

Registered number: 06718628

**RMS Securitisation Holdings Limited**

**Directors' report and unaudited financial statements**

**for the year ended 31 March 2020**

WEDNESDAY



\*AA1F98XV\*

A30

31/03/2021

#201

COMPANIES HOUSE

# **RMS Securitisation Holdings Limited**

## **Contents**

	<b>Page</b>
<b>Company information</b>	<b>1</b>
<b>Directors' report</b>	<b>2</b>
<b>Statement of directors' responsibilities</b>	<b>5</b>
<b>Statement of comprehensive income</b>	<b>6</b>
<b>Statement of financial position</b>	<b>7</b>
<b>Statement of changes in equity</b>	<b>8</b>
<b>Statement of cash flows</b>	<b>9</b>
<b>Notes to the financial statements</b>	<b>10</b>

# **RMS Securitisation Holdings Limited**

## **Company information**

<b>Directors</b>	Apex Trust Corporate Limited Apex Corporate Services (UK) Limited S P Martin
<b>Company secretary</b>	Apex Trust Corporate Limited
<b>Registered office</b>	125 Wood Street London EC2V 7AN
<b>Registered number</b>	06718628
<b>Solicitor</b>	Linklaters LLP 1 Silk Street London EC2Y 8HQ

# **RMS Securitisation Holdings Limited**

## **Directors' report for the year ended 31 March 2020**

The directors present their report and the unaudited financial statements of RMS Securitisation Holdings Limited (the "Company") for the year ended 31 March 2020. These financial statements present information about the Company as an individual undertaking and not as a group. Consolidated financial statements have not been prepared as the Company does not control the subsidiaries in which it has investments.

### **Introduction**

The Company was incorporated on 8 October 2008 in the United Kingdom and is registered in England and Wales under the Companies Act 2006. The principal activity of the Company is to act as a holding company. The principal activity of the subsidiaries of the Company is the investment in mortgage loans secured by first and second charges over properties within the United Kingdom.

There have been no significant changes to the Company's principal activity during the year under review and, as at the date of this report, the directors are not aware of any major changes in the Company's activities in the coming year.

### **Principal risks and uncertainties**

#### **Financial instrument risk**

The statement of financial position comprises investments and amounts due to other Group companies and associates.

The main risk arising from the Company's financial instruments is liquidity risk. The directors review and agree policies for managing each of these risks and they are summarised below.

#### **(a) Liquidity risk**

The Company is exposed to liquidity risk should it have insufficient capacity to fund its activities or be unable to meet its payment obligations as they fall due. Apex Trust Nominees No.1 Limited has no intention to demand repayment of any loan to the Company within 12 months of signing of the financial statements.

### **Results and dividends**

The Company did not trade during the year however interest expense has been incurred on a loan facility advanced to the Company in accordance with the loan agreement.

The directors do not recommend the payment of a dividend (2019: nil).

### **Principal activities and business review**

The directors of the Company do not envisage any future change in the Company's principal activity.

The UK financial markets and economy have seen significant reduction in volatility post UK election results and Brexit finally happening in January 2020; despite the optimism economic growth is expected to be subdued and uncertainty around EU deal still remains. The impact of the uncertainty on the Company is not quantifiable at this point in time, as the longer term macroeconomic variables are difficult to predict in this unprecedented environment.

# **RMS Securitisation Holdings Limited**

## **Directors' report for the year ended 31 March 2020**

### **Directors**

The directors who held office during the year and up to the date of signing the financial statements are given below:

Apex Trust Corporate Limited  
Apex Corporate Services (UK) Limited  
S P Martin

None of the above mentioned directors are directors of the ultimate parent company, or had beneficial interests in the share capital of the Company during the year ended 31 March 2020. There are no directors interests requiring disclosure under the Companies Act 2006.

### **Company secretary**

Apex Trust Corporate Limited continued to act as Company secretary for the year ended 31 March 2020 and up to the date of signing the financial statements.

### **Going concern**

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate as the Company will have sufficient funds, through funding from its parent company, to meet its liabilities as they fall due for a period of at least twelve months from the date of signing these financial statements.

The Company is dependent on its parent providing additional financial support during that period. The parent has indicated its intention to continue to make available such funds as are needed by the Company, including not seeking repayment of amounts currently made available, for a period of at least twelve months from the date of signing these financial statements. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

### **Employees**

The Company does not have any employees (2019: none).

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

To date, there have been no matters that warrant adjustment to the company's financial results as at 31 March 2020 and for the year then ended.

### **Issued capital**

Details of the share capital are set out in note 9 to the financial statements. The issued share capital consists of £1.

# **RMS Securitisation Holdings Limited**

## **Directors' report for the year ended 31 March 2020**

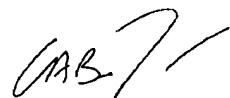
### **Qualifying third party indemnity provisions**

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 period under review and remain in force as at the date of approval of the annual report and financial statements.

### **Strategic report**

In accordance with section 414B of the Companies Act 2006 (Strategic report and Directors' report) Regulations 2013, the Company has taken the exception not to prepare a Strategic report as the Company qualifies as a small company in accordance with sections 382(2) and 382(3) of the Companies Act 2006. In the current year, the Company's turnover was not more than £10,200,000, the statement of financial position was not more than £5,100,000 and the number of employees was not more than 50.

This report was approved by the Board on 9 February 2021 and signed on its behalf by:



Colin Benford  
Apex Trust Corporate Limited  
Director

Date: 25 March 2021

## **Statement of directors' responsibilities in respect of the Directors' Report and the Financial Statements**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and 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.

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

## **RMS Securitisation Holdings Limited**

### **Statement of comprehensive income**

	<b>Note</b>	<b>2020</b>	<b>2019</b>
		<b>£</b>	<b>£</b>
Interest payable		(125)	(125)
<b>Loss before taxation</b>	<b>3</b>	<b>(125)</b>	<b>(125)</b>
Taxation	<b>5</b>	-	-
<b>Loss after taxation</b>		<b>(125)</b>	<b>(125)</b>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2020 or 2019 other than those included in the statement of other comprehensive income.

The notes on pages 10 to 16 form an integral part of these financial statements.




**Statement of financial position  
as at 31 March 2020**

	<b>Note</b>	<b>2020</b>	<b>2019</b>
		<b>£</b>	<b>£</b>
<b>Non-current assets</b>			
Investments in subsidiaries	6	37,500	37,500
<b>Current assets</b>			
Debtors: amounts falling due within one year	7	1	1
<b>Total assets</b>		<b>37,501</b>	<b>37,501</b>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	8	(13,459)	(13,334)
<b>Net assets</b>		<b>24,042</b>	<b>24,167</b>
<b>Capital and reserves</b>			
Called up share capital	9	1	1
Accumulated losses		(959)	(834)
Capital contribution	10	25,000	25,000
<b>Total equity</b>		<b>24,042</b>	<b>24,167</b>

The Company's financial statements for the year ended 31 March 2020 have been delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

- The Company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small entities.
- Members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.
- The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and for preparing financial statements.

The financial statements were approved and authorised for issue by the board on 9 February 2021 and were signed on its behalf by:



Colin Benford  
Apex Trust Corporate Limited  
Director  
Date 25 March 2021

The notes on pages 10 to 16 form an integral part of these financial statements.

**Statement of changes in equity  
for the year ended 31 March 2020**

	Called up share capital	Capital contribution	Accumulated losses	Total equity
	£	£	£	£
Balance at 1 April 2018	1	25,000	(709)	24,292
Loss for the financial year	-	-	(125)	(125)
<b>Balance at 31 March 2019</b>	<u>1</u>	<u>25,000</u>	<u>(834)</u>	<u>24,167</u>
Loss for the financial year	-	-	(125)	(125)
<b>Balance at 31 March 2020</b>	<u>1</u>	<u>25,000</u>	<u>(959)</u>	<u>24,042</u>

The notes on pages 10 to 16 form an integral part of these financial statements.

**Statement of cash flows  
as at 31 March 2020**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
<b>Cash flows from operating activities</b>		
Loss for the financial year	(125)	(125)
<b>Adjustments for:</b>		
Increase in creditors	<u>125</u>	<u>125</u>
<b>Net cash generated from operating activities</b>	<u>-</u>	<u>-</u>
<b>Cash flows from investing activities</b>	<u>-</u>	<u>-</u>
<b>Cash flows from financing activities</b>	<u>-</u>	<u>-</u>
<b>Net increase in cash and cash equivalents</b>	-	-
Cash and cash equivalents at beginning of the year	<u>-</u>	<u>-</u>
<b>Cash and cash equivalents at the end of the year</b>	<u><u>-</u></u>	<u><u>-</u></u>

The notes on pages 10 to 16 form an integral part of these financial statements.

# **RMS Securitisation Holdings Limited**

## **Notes to the financial statements for the year ended 31 March 2020**

### **1. General information**

RMS Securitisation Holdings Limited (the "Company") is a holding company. The principal activity of the subsidiaries of the Company is the investment in mortgage loans secured by first and second charges over properties within the United Kingdom.

The Company is a private company limited by shares and is incorporated and domiciled in England, United Kingdom. The address of its registered office is at 125 Wood Street, London, EC2V 7AN, United Kingdom.

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

### **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 102**

The financial statements have been prepared in accordance with Financial Reporting Standard 102. 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 preparation of financial statements in conformity with FRS 102 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 2.9.

The financial statements are presented in pounds Sterling (£), which is the functional and presentation currency of the Company.

#### **2.2. Going concern**

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate as the Company will have sufficient funds, through funding from its parent company, to meet its liabilities as they fall due for a period of at least twelve months from the date of signing these Financial Statements.

The Company is dependent on its parent providing additional financial support during that period. The parent has indicated its intention to continue to make available such funds as are needed by the Company, including not seeking repayment of amounts currently made available, for a period of at least twelve months from the date of signing these Financial Statements. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these Financial Statements, they have no reason to believe that it will not do so.

# **RMS Securitisation Holdings Limited**

## **Notes to the financial statements for the year ended 31 March 2020**

Consequently, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

### **2.3. Consolidated accounts**

Consolidated accounts have not been prepared as the Company does not control the subsidiaries in which it has investments.

### **2.4. Investments**

Investments in subsidiary companies are held at cost less accumulated impairment losses.

### **2.5. 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.

The Company does not anticipate future profits and therefore has not recognized a deferred tax asset.

### **2.6. Share capital and capital contribution**

Ordinary shares are classified as equity. Cash injections from the parent entity are treated as capital contributions within the financial statements.

### **2.7. Loans and borrowings**

Loans and borrowings comprise a loan facility from the shareholder. It is initially and subsequently measured at cost.

# **RMS Securitisation Holdings Limited**

## **Notes to the financial statements for the year ended 31 March 2020**

### **2.8. Interest payable**

Interest payable is accounted for on an accruals basis over the term of the debt at a constant rate on the carrying amount.

### **2.9. Critical accounting judgements, estimates and assumptions**

The preparation of financial statements in accordance with FRS 102 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.

### **Impairment of investments**

The Company conducts an impairment review of investments in accordance with FRS 102. There were no indications of impairment required for the year ended 31 March 2020.

### **2.10. Segmental analysis**

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

### **3. Loss before taxation**

The Company bought shares in RMS 26 plc in 2013 via a loan facility from Apex Trust Nominees No.1 Limited of £12,500 on which interest is payable. Interest is accrued at a fixed rate of 1% per annum resulting in interest expense of £125 (2019: £125) for the year.

### **4. Directors and Fees**

None (2019: none) of the directors received any emolument during the period for their services to the company nor received any benefits from the company.

### **5. Taxation**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
<b>Current tax</b>		
UK corporation tax charge on loss for the year	-	-
<b>Total current tax</b>	-	-

# RMS Securitisation Holdings Limited

## Notes to the financial statements for the year ended 31 March 2020

### Factors affecting tax charge for the year

The tax assessed for the year is lower than (2019: lower than) the standard rate of corporation tax in the UK of 19% (2019: 19%). The differences are explained below.

	2020 £	2019 £
Loss before tax	(125)	(125)
Loss multiplied by standard rate of corporation tax in the UK of 19% (2019: 19%)	(24)	(24)
<b>Effects of:</b>		
Deferred tax not recognised	24	24
<b>Total tax expense for the year</b>	-	-

### Factors that may affect future tax charges

The Company has carried forward trading losses of £959 (2019: £834) on which no deferred tax asset has been recognised as the Company does not anticipate future profits.

### 6. Investments

	2020 £	2019 £
Shares in group undertakings	37,500	37,500

The issued share capital of all associates consists of ordinary share of capital. All the below companies are incorporated and operate in the United Kingdom. Each company has 50,000 £1 shares in issue of which the Company holds 49,999 shares partly paid to 25p per share.

Company name	Registered office	Country of incorporation	Percentage shareholding	Description
Residential Mortgage Securities 23 plc	125 Wood Street London United Kingdom EC2V 7AN	United Kingdom	99.00%	Investments in residential loans
Residential Mortgage Securities 25 plc	125 Wood Street London United Kingdom EC2V 7AN	United Kingdom	99.00%	Investments in residential loans
Residential Mortgage Securities 26 plc	125 Wood Street London United Kingdom EC2V 7AN	United Kingdom	99.00%	Investments in residential loans

## RMS Securitisation Holdings Limited

### Notes to the financial statements for the year ended 31 March 2020

In December 2018, the Residential Mortgage Securities 25 plc ("RMS 25") deal was called and the company is now in liquidation. The share capital of this entity and a dividend of its retained profits of £36,000 will be paid to the Company before RMS 25 is liquidated.

In December 2019, the Residential Mortgage Securities 26 plc ("RMS 26") deal was called and the share capital of this entity and a dividend of its retained profits of £41,000 will be paid to the Company before RMS 26 is liquidated.

#### 7. Debtors

	2020	2019
	£	£
<b>Amounts falling due within one year</b>		
Amounts owed by shareholders	1	1
	<u>1</u>	<u>1</u>

Amounts due from group companies are interest free and repayable on demand.

#### 8. Creditors

	2020	2019
	£	£
<b>Amounts falling due within one year</b>		
Amounts due to group companies	13,458	13,333
Other creditors	1	1
	<u>13,459</u>	<u>13,334</u>

Apex Trust Nominees No.1 Limited provided the Company with a loan facility of £12,500 on 27 September 2012 which is repayable on demand. The loan bears interest at 1% per annum and interest accrued of £959 (2019: £834) on this loan forms part of the balance. Under normal terms the loan facility is payable on demand, but Apex Trust Nominees No.1 Limited has no intention to demand repayment of the loan facility within 12 months of the signing of the financial statements.



## RMS Securitisation Holdings Limited

### Notes to the financial statements for the year ended 31 March 2020

#### 9. Issued share capital

	2020	2019
	£	£
<b>Authorised</b>		
100 (2019: 100) ordinary shares of £1	100	100
<b>Allotted, called up and fully paid</b>		
1 ordinary shares of £1 each	<u>1</u>	<u>1</u>

#### 10. Capital contribution

	2020	2019
	£	£
Capital contribution	25,000	25,000
	<u>25,000</u>	<u>25,000</u>

Capital contribution represents the amounts invested in the Company to purchase the share capital in securitisation vehicles.

#### 11. Parent company and controlling party

The Company's immediate and ultimate parent is Apex Trust Nominees No. 1 Limited, a company registered in England, United Kingdom and with its registered office at 6th Floor 125 Wood Street, London, United Kingdom, EC2V 7AN.

The entire issued share capital of RMS Securitisation Holdings Limited is held by Apex Trust Nominees No.1 Limited, on a declaration of trust basis for the benefit of certain charities. Apex Trust Nominees No.1 Limited is a subsidiary of Apex Corporate Trustees (UK) Limited, a company incorporated in England, United Kingdom.

#### 12. 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.

#### 13. Contingent liabilities

There are no (2019: nil) contingent liabilities or commitments at the year end or up to the date of signing the directors' report.

## **RMS Securitisation Holdings Limited**

### **Notes to the financial statements for the year ended 31 March 2020**

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

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 31 March 2020.

#### **15. Related party transactions**

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.