted by COVID-19. This has led to changes to working practices by the Company's servicer, KMC, in particular increased working from home, and changes in processes to meet new regulatory requirements, including the provision of payment holidays. However, the nature of the risks to which the Company is exposed remain similar to those prior to COVID-19, but additional focus has been given to the controls appropriate for the altered working environment. The technology required for KMC's staff has been adapted to allow employees to work either from home or from the office with additional controls implemented and guidance provided with regard to the technology. The focus on technology and working environment will continue to be monitored as KMC continues to adjust to the new way of working.

The customer response to COVID-19 drove more interaction with KMC, whether implementing full payment holidays or other measures as customers responded to the impact of COVID-19 on their financial situation. KMC undertook a variety of activities to support consistent implementation of payment holidays and to manage the customer experience as those payment holidays came to an end. Monitoring of customer service quality continues to be maintained to mitigate the operational risks associated with increased customer interaction and processes related to forbearance activities.

Future business developments and strategy

The directors expect the business will continue in its principal activities described above for the foreseeable future and will ensure that customers continue to be serviced on a business as usual basis.

The business is subject to a number of risks 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.

There are no significant events occurring after the statement of financial position date, up to the date of approval of the financial statements that would meet the criteria to be disclosed or adjusted in the financial statements as at 30 November 2021.

Section 172 statement

Section 172(1) of Companies Act 2006 requires the directors to act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

a) the likely consequences of any decision in the long term,
b) the interests of the company's employees,
c) the need to foster the company's business relationships with suppliers, customers and others,
d) the impact of the company's operations on the community and the environment,
e) the desirability of the company maintaining a reputation for high standards of business conduct, and
f) the need to act fairly as between members of the company.

As a special purpose vehicle the governance structure of the Company is such that the key policies have been predetermined at the time of issuance. The directors have had regards to the matters set out in section 172(1) of Companies Act 2006 as follows:

With reference to the likely consequences of any decision in the long term, the transaction documents have been formulated to achieve the Company's purpose and business objectives, safeguard the assets and promote the success of the Company with a long term view and in accordance with relevant securitisation legislation.

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for the year ended 30 November 2021

The matters set out in subsections (b)–(f) have limited or no relevance to the Company for the following reasons:

- the Company has no employees;
- the Company has appointed various professional third parties to perform certain roles governed by the transaction documents;
- as a special purpose vehicle, the Company has no physical presence or operations and accordingly has minimal impact on the community and the environment; and
- the Company has a sole member with the issued shares all held on a discretionary trust basis for charitable purposes.

This report was approved by the Board on 2nd August 2022 and signed on its behalf by:

D J Wynne
Director
2nd August 2022

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Directors' report
for the year ended 30 November 2021

The directors present their report together with the audited financial statements of the Company for the year ended 30 November 2021.

Results and dividends

The result for the year, after taxation, amounted to nil (2020: result of nil).

The directors do not recommend the payment of a dividend (2020: nil).

Future developments

An assessment of the Company's future developments is described in the strategic report under the future business developments and strategy section.

Financial instruments

An assessment of the Company's financial instruments is described in the strategic report under the principal risks and uncertainties section.

Directors

The directors who held office during the year and up to the date of the approval of the financial statements, except as noted, are given below:

Wilmington Trust SP Services (London) Limited
D J Wynne
C J Duffy

None of the above directors have any interest in the shares of the Company. There are no directors' interests requiring disclosure under the Companies Act 2006.

Company secretary

Wilmington Trust SP Services (London) Limited continued to act as company secretary for the year ended 30 November 2021 and up to the date of signing the financial statements.

Going concern

The Company has reported a nil result for the current year and is in a net asset position as at 30 November 2021.

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons.

The directors have prepared a going concern assessment for a period of 12 months from the date of approval of these financial statements which includes reasonably possible downsides concerning the impact of COVID-19 and reasonably possible changes in trading performance and funding availability.

A call option exists over the loan notes issued by the Company which may be exercised at the sole discretion of the Issuer once the outstanding mortgage backed loan notes reach 10% of the original issued amount. At this point, the call option permits the Issuer, at any interest payment date, to repay all of the outstanding external borrowings at their carrying value at the time.

In order for the call option to be exercised the directors must certify to the Trustee of the loan notes that the Issuer will be able to repay all amounts due and payable on the interest payment date on which the option would take effect.

Directors' report
for the year ended 30 November 2021

In the directors' judgement, based on historic repayment patterns and the contractual features of the underlying mortgages, it is anticipated that within 12 months from the date of the signing of these accounts or soon thereafter the call option will become exercisable.

The exercise of the call option would result in the effective cessation of the Company's trade, followed by the orderly settlement of any remaining assets and liabilities and ultimately the dissolution of the Company.

At the date of signing these accounts it is not known whether and if yes, when the call option will be exercised once the ability to do so exists, though the directors believe it to be possible, but not certain, that the call option will be exercised.

The existence of this option combined with the uncertainties around its exercise means that there is a material uncertainty as to whether the Company will continue to trade.

The repayment of the principal liabilities of the Company, the floating rate notes, are limited to available principal cash received on the Company's loan portfolio until the final repayment date. Should the total cash flows be insufficient at this date, the Company may default on loan note payments due. In such circumstances, the Trustee may choose to dispose of the Company's assets, and, potentially wind up the Company.

The cash currently held by the Company, together with other structural features of the borrowing arrangements, gives the Company the ability to pay any interest actually due in cash over the next 12 months. Therefore the directors have a reasonable expectation that the Company has adequate resources to continue in existence and satisfy any liabilities as they fall due for the next 12 months from the date of signing the financial statements.

On this basis, the directors have concluded that it is appropriate to continue to adopt the going concern basis in the preparation of these financial statements. However, this matter indicates the existence of a material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Post statement of financial position date events

In May 2022, LIBOR transition to SONIA was completed (see note 16d for details).

Apart from the above, there are no significant events occurring after the statement of financial position date, up to the date of approval of the financial statements that would meet the criteria to be disclosed or adjusted in the financial statements as at 30 November 2021.

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.

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Directors' report
for the year ended 30 November 2021

Fair value

Note 16 discloses the fair values of the net deemed loan to originator and loan notes. The directors noted that as at 30 November 2021 the respective fair values of the net deemed loan to originator were higher than and loan notes were higher than the carrying values recorded in the statement of financial position.

As no liquid market exists for either the net deemed loan to originator or loan notes, the directors have ascribed an approximate fair value based on an internal discounted cash flow model that is used to value non-securitised mortgage loan receivables. This model takes into account expected prepayment rates, arrears levels, house price movements, level of repossessions, losses and discount rates based on the most recent available information.

Corporate governance

The directors have been charged with governance in accordance with the transaction documents describing the structure and operation of the Company. The governance structure of the Company is such that the key policies have been predetermined at the time of the transaction documents issuance and the operational roles have been assigned to third parties with their roles strictly governed by the transaction documents.

The transaction documents provide for procedures that have been designed for safeguarding assets against unauthorised use or disposition, for maintaining proper accounting records, and for the reliability and usefulness of financial information used within the business or for publication. Such procedures are designed to manage, rather than eliminate the risk of failure to achieve business objectives, whilst enabling them to comply with the regulatory obligations.

Due to the nature of the securities which have been issued on Euronext Dublin, the directors are satisfied that there is no requirement to publish a corporate governance statement and that the Company is largely exempt from the requirements of the Irish Corporate Governance Annex and the provisions of the UK Corporate Governance Code do not apply to the Company.

Employees

The Company does not have any employees (2020: none).

Issued capital and capital contribution

Details of the share capital are set out in note 17 to the financial statements. The issued share capital consists of £12,502 comprising 50,000 ordinary shares of £1 each with 2 ordinary shares being fully paid and 49,998 ordinary shares being quarter paid up.

Qualifying third party indemnity provisions

Qualifying third party indemnity provisions for the benefit of the directors, in accordance with section 234 of the Companies Act 2006, were in force during the year under review and remain force as at the date of approval of the strategic report, directors' report and financial statements.

Directors' report
for the year ended 30 November 2021

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's auditor is unaware, and
- the director has taken all the steps that ought to have been taken to make himself aware of any relevant audit information and to establish that the Company'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 pursuant to section 489 of the Companies Act 2006, a resolution concerning its re-appointment will be considered at the Annual General Meeting.

This report was approved by the Board on 2nd August 2022 and signed on its behalf by:

D J Wynne
Director
2nd August 2022

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Statement of directors' responsibilities in respect of the Strategic Report, the Directors' Report and the Financial Statements

The directors are responsible for preparing the 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 financial statements in accordance with UK accounting standards and applicable law, including FRS 101 Reduced Disclosure Framework.

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;
- 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 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 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 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. 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 Company and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the directors are also responsible for preparing a Strategic Report and a Directors' Report that complies with that law and those regulations.

Independent auditor's report to the member of Preferred Residential Securities 06-1 plc

1 Our opinion is unmodified

We have audited the financial statements of Preferred Residential Securities 06-1 plc ("the Company") for the year ended 30 November 2021 which comprise the:

- Statement of comprehensive income;
- Statement of financial position;
- Statement of changes in equity
- Statement of cash flows; and
- Related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of Company's affairs as at 30 November 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 Company in accordance with, UK ethical requirements including the FRC Ethical Standard as applied to listed entities. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

2 Material uncertainty related to going concern

	The risk	**Our response**
Going concern We draw attention to note 2 of the financial statements which indicates that a call option exists over the Notes issued by the Company which may be exercised at the sole discretion of the Issuer once the outstanding mortgage backed loan notes reach 10% of the original issued amount. At this point, the call option permits the Issuer, at any interest payment date, to require the company to refinance the assets and repay all the outstanding external borrowings and cease to trade. It is anticipated that within 12 months from the date of signing these accounts or soon thereafter the call option may be exercised. These events and conditions, along with the other matters explained in note 2, constitute	***Disclosure quality*** There is little judgement involved in the Directors' conclusion that risks and circumstances described in note 2 to the financial statements represent a material uncertainty over the ability of the company to continue as a going concern for a period of at least a year from the date of approval of the financial statements. However, clear and full disclosure of the facts and the Directors' rationale for the use of the going concern basis of preparation, including that there is a related material uncertainty, is a key financial statement disclosure and so was the focus of our audit in this area. Auditing standards require that to be reported as a key audit matter.	Our procedures included: ***Assessing transparency:*** • Assessed the completeness and accuracy of the matters covered in the going concern disclosure by considering the structure of the entity by reference to the prospectus and enquiry of the directors as to the likelihood of exercise of the option and the timing thereof. • Considered whether the going concern disclosure in note 2 to the financial statements gives a full and accurate description of the Directors' assessment of going concern. ***Our assessment of management's going concern assessment also included:***

a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.		• We considered the Directors' assessment of the risks for the business and financial resources compared with our own understanding of the risks; and • We considered whether these risks could plausibly affect the liquidity in the going concern period by comparing severe, but plausible downside scenarios that could arise from these risks individually and collectively against the level of available financial resources indicated by the Company's financial forecasts.

3 Other key audit matters: our assessment of risks of material misstatement

Key audit matters are those matters that, in our professional judgement, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. This matter was addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. Going concern is a significant key audit matter and is described in section 2 of our report. In arriving at our audit opinion above, the other key audit matter was as follows (unchanged from 2020):

Recoverability of deemed loan to originators (LTO) Risk vs 2020: ▼ (£41.9 million; 2020: £48 million) *Refer to the accounting policy note and notes 10, 11, 12 (financial disclosures).* **The risk of deterioration in the underlying credit quality of the deemed loan** The Company has a deemed loan to originator for a portfolio of loans to which the Company has acquired a beneficial interest. The deemed loan is collateralised by a portfolio of residential mortgages. **Subjective estimate:** The risk associated with a material misstatement of ECL has reduced from prior year primarily due to an increase in UK property prices which has reduced the average loan-to-value on the LTO portfolio (and the likelihood of a credit loss).	Our procedures included: - Test of details: We agreed key inputs and assumptions impacting the ECL calculations to corroborative evidence to assess the reasonableness of this estimate. - Sensitivity analysis: We assessed the ECL model for its sensitivity to changes in the key assumptions of PD and LGD by performing stress testing. - Assessing transparency: We evaluated whether the disclosures appropriately reflect and address the uncertainty which exists when determining the ECL on the deemed loan to originator

Nonetheless, the ECL estimate is ultimately dependent upon the cash flows from the loans and advances to customers and/or underlying collateral, and when considering the following factors we still determine ECL to be a key audit matter: a) Estimation of ECL involves judgement and estimation uncertainty; b) Users of the financial statements consider credit risk to be one of the areas of greatest focus, subjectivity and complexity; and c) Due to the extent of judgement involved, we invest a considerable amount of time in forming our audit approach, allocation of resources and performing audit testing and reaching an opinion. The key areas where we identified greater levels of management judgement and therefore increased levels of focus in relation to ECL were: Model estimations Inherently judgemental modelling is used to estimate the ECL which involves determining the Probabilities of Default ('PD') and Loss Given Default ('LGD'). Economic scenarios IFRS 9 requires the measurement of ECLs on an unbiased forward-looking basis reflecting a range of future economic conditions. Significant management judgement is applied in determining the economic scenarios used and the probability weightings applied to them especially when considering the current uncertain economic environment.	

4 Our application of materiality and an overview of the scope of our audit

Materiality for the Company financial statements as a whole was set at £0.4 million (2020: £0.5 million), determined with reference to a benchmark of Company total assets (of which it represents 0.75% (2020: 0.75%)).

We agreed to report to Those Charged with Governance any corrected or uncorrected identified misstatements exceeding £20,000 in addition to other identified misstatements that warranted reporting on qualitative grounds.

Our audit of the Company was undertaken to the materiality level specified above and was performed by a single audit team.

5 Going concern

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company, or to cease its operations, and as they have concluded that the company's financial position means that this is realistic for at least a year from the date of approval of the financial statements ("the going concern period"). As stated in section 2 of our report, they have also concluded that there is a material uncertainty related to going concern.

An explanation of how we evaluated management's assessment of going concern is set out section 2 of our report.

Our conclusions based on this work:

- we consider that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate; and
- we found the going concern disclosure in note 2.1.1 to be acceptable.

6 Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors and management and inspection of policy documentation as to the Company's high-level policies and procedures to prevent and detect fraud, including any actual, suspected or alleged fraud.
- Using our own judgment and knowledge of the company and the circumstances of the company to identify potential fraud risks.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that the company's management may be in a position to make inappropriate accounting entries and the risk of bias in accounting estimates and judgements such as loan impairment. On this audit we do not believe there is a fraud risk related to revenue recognition because there is limited complexity in the calculation and recognition of revenue.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors and other management (as required by auditing standards). We also discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation including related companies legislation, distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: money laundering, financial crime and various requirements governing securitisation transactions recognising the financial nature of the Company's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

7 We have nothing to report on the Strategic Report and the Directors' Report

The directors are responsible for the other information presented in the Annual Report together with the financial statements. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information 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 other information.

Strategic report and directors' report

Based solely on our work on the other information:

- 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.

8 We have nothing to report on the other 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Independent auditor's report to the member of Preferred Residential Securities 06-1 plc

9 Respective responsibilities

Directors' responsibilities
As explained more fully in their statement set out on page 12, the directors are responsible for: the preparation of the financial statements including 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 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 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.

10 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.

K. G. Pountney

Karl Pountney (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL
United Kingdom

05/08/2022

Preferred Residential Securities 06-1 plc

Statement of comprehensive income for the year ended 30 November 2021

	Note	**2021 £'000**	2020 £'000
Interest receivable and similar income	4	2,580	2,877
Interest payable and similar expenses	5	(1,461)	(1,825)
Net interest receivable		1,119	1,052
Operating expenses		(798)	(706)
Other operating income	6	9	30
		330	376
Net fair value (loss)/gain on derivatives		(1,574)	810
Unrealised exchange gain/(loss) on retranslation of loan notes		1,244	(1,186)
Profit before taxation	7	-	-
Tax on profit	8	-	-
Profit and total comprehensive income for the financial year		-	-

All amounts relate to continuing operations.

There were no items of other comprehensive income for 2021 or 2020 and therefore no separate statement of other comprehensive income has been presented.

The notes on pages 22 to 44 are an integral part of these financial statements.

Registered number: 05595906

Preferred Residential Securities 06-1 plc

Statement of financial position as at 30 November 2021

	Note	**2021 £'000**	2020 £'000
Non-current assets			
Debtors: amounts falling due after more than one year	11	36,762	42,199
Current assets			
Debtors: amounts falling due within one year	12	5,091	6,297
Derivative financial instruments	16	4,654	6,286
Cash and cash equivalents	13	8,043	8,503
Total current assets		17,788	21,086
Current liabilities			
Creditors: amounts falling due within one year	14	(3,563)	(4,657)
Total assets less current liabilities		50,987	58,628
Non-current liabilities			
Creditors: amounts falling due after more than one year	15	(50,974)	(58,615)
Net assets		13	13
Capital and reserves			
Called up share capital	17	13	13
Retained earnings		-	-
Total equity		13	13

These financial statements were approved and authorised for issue by the Board on 2nd August 2022 and were signed on its behalf by:

D J Wynne
Director
2nd August 2022

The notes on pages 22 to 44 are an integral part of these financial statements.

Preferred Residential Securities 06-1 plc

Statement of changes in equity
for the year ended 30 November 2021

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1 December 2019	13	-	13
Profit for the financial year	-	-	-
Balance at 30 November 2020	13	-	13
Balance at 1 December 2020	13	-	13
Profit for the financial year	-	-	-
Balance at 30 November 2021	13	-	13

The notes on pages 22 to 44 are an integral part of these financial statements.

Notes to the financial statements for the year ended 30 November 2021

1 General information

The principal activity of the Company is the issuance of loan notes with the purpose of funding the mortgage originator, Preferred Mortgages Limited (the "originator").

The Company is a public limited company and was incorporated on 18 October 2005 and is domiciled in England. Its principal place of business is its registered office located at Third Floor, 1 King's Arms Yard, London, EC2R 7AF.

2 Significant accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements:

2.1. Basis of preparation and statement of compliance with FRS 101

The financial statements have been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared on a going concern basis, under the historical cost convention as modified by the financial assets and liabilities measured at fair value through profit or loss, and in accordance with the Companies Act 2006. The disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- The requirements of IAS 7 Statement of Cash Flows;
- The requirements of paragraphs 10(d), 10(f), 16, 38(c)-(d), 40(a)-(d), 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- The requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors; and
- The Company has taken advantage of the exemptions conferred by FRS 101: 8 (j) & (k) "Related party disclosures", the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures, and transactions with other wholly owned group companies are not disclosed separately.

The preparation of financial statements in conformity with FRS 101 requires the use of certain significant accounting estimates and assumptions. It also requires management to exercise its judgement in the process of applying the 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 3.

2.1.1 Going concern

The Company has reported a nil result for the current year and is in a net asset position as at 30 November 2021.

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons.

The directors have prepared a going concern assessment for a period of 12 months from the date of approval of these financial statements which includes reasonably possible downsides concerning the impact of COVID-19 and reasonably possible changes in trading performance and funding availability.

Notes to the financial statements for the year ended 30 November 2021

A call option exists over the loan notes issued by the Company which may be exercised at the sole discretion of the Issuer once the outstanding mortgage backed loan notes reach 10% of the original issued amount. At this point, the call option permits the Issuer, at any interest payment date, to repay all of the outstanding external borrowings at their carrying value at the time.

In order for the call option to be exercised the directors must certify to the Trustee of the loan notes that the Issuer will be able to repay all amounts due and payable on the interest payment date on which the option would take effect.

In the directors' judgement, based on historic repayment patterns and the contractual features of the underlying mortgages, it is anticipated that within 12 months from the date of the signing of these accounts or soon thereafter the call option will become exercisable.

The exercise of the call option would result in the effective cessation of the Company's trade, followed by the orderly settlement of any remaining assets and liabilities and ultimately the dissolution of the Company.

At the date of signing these accounts it is not known whether and if yes, when the call option will be exercised once the ability to do so exists, though the directors believe it to be possible, but not certain, that the call option will be exercised.

The existence of this option combined with the uncertainties around its exercise means that there is a material uncertainty as to whether the Company will continue to trade.

The repayment of the principal liabilities of the Company, the floating rate notes, are limited to available principal cash received on the Company's loan portfolio until the final repayment date. Should the total cash flows be insufficient at this date, the Company may default on loan note payments due. In such circumstances, the Trustee may choose to dispose of the Company's assets, and, potentially wind up the Company.

The cash currently held by the Company, together with other structural features of the borrowing arrangements, gives the Company the ability to pay any interest actually due in cash over the next 12 months. Therefore the directors have a reasonable expectation that the Company has adequate resources to continue in existence and satisfy any liabilities as they fall due for the next 12 months from the date of signing the financial statements.

On this basis, the directors have concluded that it is appropriate to continue to adopt the going concern basis in the preparation of these financial statements. However, this matter indicates the existence of a material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

2.1.2. New standards, amendments and IFRIC interpretations

There are no amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 30 November 2021 which have had a material impact on the Company.

In October 2020, the IASB published Phase 2 amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 for interest rate benchmark reform, effective for accounting periods starting on or after 1 January 2021, which the Company has adopted early. The main impact of these amendments is to facilitate the Company's transition to use of the SONIA reference rate for its mortgage portfolio and for its LIBOR-based loan notes without the requirement for remeasurement of the carrying value of these assets and liabilities that might otherwise be required as a result of a contractual change.

2.2. Interest recognition

Interest income on the net deemed loan to originator, together with the interest expense on the loan notes, is recognised in the statement of comprehensive income on an EIR basis. The EIR basis recognises revenue and expenses equivalent to the rate that effectively discounts estimated future cash flows throughout the expected life to the net carrying value of the net deemed loan to originator or loan notes.

2.3. Current and deferred tax

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 expense 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.

2.4. Foreign currencies

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.

2.5. Financial instruments

Financial assets and financial liabilities are recognised in the statement of financial position when the Company becomes a party to the contractual provisions of the instrument and are derecognised on the date it ceases to be a party or it transfers the rights to receive the contractual cash flows from the financial asset in a transaction such that substantially all the risks and rewards of ownership of the financial asset are transferred.

The Company's financial instruments are classified as described below:

Financial assets

Net deemed loan to originator

The originator failed the derecognition criteria of IFRS 9 when it sold the beneficial ownership of the mortgage assets to the Company as the significant risks and rewards of the loans were not transferred to the Company. Therefore, these loans remain on the statement of financial position of the originator. As such, although the Company legally holds the beneficial interest in the underlying mortgage portfolio and an obligation to pay deferred consideration to the originator, for accounting purposes these balances are not recognised and instead a net deemed loan is recognised in the financial statements of the Company.

Purchases and sales of the deemed loan are recognised on trade date - the date on which the Company commits to purchase or sell the assets. They are initially recognised at cost and subsequently measured at amortised cost. They are derecognised when the right to recover cash flows from the investments have expired or the Company has transferred substantially all the risks and rewards of ownership.
The Company recognises principal and interest cash flows from the underlying pool of mortgage assets only to the extent that it is entitled to retain such cash flows. The Company recognises only the cash flows from the deemed loan that are attributable to the Company.

The net deemed loan to originator is initially recognised at fair value and subsequently measured at amortised cost.

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and in hand and short-term deposits with an original maturity of three months or less.

Financial assets at fair value through profit or loss

At initial recognition, the Company has designated certain financial assets at fair value through profit or loss (FVTPL) because this designation eliminates or significantly reduces an accounting mismatch, which would otherwise arise. Financial assets at FVTPL include derivative financial instruments held for risk management purposes. Financial assets at FVTPL are measured at fair value in the statement of financial position with changes in fair value recognised in finance revenue or finance expense in the statement of comprehensive income.

Debtors

Debtors including amounts owed by group undertakings and other debtors, with no stated interest rate and receivable within one year are initially recorded at fair value and subsequently measured at amortised cost using the effective interest method.

Provisions for receivables are made specifically where there is evidence of a risk of non-payment, taking into account ageing, previous losses experienced and general economic conditions.

Impairment of financial assets

At initial recognition, allowance is made for expected credit losses resulting from default events that are possible within the next 12 months (12 - month expected credit losses). In the event of a significant increase in credit risk since origination, allowance (or provision) is made for expected credit losses resulting from all possible default events over the expected life of the financial instrument (lifetime expected losses).

Financial assets where 12 - month expected credit losses are recognised are considered to be stage 1; financial assets which are considered to have experienced a significant increase in credit risk since initial recognition are in stage 2; and financial assets which have defaulted or are otherwise considered to be credit impaired are allocated to stage 3.

Unlike other financial instruments, the net deemed loan to originator is, by its construction, an instrument that incorporates credit enhancement.

The Company is recognising only the cash flows due to it, the unrecognised element of the deemed loan cash flows effectively acts as a credit enhancement in the form of excess spread along with various reserve funds for use in the event the excess spread for a particular payment period is insufficient. Expected losses for the net deemed loan to originator would only therefore be recognised where the expected credit losses on the underlying assets were in excess of the unrecognised deferred consideration.

Financial liabilities

Trade and other creditors

Creditors including amounts owed to group undertakings, other creditors and accruals, with no stated interest rate and due within one year, are recorded at transaction price.

Loan notes

All loan notes were initially recognised at fair value, which was their transaction price at the date of issue less directly attributable transaction costs. All loan notes are subsequently re-measured at amortised cost taking into account repayments at interest payment dates where applicable.

Interest payable is recognised using the EIR method with the directly attributable transaction costs being amortised over the expected average life of the facility. Any unamortised issue costs are disclosed in note 15.

Interest payable on the notes during the year and any associated EIR adjustments are included in interest payable and similar expenses.

The repayment of the loan notes is dependent on principal and interest collections on the mortgage loans.

Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Fair value of financial assets and liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the reporting date in the principal or, in its absence, the most advantageous market to which the Company has access at that date.

When available, the Company measures the fair value of an instrument using the quoted price in an active market for that instrument.

A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an on-going basis.

If there is no quoted price in an active market, then the Company uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all the factors that market participants would take into account in pricing a transaction.

Where applicable, the following methods are used to estimate the fair values of the financial instruments:

i. cash, trade receivables and payables - the carrying value is a good approximation of the fair value;

ii. fixed and variable rate borrowings - valued as detailed in note 16;

iii. derivatives - net present value of the future cash-flows, calculated using market data at the statement of financial position date (principally exchange rates and yield curves); and

iv. net deemed loan to originator - valued as detailed in note 16.

The Company, where appropriate, classifies disclosed fair values according to a hierarchy that reflects the significance of observable market inputs. A transfer is made between the hierarchy when the inputs have changed or there has been a change in the valuation method.

These fair value measurements are categorised into different levels in the fair value hierarchy based on the inputs to the valuation technique used.

The different levels are identified as follows:

Level 1 - quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 - inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Derivative financial instruments

Where applicable the Company may use derivative financial instruments to hedge its exposure to interest rate risk and foreign exchange risk arising from financing and investment activities. The Company does not hold or issue derivative financial instruments for trading purposes. None of the economic hedge relationships held by the Company qualify for hedge accounting.

All derivative financial instruments are held at fair value through profit or loss. Subsequent to initial recognition, derivatives are remeasured to fair value. Where the value of the derivative is positive, it is carried as a derivative asset and, where negative, as a derivative liability. The gain or loss on remeasurement to fair value is recognised immediately in the statement of comprehensive income.

The fair value of the derivative financial instruments is the estimated amount that the Company would receive or pay to terminate the derivative contract at the statement of financial position date. Where derivative contracts contain collateral agreements which reduce counterparty risk the collateral is held in cash and recorded within creditors: amounts falling due within one year (see note 14).

The counterparty risk from derivative transactions is taken into account when reporting the fair value of derivative positions. The adjustment to the fair value is known as the credit value adjustment (CVA). The Company's own risk of default is also incorporated into the fair value of derivative positions. This adjustment is known as the debit value adjustment (DVA). Neither adjustment has a material impact on the fair value of derivative positions.

Currency swaps

Where the Company holds non-Sterling denominated loan notes, the Company may enter into currency swaps in order to manage the Company's currency rate exposure. Where applicable, the derivative contracts are designed to match the expected profile of the run-off of the non-Sterling denominated loan notes.

Details of any derivatives held by the Company are disclosed in note 16.

2.6. Segmental analysis

The Company's income and trade are wholly within the United Kingdom and within a single market sector and therefore no segmental analysis has been presented.

2.7. Share capital and capital contributions

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 Significant accounting estimates and judgements

The preparation of financial statements in accordance with FRS 101 requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

3.1. Significant accounting judgements

Derecognition of net deemed loan to originator

The Company has made a significant accounting judgement in the assessment of the net deemed loan to originator. The Company performed an assessment of the risks and rewards associated with the financial assets acquired, and concluded that the financial assets do not qualify for derecognition for the originator. In making this assessment the Company considered the retained risks of the seller, in the form of credit enhancement paid in, and rewards, in the form of deferred purchase consideration to be paid out, of that financial asset. This follows the accounting treatment adopted in the sellers' financial statements.

3.2. Significant accounting estimates and assumptions

The Company has identified the following significant accounting policies that involve significant accounting estimates and assumptions:

Impairment of net deemed loan to originator

The level of potential credit losses on the deemed loan to originator is uncertain and could depend on a number of micro and macro-economic factors that may affect the creditworthiness of the originator. The Company's accounting policy for losses arising on the deemed loan to originator classified at amortised cost as described in note 2.5 (above).

Effective Interest Rate ("EIR")

The EIR is the rate that exactly discounts the estimated future cash payments and receipts through the expected life of the financial asset or financial liability (or, where appropriate, a shorter period) to the net carrying amount of the financial asset or liability. When calculating the effective interest rate, the Company estimates future cash flows considering all contractual terms of the financial instrument, but not future credit losses. The cash flows used to calculate the EIR in this analysis include directly attributable transaction costs and the impact of changes from introductory to reversionary interest rates.

The book value of the net deemed loan to originator is measured at amortised cost using the EIR method. The current model used to estimate future cash flows in the EIR is sensitive to certain key assumptions, the most important of which is the constant prepayment rate ("CPR"). However, any change in the CPR rate is not expected to materially impact the statement of comprehensive income.

Fair value measurement

Where applicable, the Company measures financial instruments, such as derivatives, at fair value at each statement of financial position date. For the valuation of derivative financial instruments, a discounted cash flow model is used based on a current interest rate yield curve. The yield curve is the primary determinant of the valuation and is constructed by benchmarking to generic instruments in the market that are sensitive to overnight index swap ("OIS") movements. Details of the fair value measurement of any derivative financial instruments held by the Company are included in note 16.

4 Interest receivable and similar income

	2021	2020
	£'000	£'000
Interest receivable on net deemed loan to originator	2,580	2,846
Other interest	-	31
	2,580	2,877

5 Interest payable and similar expenses

	2021	2020
	£'000	£'000
Interest expense on loan notes	1,454	1,817
Amortisation of capitalised issue costs	7	8
	1,461	1,825

Notes to the financial statements for the year ended 30 November 2021

6 Other operating income

	2021 **£'000**	2020 £'000
Redemption fees	-	17
Sundry fee income	9	13
	9	30

7 Profit before taxation

	2021 **£'000**	2020 £'000
Profit before taxation is stated after charging/(crediting):		
Auditor's remuneration for statutory audit	24	19
Mortgage administration fees	160	164

8 Taxation

	2021 **£'000**	2020 £'000
Analysis of tax expense for the year		
Current tax		
UK corporation tax expense on profit for the year	-	-
Total current tax	-	-

Factors affecting taxation

The tax assessed for the year is the same as (2020: same as) the standard rate of corporation tax in the United Kingdom of 19% (2020: 19%).

	2021 **£'000**	2020 £'000
Profit before taxation	-	-
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2020: 19%)	-	-
Tax expense for the year	-	-

Changes to UK corporation tax rates were substantively enacted by the Finance Bill 2021 (on 24 May 2021). These included an increase in the corporation tax rate from 19% to 25% from 1 April 2023. Deferred tax balances have been remeasured accordingly where appropriate.

9 Directors and employees

The Company does not have any employees other than the directors (2020: none). The directors did not receive any remuneration in the year (2020: nil).

10 Net deemed loan to originator

	2021	2020
	£'000	£'000
Net deemed loan to originator		
At the beginning of the year	48,494	53,447
Movement in the year	(6,641)	(4,953)
At the end of the year	41,853	48,494

In accordance with the conditions of the loan notes, the proceeds from the loan notes were applied to acquire a beneficial interest in a portfolio of mortgage assets from Preferred Mortgages Limited, the originator.

Under IFRS 9, if a transferor retains substantially all the risks and rewards associated with the transferred assets, the transaction is accounted for as a financing transaction, notwithstanding that it is a sale transaction from a legal perspective. The originator failed the derecognition criteria of IFRS 9 when it sold the beneficial ownership of the mortgage assets to the Company as the significant risks and rewards of the loans were not transferred to the Company. Therefore, these loans remain on the statement of financial position of the originator. As such, although the Company legally holds the beneficial interest in the underlying mortgage portfolio and an obligation to pay deferred consideration to the originator, for accounting purposes these balances are not recognised and instead a net deemed loan is recognised in the financial statements of the Company.

The ECL model has three stages. Entities are required to recognise a 12 month expected loss allowance on initial recognition (stage 1) and a lifetime expected loss allowance when there has been a significant increase in credit risk since initial recognition (stage 2). Stage 3 requires objective evidence that an asset is credit-impaired.

Based on performance, there has been no significant increase in credit risk to the deemed loan to originator and it has therefore been categorised as stage 1 with a 12 month expected credit loss calculated. The directors have assessed the expected credit loss (ECL) to be nil based on historical impairment levels in the underlying mortgage portfolio held by the originator will not exceed the deemed loan to originator asset due to the credit enhancement incorporated into it in the form of excess spread along with various reserve funds for use in the event the excess spread for a particular payment period is insufficient.

11 Debtors: amounts falling due after more than one year

	2021	2020
	£'000	£'000
Net deemed loan to originator (note 10)	36,762	42,199
	36,762	42,199

Notes to the financial statements for the year ended 30 November 2021

12 Debtors: amounts falling due within one year

	2021 **£'000**	2020 £'000
Net deemed loan to originator (note 10)	5,091	6,295
Other debtors	-	2
	5,091	6,297

The net deemed loan to originators represents the portion of the mortgage book expected to be receivable over the next 12 months based on expected customer payment behaviour.

13 Cash and cash equivalents

	2021 **£'000**	2020 £'000
Cash at bank and in hand	8,043	8,503
	8,043	8,503

The expected credit loss of the Cash at bank and in hand is deemed to be zero.

Cash at bank earns interest at the rates specified in note 16.

14 Creditors: amounts falling due within one year

	2021 **£'000**	2020 £'000
Accruals and deferred income	182	243
Other creditors	1	4
Collateral accounts	3,380	4,410
	3,563	4,657

As at 30 November 2021, the Company held £3,380,000 (2020: £4,410,000) of cash, including interest, as collateral as a result of the downgrading of certain counterparties' credit ratings. The right to the cash remains with the swap counterparty and a collateral creditor has this been recognised. Collateral accounts accrue interest at published overnight currency interest rates and are repayable in the event the swap counterparty's credit rating exceeds pre-determined thresholds.

Notes to the financial statements for the year ended 30 November 2021

15 Creditors: amounts falling due after more than one year

	2021 **£'000**	2020 £'000
EUR Denominated mortgage backed loan notes due 2045 - Class B1a	1,356	2,386
GBP Denominated mortgage backed loan notes due 2045 - Class B1c	7,525	12,593
EUR Denominated mortgage backed loan notes due 2045 - Class C1a	11,703	12,306
GBP Denominated mortgage backed loan notes due 2045 - Class C1c	5,254	5,254
EUR Denominated mortgage backed loan notes due 2045 - Class D1a	10,395	10,931
GBP Denominated mortgage backed loan notes due 2045 - Class D1c	8,083	8,083
GBP Denominated mortgage backed loan notes due 2045 - Class E1c	6,563	6,563
GBP Denominated mortgage backed loan notes due 2045 - Class FTc	125	536
Total loan notes	51,004	58,652
Less unamortised issue costs	(30)	(37)
	50,974	58,615

The loan notes due in 2045 are secured over the portfolio of mortgage assets secured by first and second charges over residential properties in the United Kingdom.

The net deemed loan to originator is administered by Kensington Mortgage Company Limited on behalf of the Company.

The mortgage backed loan notes are repaid as the underlying portfolio redeems. The terms and conditions of the mortgage backed loan notes provide that the loan note holders will receive interest and principal only to the extent that sufficient funds are generated from the net deemed loan to originator.

None (2020: none) of the loan notes are owed to a related party.

Whilst the mortgage backed loan notes are subject to mandatory redemption in part at each Interest Payment Date in an amount equal to the principal received or recovered in respect of the net deemed loan to originator, the mortgage backed loan notes are classified and presented as amounts falling due after one year in accordance with the contractual maturity dates due to the uncertainty in the expected principal repayments or recoveries of the mortgages. If not otherwise redeemed or purchased and cancelled, the mortgage backed loan notes will be redeemed at their principal amount outstanding on the Interest Payment Date falling in 2045.

The priority and amount of claims on the portfolio proceeds are determined in accordance with a strict priority of payments. The mortgage backed loan notes are repayable out of capital receipts from the net deemed loan to originator, with the Class B Notes ranking in priority to the Class C Notes, which rank in priority to the Class D Notes, which rank in priority to the Class E Notes, which rank in priority to the Class F Notes.

Interest on the loan notes is payable quarterly in arrears at the following annual rates for three month deposits:

Class B1a	EURIBOR + 0.28%
Class B1c	Sterling LIBOR + 0.30%
Class C1a	EURIBOR + 0.51%
Class C1c	Sterling LIBOR + 0.53%
Class D1a	EURIBOR + 0.95%
Class D1c	Sterling LIBOR + 1.00%
Class E1c	Sterling LIBOR + 3.75%
Class FTc	Sterling LIBOR + 6.50%

A call option exists over the loan notes issued by the Company which may be exercised at the sole discretion of the Issuer once the outstanding mortgage backed loan notes reach 10% of the original issued amount. At this point, the call option permits the Issuer, at any interest payment date, to repay all of the outstanding external borrowings at their carrying value at the time.

In order for the call option to be exercised the directors must certify to the Trustee of the loan notes that the Issuer will be able to repay all amounts due and payable on the interest payment date on which the option would take effect.

16 Financial instruments and risk management

Nature and extent of risks arising from financial statements

The main risks arising from the Company's financial instruments are credit risk, liquidity risk, foreign currency risk, interest rate risk and operational risk as explained in the strategic report. Financial instruments used by the Company for risk management purposes include derivative instruments. Such instruments are used only for commercial hedging purposes, not for trading or speculative purposes. The principal derivative instruments used by the Company in managing its risks are foreign currency swaps. The maturity profile of the derivative instruments reflects the nature of exposures arising from underlying business activities. All of the Company's derivatives activities are contracted with financial institutions.

During the year, the Company recognised a loss of £330,000 (2020: loss of £376,000) due to the movements in the fair value of derivatives and exchange rate movements on the loan notes.

a) Credit risk

The underlying mortgages are classified as a net deemed loan to originator, this means that in the first instance the recovery of the debt is against the originating company.

Credit risk is the risk of financial loss to the Company if the counterparty to financial instruments fails to meet its contractual obligation and arises principally from the Company's receivables.

In the event of default, the Company has rights solely against the originator and only the originator will be entitled to take any remedial actions.

Notes to the financial statements for the year ended 30 November 2021

Before taking account of any collateral, the maximum exposure to credit risk as at 30 November 2021 was:

	2021 £'000	2020 £'000
Net deemed loan to originator	41,853	48,494
Cash and cash equivalents	8,043	8,503
Derivative financial instruments	4,654	6,286
	54,550	63,283

The Company reviews the net deemed loan to originator to assess impairment at least on a yearly basis. The credit quality of the financial assets is also reviewed on a monthly basis by the Company.

Collateral accounts

At 30 November, the Company held £3,380,000 (2020: £4,410,000) of cash, including interest, as collateral as a result of the downgrading of certain swap counterparties' credit ratings. The right to the cash remains with the swap counterparty and a collateral creditor has been recognised. Collateral accounts accrue interest at published overnight currency interest rates and are repayable in the event the swap counterparty's credit rating exceeds pre-determined thresholds.

b) Liquidity risk

The undiscounted estimated cash flows associated with financial liabilities were as follows:

As at 30 November 2021 Financial liabilities	**Less than 1 year £'000**	**1-2 years £'000**	**2-3 years £'000**	**3-4 years £'000**	**4-5 years £'000**	**5+ years £'000**	**Total £'000**
Loan notes	6,644	7,758	6,169	7,470	4,306	22,885	55,232
Currency swap collateral	3,380	-	-	-	-	-	3,380

As at 30 November 2020 Financial liabilities	**Less than 1 year £'000**	**1-2 years £'000**	**2-3 years £'000**	**3-4 years £'000**	**4-5 years £'000**	**5+ years £'000**	**Total £'000**
Loan notes	7,634	7,659	6,623	5,445	7,320	26,799	61,480
Currency swap collateral	4,410	-	-	-	-	-	4,410

During the year, an error was discovered in the underlying calculations for future cash flows of loan notes due to the use of cash flows to November 2030 rather than to 2062 as set out in the vector dataset. As a result, the 5+ years total future loan note cash flows in relation to the prior year have been restated in the above table.

Notes to the financial statements for the year ended 30 November 2021

There is no contractual obligation to pay down the loan notes other than as set out in note 15.

The estimated future cash flows are sensitive to certain key assumptions being the expected probability of default, the expected time to move through the arrears/repossession cycle and expected recovery rates on losses incurred. Future cash flows have been estimated using a combination of macro environmental factors, including market observable data, and individual borrower data. However, it is not expected that the loans will repay at a constant rate until maturity, that all of the loans will prepay at the same rate or that there will be no defaults or delinquencies on the loans, therefore the amounts disclosed above are only estimates of the possible future cash outflows on the loan notes.

In addition, the Company holds a minimum cash balance to manage short term liquidity requirements which can be used in certain circumstances. The undiscounted cash flows have been estimated by previously applying a constant (per annum) prepayment rate to the principal balance of the mortgage loans and using the weighted average interest rate prevailing at the statement of financial position date.

The loan notes in the above table will not agree to the liability in statement of financial position as the table incorporates both principal and interest payments on an undiscounted basis (see note 15 for maturity dates). For the current and the prior year, all loan notes are due in more than 5 years, and all other non-derivative creditors are repayable on demand.

The Company's policy is to manage liquidity risk by matching cash payments due on the loan notes to cash receipts from the net deemed loan to originator.

c) Foreign currency risk

With the exception of certain mortgage backed loan notes and cross currency swaps, as shown below, all financial instruments are denominated in Sterling. The outstanding mortgage backed loan notes include the following foreign currency denominated balances:

	2021 Notional amount €'000	2020 Notional amount €'000
EUR Denominated mortgage backed loan notes due 2045 - Class B1a	1,602	2,664
EUR Denominated mortgage backed loan notes due 2045 - Class C1a	13,822	13,741
EUR Denominated mortgage backed loan notes due 2045 - Class D1a	12,277	12,205
	27,701	28,610

A series of currency swaps have been entered into, in order to manage the Company's currency rate exposure in relation to non-Sterling denominated backed loan notes.

The following is the profile of the Company's currency swaps:

	2021 Notional amount €'000	2020 Notional amount €'000
Euro denominated currency swaps	27,701	28,610

The Company is not materially exposed to foreign exchange risk as the currency swap notional amount matches the notional amount of the euro denominated mortgage backed loan notes.

The fair value of the currency swaps are disclosed in note 16 (this note) Fair value of derivatives. The maturity profile of the foreign currency swaps is consistent with the mortgage backed loan notes.

d) Interest rate risk

The Company has exposure to interest rates based on LIBOR and EURIBOR reference rates.

On the assets side, certain mortgages were linked to LIBOR. A programme to transfer all such mortgages to a SONIA-based reference rate was completed during the year. The necessary adjustments to customer contracts was based on the rate adjustments published by ISDA, following the FCA's announcement regarding the cessation of LIBOR as a reliable benchmark.

On the liabilities side, the Company is exposed to both LIBOR and EURIBOR reference rates, as set out in note 15. The Company has entered into currency swap agreements which allows the Company to settle its EURIBOR note liability obligations with reference to LIBOR.

For the purposes of these contracts, until May 2022, synthetic LIBOR was used in place of LIBOR. An exercise to replace the LIBOR-based reference rates with equivalent term SONIA-based reference rates for both the loan note liabilities and the LIBOR-based legs of the currency swap agreements completed in May 2022. The necessary adjustments to these contracts will again be based on the rate adjustments published by ISDA.

Since a methodology change in 2019, EURIBOR is expected to continue beyond 2022 and there is no current indication it will cease to be available in the near future.

Notes to the financial statements for the year ended 30 November 2021

Interest rate risk profile of financial assets

	Total £'000	Total variable rate £'000	Total fixed rate £'000	Weighted average interest rate %	Weighted average time for which rate is fixed Years
2021					
Net deemed loan to originator	41,853	41,781	72	3.02	-
Cash and cash equivalents	8,043	-	8,043	0.00	0.25
Currency swaps	4,654	4,654	-	-	-
2020					
Net deemed loan to originator	48,494	48,494	-	3.05	-
Cash and cash equivalents	8,503	-	8,503	0.29	0.25
Currency swaps	6,286	6,286	-	-	-

* The derivatives are shown at fair value. The corresponding notional amounts are disclosed in note 16 (this note): Fair value of derivatives.

Interest rate sensitivity analysis on financial assets

	Increase in basis points	Effect on equity £'000	Effect on result before tax £'000
2021			
Net deemed loan to originator	25	-	-
Cash and cash equivalents	25	-	-
2020			
Net deemed loan to originator	25	-	-
Cash and cash equivalents	25	-	-

The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market conditions. In assessing the effect on financial assets of interest rate sensitivity, management have used a benchmark of 25 bps.

Notes to the financial statements for the year ended 30 November 2021

Interest rate risk profile of financial liabilities

	Total	Total variable rate	Weighted average Interest rate
	£'000	£'000	%
2021			
Loan notes	51,004	51,004	1.49
Currency swap collateral	3,380	3,380	-
2020			
Loan notes	58,652	58,652	1.02
Currency swap collateral	4,410	4,410	-

Interest payable on the loan notes and receivable on the net deemed loan to originator are both based on LIBOR. Whilst certain mortgage backed loan notes are denominated in foreign currency and incur interest based on EURIBOR (EUR notes) the Company has entered into currency swap agreements which allows the Company to settle its note liability obligations with reference to LIBOR. The Company thus has limited exposure to interest rate risk.

The interest rate risk profile of the loan notes in issue can be found in note 15. The Company's approach to managing interest rate risk is included in the principal risks and uncertainties section of the strategic report.

Interest rate sensitivity analysis on financial liabilities

	Increase in basis points	Effect on equity	Effect on result before tax
		£'000	£'000
2021			
GBP loan notes	25	(69)	(69)
EUR loan notes	25	(59)	(59)
2020			
GBP loan notes	25	(83)	(83)
EUR loan notes	25	(64)	(64)

In assessing the effect on financial liabilities of interest rate sensitivity, management have used a benchmark of 25 bps. It should however be noted that the impact of increase in basis points will not impact the equity as the same will flow through as lower deferred consideration to residual note holders.

The Company also has certain financial instruments included within debtors (note 12) and creditors (note 14) which are not subject to interest rate risk as they bear no interest.

Interest income and expense on financial instruments that are not at fair value through profit and loss

	2021	2020
	£'000	£'000
Interest receivable on net deemed loan to originator	2,580	2,846
Interest expense on loan notes	(1,454)	(1,817)
	1,126	1,029

e) 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 customer detriment, reputational or regulatory consequences.

The Company operates under a controls and governance framework provided by KMC, the servicer of the net deemed loan to originator. This includes regulatory and compliance functions and internal audit. The business is covered by the servicer's business continuity management capability.

Over the last two years operational risk has been impacted by COVID-19. This has led to changes to working practices by the Company's servicer, KMC, in particular increased working from home, and changes in processes to meet new regulatory requirements, including the provision of payment holidays. However, the nature of the risks to which the Company is exposed remain similar to those prior to COVID-19, but additional focus has been given to the controls appropriate for the altered working environment. The technology required for KMC's staff has been adapted to allow employees to work either from home or from the office with additional controls implemented and guidance provided with regard to the technology. The focus on technology and working environment will continue to be monitored as KMC continues to adjust to the new way of working.

The customer response to COVID-19 drove more interaction with KMC, whether implementing full payment holidays or other measures as customers responded to the impact of COVID-19 on their financial situation. KMC undertook a variety of activities to support consistent implementation of payment holidays and to manage the customer experience as those payment holidays came to an end. Monitoring of customer service quality continues to be maintained to mitigate the operational risks associated with increased customer interaction and processes related to forbearance activities.

Notes to the financial statements for the year ended 30 November 2021

f) Fair values of financial assets and liabilities

	2021 Book value £'000	**2021 Fair value £'000**	2020 Book value £'000	2020 Fair value £'000
Financial assets				
Net deemed loan to originator	41,853	44,222	48,494	48,555
Cash and cash equivalents				
Reserve and contingency funds	2,376	2,376	2,376	2,376
Other cash balances	5,667	5,667	6,127	6,127
	8,043	8,043	8,503	8,503
Derivative financial instruments	4,654	4,654	6,286	6,286
	54,550	56,919	63,283	63,344
Financial liabilities				
Mortgage backed loan notes	51,004	59,718	58,652	60,770
Swap collateral creditor	3,380	3,380	4,410	4,410
	54,384	63,098	63,062	65,180

All financial assets and liabilities are held at amortised cost, except for derivative financial instruments that are held at fair value. There were no transfers between categories in both periods. Management have assessed all other assets and liabilities and consider book value to be equal to fair value.

Management does not expect any losses from non-performance by the counterparties holding cash and cash equivalents. There are no material differences between their book values and fair values.

The directors have considered the fair values of the Company's main financial instruments which are the net deemed loan to originator, loan notes, derivative financial instruments and cash.

The fair value of the loan notes has been based upon their quoted prices; where available, or prices interpolated using latest available market data. The fair value of the net deemed loan to originator has been based upon the fair value of the mortgages underlying the loan notes, and expected residual cash flows. It is the opinion of the directors that this methodology is appropriate as the market is more liquid than in prior years. The fair value of reserve and contingency funds and other cash balances approximates to book value.

As part of the process of assessing fair value, management have refined the assumptions used. This has been achieved using a combination of macro environmental factors including market observable data and individual borrower data resulting in a more accurate reflection of the estimated cash flows used for computing fair value.

Loan notes and the net deemed loan to originator are classified as level 2 and level 3 respectively.

Fair value of derivatives

	2021 Notional amount	**2021 Assets**	**2021 Liabilities**	2020 Notional amount	2020 Assets	2020 Liabilities
	£'000	**£'000**	**£'000**	£'000	£'000	£'000
Currency swaps	23,455	4,654	-	25,622	6,286	-
		4,654	-		6,286	-

The Company recognised a loss on the fair value of derivatives of £1,574,000 during the year (2020: gain of £810,000).

For the valuation of derivative financial instruments, a discounted cash flow model is used based on a current interest rate yield curve. The yield curve is the primary determinant of the valuation, and is constructed by benchmarking to generic instruments in the market that are sensitive to Overnight Index Swap ("OIS") movements. Consequently, the Company deems all its derivative financial instruments to be level 2.

The Company does not have other financial instruments held at fair value and there have been no transfers between levels within the fair value hierarchy.

The rates of interest receivable and payable on variable rate financial instruments, with the exception of the non-Sterling denominated loan notes, are set with reference to the London Interbank Offer Rate ("LIBOR"). The rates of interest payable on loan notes are set as detailed in note 15.

17 Share capital

	2021	2020
	£	£
Allotted, issued and fully paid:		
2 ordinary 100% issued and fully paid shares of £1 each	2	2
Allotted, issued and partly paid:		
49,998 ordinary 25% issued and paid shares of £1 each	12,500	12,500

18 Related party transactions

The transactions and outstanding balances arose in the ordinary course of business and on substantially the same terms, including interest rates and security, as for comparable transactions with persons of a similar standing. None of the outstanding balances have been impaired.

	Amount expensed 2021 £'000	**Amount outstanding 2021 £'000**	Amount expensed 2020 £'000	Amount outstanding 2020 £'000
Preferred Mortgages Limited				
Deemed loan to originator	-	41,853	-	48,494
Interest income	2,580	-	2,846	-
Wilmington Trust SP Services (London) Limited				
Corporate services fees	(20)	-	(19)	-
	2,560	41,853	2,827	48,494

19 Parent undertaking and control

The Company's immediate parent undertaking is Preferred Residential Securities 06-1 Parent Limited which is registered in England, United Kingdom and has its registered office located at Third Floor, 1 King's Arms Yard, London, EC2R 7AF. The entire issued share capital of Preferred Residential Securities 06-1 Parent Limited is held by a trustee under a declaration of trust for charitable purposes.

An affiliate company, Preferred Mortgages Limited, retains an interest in the cash flows and profits of the Company. The Company's operations are managed by Wilmington Trust SP Services (London) Limited, an affiliate company.

The largest and smallest group in which the results of the Company are consolidated is Southern Pacific Mortgage Limited, a Company incorporated in England, United Kingdom. The consolidated financial statements of Southern Pacific Mortgage Limited are available to the public and may be obtained from Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

The Company's ultimate controlling party is Lehman Brothers Holdings Inc., which is incorporated in the state of Delaware in the United States of America, and is the ultimate parent undertaking of Preferred Mortgages Limited. On 15 September 2008, the ultimate controlling party Lehman Brothers Holdings Inc., filed for Chapter 11 bankruptcy protection.

20 Capital management

The Company is not subject to any externally proposed capital requirements except for the minimum requirement under the Companies Act 2006. The Company has not breached the minimum requirement.

The Company's capital consists of share capital contributed by investors. Due to the structural features of the securitisation process, where cash paid out to noteholders cannot exceed cash received, and where the holder of the deferred consideration certificate is entitled to any excess deferred consideration, the amount of share capital is not expected to fluctuate over time. Accordingly, the objective of capital management is to hold constant the amount of share capital, and this objective is achieved by the structural features of the securitisation transaction documented in the offering circular and other legal documentation.

21 Post statement of financial position date events

In May 2022, LIBOR transition to SONIA was completed (see note 16d for details).

Apart from the above, there are no significant events occurring after the statement of financial position date, up to the date of approval of the financial statements that would meet the criteria to be disclosed or adjusted in the financial statements as at 30 November 2021.