Registered number: 07050833

GREENWICH BSF SPV LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2020

GREENWICH BSF SPV LIMITED

COMPANY INFORMATION

Directors	D J Harding P A Would R A M Gillespie
Company secretary	G B Bucur
Registered number	07050833
Registered office	3rd Floor, South Building 200 Aldersgate Street London EC1A 4HD
Independent auditor	Ryecroft Glenton Chartered Accountants and Statutory Auditors 32 Portland Terrace Newcastle Upon Tyne NE2 1QP

CONTENTS

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2020

The directors present their report and the financial statements for the year ended 31 March 2020.

Principal activity

Greenwich BSF SPV Limited was incorporated on 20 October 2009. It is a wholly owned subsidiary of Greenwich BSF Holdco Limited. The principal activities of the company are the design, construction, financing and operation of Crown Woods College and Thomas Tallis School for the Royal Borough of Greenwich (formerly London Borough of Greenwich) under the Building Schools for the Future Private Finance Initiative programme over a period of 27 years.

Results and dividends

The profit for the year, after taxation, amounted to £502k *(2019: £336k)*.

Going concern

The company has net liabilities of £24,897k as at March 2020 (2019: £24,733k) including the fair value of interest rate swap agreements of £4,522k (2019: £1,465k). As such, the Company's forecasts and projections, taking account of the impact of swaps and reasonably possible changes in trading performance, show that it should be able to operate within the level of its current facilities and continue to meet forecast loan covenants.

On the 23 March 2020, the Government in the UK announced a national lockdown in response to the COVID-19 pandemic. In the annual review of the Company's going concern, the Directors have considered the long-term impact of the COVID-19 pandemic. The Company has entered into long-term contracts with both the client and suppliers, and after a careful review of these contracts the Directors are confident that the Company can continue to operate as normal for at least the next twelve months from the date of this report. The Directors have committed to carrying out regular reviews of the Company's cash flows to monitor the ongoing situation.

Directors

The directors who served during the year were:

D J Harding
P A Would
R A M Gillespie

Directors' indemnities

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

Future developments

The Company expects to trade in line with the financial model.

Disclosure of information to auditor

The directors confirm that:

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

Post balance sheet events

During the period from the date of the Balance Sheet to the date of the financial statements were approved, the coronavirus (COVID-19) outbreak has caused extensive disruptions to businesses and economic activities globally. The uncertainties over the emergence and spread of COVID-19 have caused market volatility on a global scale. The quantum of the effect on the Company is difficult to determine, however the Directors are monitoring the situation and considering the effect it may have on contract performance in the future. The Directors do not believe there is any financial impact to the Financial Statements as at 31 March 2020 as a result of this subsequent event. The Directors have considered the stability of the financial counterparties and have concluded that all financial counterparties have the ability to meet all contractual obligations.

Auditor

The auditor, BDO LLP, resigned during the year and were replaced by Ryecroft Glenton.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

D J Harding
Director

Date: 14 October 2020

DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 MARCH 2020

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Practice (United Kingdom Accounting Standards and applicable law, 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 judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GREENWICH BSF SPV LIMITED

Opinion

We have audited the financial statements of Greenwich BSF SPV Limited (the 'Company') for the year ended 31 March 2020, which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GREENWICH BSF SPV LIMITED (CONTINUED)

misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matter on which we are required to report under the Companies Act 2006

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

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

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

Responsibilities of directors for the financial statements

As explained more fully in the Directors' responsibilities statement on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GREENWICH BSF SPV LIMITED (CONTINUED)

Auditor's responsibilities for the audit of the financial statements

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

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

Use of our report

This report is made solely to the Company's members 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 for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

Ryecroft Glenton

9224BF4470E446E...

Grahame Maughan (Senior statutory auditor)

for and on behalf of
Ryecroft Glenton

Chartered Accountants and Statutory Auditors

32 Portland Terrace
Newcastle upon Tyne
NE2 1QP

15 October 2020

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2020

	Note	2020 £000	*2019 £000*
Turnover	3	**4,970**	*4,384*
Cost of sales		**(4,053)**	*(3,601)*
Gross profit		**917**	*783*
Administrative expenses		**(440)**	*(421)*
Operating profit		**477**	*362*
Interest receivable and similar income	6	**7,256**	*7,381*
Interest payable and expenses	7	**(6,719)**	*(6,971)*
Profit before tax		**1,014**	*772*
Tax on profit	8	**(512)**	*(436)*
Profit for the financial year		**502**	*336*
Taxation in respect of other comprehensive income		**610**	*246*
Effective portion of changes in fair value of cash flow hedge		**(1,276)**	*404*
Other comprehensive income for the year		**(666)**	*650*
Total comprehensive income for the year		**(164)**	*986*

The notes on pages 11 to 23 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2020

	Note		2020 £000		*2019 £000*
Current assets					
Debtors: amounts falling due after more than one year	9	**92,983**		*96,019*	
Debtors: amounts falling due within one year	9	**3,065**		*3,784*	
Cash at bank and in hand		**7,202**		*5,187*	
		103,250		*104,990*	
Creditors: amounts falling due within one year	10	**(9,517)**		*(8,498)*	
Net current assets			**93,733**		*96,492*
Total assets less current liabilities			**93,733**		*96,492*
Creditors: amounts falling due after more than one year	11		**(118,630)**		*(121,225)*
Net liabilities			**(24,897)**		*(24,733)*
Capital and reserves					
Called up share capital	14		**50**		*50*
Other reserves	15		**(19,208)**		*(18,542)*
Profit and loss account	15		**(5,739)**		*(6,241)*
			(24,897)		*(24,733)*

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

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

D J Harding

Director

Date: 14 October 2020

The notes on pages 11 to 23 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2020

	Called up share capital	Cash flow hedge reserve	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 April 2019	50	(18,542)	(6,241)	(24,733)
Comprehensive income for the year				
Profit for the year	-	-	502	502
Taxation in respect of items of other comprehensive income	-	610	-	610
Hedge effective portion of change in fair value of designated hedging	-	(1,276)	-	(1,276)
Total comprehensive income for the year	**-**	**(666)**	**502**	**(164)**
At 31 March 2020	**50**	**(19,208)**	**(5,739)**	**(24,897)**

The notes on pages 11 to 23 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2019

	Called up share capital	Cash flow hedge reserve	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 April 2018	50	(19,192)	(6,577)	(25,719)
Comprehensive income for the year				
Profit for the year	-	-	336	336
Taxation in respect of items of other comprehensive income	-	246	-	246
Hedge effective portion of change in fair value of designated hedging	-	404	-	404
Total comprehensive income for the year	-	650	336	986
At 31 March 2019	50	(18,542)	(6,241)	(24,733)

The notes on pages 11 to 23 form part of these financial statements.

1. Accounting policies

1.1 Basis of preparation of financial statements

Greenwich BSF SPV Limited (the "Company") is a private company limited by shares and incorporated and domiciled in England. The company was incorporated on 20 October 2009.

The Company's registered office adress is 3rd Floor South Building, 200 Aldersgate Street, London, England.

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

The financial statements are presented in Sterling (£) and rounded to the nearest £'000 unless otherwise stated.

1.2 Going concern

The financial statements are prepared on the going concern basis for reasons stated in the Directors' Report.

The company has net liabilities of £24,897k as at 31 March 2020 (2019: £24,733k) including the fair value of interest rate swap agreements of £4,522k (2019: £1,465k). As such, the company's forecasts and projections, taking account of the impact of swaps and reasonably possible changes in trading performance, show that it should be able to operate within the level of its current facilities and continue to meet forecast loan covenants..

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for at leasr the next twelve months from the date of signing of financial statements. Accordingly, they adopt the going concern basis in preparing the financial statements.

As part of these enquiries, the Directors have also considered the impact of the COVID-19 global pandemic, which has resulted in unprecedented risks and significant levels of volatility and reduced asset prices in global equity and bond markets.

The main risk resulting from COVID-19 for the Company is in respect of potential non-performance of contracts from customers, however Government guidance has provided assurance that project unitary charge and rental payments will continue to be met, indicating that the majority of expected revenue remains secure. The Directors have assessed the risks to the Company on a contract by contract basis and consider there to be no significant impact on future cash flow.

1. Accounting policies (continued)

1.3 Revenue

Turnover during the construction period represents the costs capitalised during construction. During the operational period turnover represents the amounts due from the customer in respect of the activities undertaken as described in the directors' report. The customer pays a monthly fee to the company for the services provided (the Unitary Payment), which is allocated between turnover, interest receivable on the finance debtor and reimbursement of the finance debtor so as to generate a constant return in respect of the finance debtor over the life of the contract. Turnover reflects recharges for services provided, lifecycle costs and all operating costs plus an appropriate margin apportioned to these costs.

The margin applied is calculated on an annual basis and derived from the operational model which is updated at the end of each year based on the actual costs incurred to date. The margin is calculated as the total income forecast to be receivable over the life of the project less all service, life cycle and other operating costs forecast to be payable over the life of the project.

Turnover originates entirely in the United Kingdom and is stated exclusive of value added tax. Cost of sales represents costs incurred in respect of services delivered in the period.

1.4 Current and deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.5 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.6 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

1.7 Capitalised finance costs

Finance costs are capitalised and measured initially at fair value and are measured subsequently at amortised cost using the effective interest method.

1. Accounting policies (continued)

1.8 Financial instruments

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

(a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and

(b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital exclude amounts in relation to those shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the statement of comprehensive income in finance costs or income as appropriate, except for hedging instruments

1. Accounting policies (continued)

1.8 Financial instruments (continued)

in a designated hedging relationship that qualify for hedge accounting, where the resulting gain or loss is recognised as described in section 1.9 below.

1.9 Hedge accounting

The Company has entered into variable to fixed rate interest swaps to manage its exposure to interest rate cash flow risk on its variable rate debt. These derivatives are measured at fair value at each reporting date. To the extent the hedge is effective, movements in fair value are recognised in other comprehensive income and presented in a separate cash flow hedge reserve. Any ineffective portions of those movements are recognised in profit or loss for the period.

In 2016 the Company refinanced its debt. The previous hedge liability was derecognised from the balance sheet in line with the new swap liability being recognised. However, in line with the judgements applied in note 2 of these financial statements, the hedging reserve and accompanying deferred tax was continued and is being amortised over the life of the new financial liability using the effective interest method.

1.10 Financial asset

The assets of the Company fall under Service Concession Arrangements by virtue of the fact that the pulic sector customer ("Grantor") passess both elements of the asset control test:

i) The Grantor controls the use of the asset via the project agreement and all service level requirements contained therein;

ii) The Grantor controls the entitlement to residual asset proceeds via an entitlement to purchase the asset prior to an offer to the open market which can ne exercised at the Grantor's discretion.

Under section 34 of FRS 102, such assets should be capitalised into a financial asset attributed to the provision of services when there is an unconditional contractual right to receive cash of another financial asset from the Grantor. After initial recognition, the financial asset is accounted for in accordance with section 11 of FRS 102.

Pursuant to section 23 of FRS 102, revenue associated with the financial asset comprises service income related to facilities management, lifecycle maintenance and other administrative running costs of the Company.

2. Judgements in applying accounting policies and key sources of estimation uncertainty

The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the financial period are as follows:

Key sources of estimation uncertainty

Financial Asset Interest Rate - The financial asset interest income is based on the weighted average cost of capital of the project and is applied to the carrying value of the Financial Asset on a quarterly basis. The average interest rate used at the year end is 7.25% per annum.

Service Margin - After the assets are constructed, the company provides property management services. The remuneration for these services is recognised at cost plus an estimated mark up for profit on property management services. The average service margin rate used during the year is 12.2% per annum.

Fair value of interest rate swaps - the fair value of interest rate swaps is determined by reference to mark-to-market valuations provided periodically by the senior lender.

Key judgements

Hedge accounting

In 2016 the Company refinanced its debt from LLoyds to MUFG Bank. As part of that refinancing, the hedgin reserve has been continued as a result of the conditions outlined in 12.18 of FRS102. The key consideration of management being that the hedging strategy, in management's judgement, had been clearly outlined and envisaged in the Project Agreement. Any cumulative gain or loss then resulting on the hedging reserve at the point of refinancing has then been retained in equity and subsequently unwound over the remainder of the concession in line with the senior loan facility on an amortised cost basis under an effective interest rate calculation.

The day one loss in relation to the original swap has been amortised on a straight line basis to the date of refinancing, this loss has been estimated as the difference between the swap break cost and the value of a hypothetical derivative with zero value at day one. Management has used its judgement that hedge accounting can be continued post refinancing as the original hedging strategy has been maintained.

3. Turnover

All turnover arose within the United Kingdom.

4. Employees

The company has no employees (2019: nil).

5. Directors' remuneration

The directors received no remuneration from the company during the year *(2019: £nil)*. An amount of £100,302 *(2019: £70,874)* was paid to related parties this financial year for the provision of the directors' services.

Directors emoluments in respect of three *(2019: three)* directors have been borne by their respective employing companies and their emoluments have not been recharged to the company in respect of those directors as their services are considered to be incidental to their other activities within their employing companies.

6. Interest receivable

	2020 £000	*2019* *£000*
Intercompany interest receivable	227	*180*
Interest receivable on finance debtor	7,029	*7,201*
	7,256	*7,381*

7. Interest payable and similar expenses

	2020 £000	*2019* *£000*
Bank interest payable	3,407	*3,559*
Parent company debt interest	1,175	*1,191*
Other finance costs	1,780	*1,850*
Other interest payable and amortisation	357	*371*
	6,719	*6,971*

8. Taxation

	2020 £000	*2019 £000*
Corporation tax		
Current tax on profits for the year	95	*60*
Adjustments in respect of previous periods	-	*(84)*
Total current tax	**95**	*(24)*
Deferred tax		
Origination and reversal of timing differences	443	*460*
Utilisation of tax losses	(26)	*-*
Total deferred tax	**417**	*460*
Taxation on profit on ordinary activities	**512**	*436*

Factors affecting tax charge for the year

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

	2020 £000	*2018 £000*
Profit on ordinary activities before tax	1,014	*772*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 - 19%)	95	*60*
Effects of:		
Utilisation of tax losses	(26)	*-*
Other timing differences leading to an increase in taxation	443	*376*
Total tax charge for the year	**512**	*436*

Factors that may affect future tax charges

A reduction in the UK corporation tax rate from 19% to 17% effective 1 April 2020, was enacted in September 2016, however as a result of the March 2020 Budget, this has been delayed indefintely. The deferred tax asset at 31 March 2020 has been calculated using a rate of 19%.

9. Debtors

	2020 £000	2019 £000
Due after more than one year		
Amounts owed by group undertakings	**6,668**	*6,449*
Finance debtor receivable	**81,578**	*85,010*
Deferred tax asset	**4,737**	*4,560*
	92,983	*96,019*

	2020 £000	2019 £000
Due within one year		
Prepayments and accrued income	**16**	*286*
Finance debtor receivable	**3,049**	*3,488*
Deferred taxation	**-**	*10*
	3,065	*3,784*

In the year ended 31 March 2017 the company issued, to its shareholders, an upstream loan totalling to a notional amount of £5,947,000. Interest is charged semi-annually at a rate of 3.026% pa.

The balance outstanding as at the year end is £6,668k (2019: £6,449k) which represents £5,947k (2018: £5,947k) of loan capital and £721k (2019: £502k) of accumulated interest charged.

10. Creditors: Amounts falling due within one year

	2020 £000	2019 £000
Bank loans (Note 11)	**5,624**	*5,502*
Trade creditors	**21**	*367*
Amounts owed to group undertakings (Note 11)	**955**	*616*
Corporation tax	**39**	*82*
Other taxation and social security	**630**	*415*
Other creditors	**15**	*26*
Accruals and deferred income	**2,233**	*1,490*
	9,517	*8,498*

11. Creditors: Amounts falling due after more than one year

	2020 £000	*2018 £000*
Bank loans	106,330	*111,954*
Unamortised facilty arrangement fees	(2,673)	*(2,976)*
Amounts owed to group undertakings	10,451	*10,782*
Cash flow hedge - Interest rate swap	4,522	*1,465*
	118,630	*121,225*

Maturity of debt

	2020 £000	*2019 £000*
In one year or less, or on demand	6,362	*5,672*
In more than one year, but no more than two years	6,635	*6,362*
In more than two years, but no more than five years	18,350	*18,820*
In more than five years	91,215	*97,383*
Unamortised facility arrangement fees	(2,673)	*(2,976)*
	119,889	*125,261*

Term loans:

On 17 June 2016 the Company refinanced its existing Senior debt with Lloyds and replaced it with MUFG and MEAG. The capital of the Lloyds debt was repaid in full and two new equal loans were drawdown totalling £133,875k.

The interest rate payable on the MUFG loan is LIBOR plus 1.45%. The company has entered into a swap transaction with MUFG fixing the LIBOR element at 1.518% resulting in total interest being charged on this loan at a rate of 2.968%.

The interest rate payable on the MEAG loan is fixed at 2.883%.

Repayments of the loans are due semi-annually, ending in April 2036.

All amounts drawn under the facilities are secured by a fixed charge over all freehold and leasehold interests, book debts, project accounts and intellectual property of the company and by a floating charge over the company's undertakings and assets.

As at 31 March 2020 £111,954k *(2019: £117,456k)* is outstanding under the Term Loan facilities.

Loan from parent company:

The parent company shareholders subscribed £12,916k on 11 June 2012 for Loan Notes issued by the parent company, which subsequently loaned this amount to Greenwich BSF SPV Limited for the settlement of the Equity Bridge Loan. The loan from the parent company bears interest at 11% per annum and is repayable in semi-annual installments from 31 March 2013.

As at 31 March 2020 £10,608k *(2019: £10,782k)* is outstanding in respect of the loan and £798k *(2019: £616k)* of loan interest is payable.

Financial derivatives:

The company has entered into interest rate swap contracts with MUFG to hedge its exposure to fluctuations in interest rates. The effect of the interest rate swap is that the company pays a fixed rate of interest of 2.968% per annum on its loan from 16 June 2016 to 30 April 2036. Receipts and payments on interest rate instruments are recognised on an accruals basis over the life of the instrument.

The notional principal amount of the interest rate swaps as at 31 March 2020 is £55,977k *(2019: £58,728k)* and the interest rate swaps mature on 30 April 2036.

12. Financial instruments

	2020 £000	*2018 £000*
Financial assets		
Financial assets measured at amortised cost	**98,513**	*100,430*
Financial liabilities		
Derivative financial instruments designed as hedges of variable interest rate risk	**(4,522)**	*(1,465)*
Financial liabilities measured at amortised cost	**(125,668)**	*(130,819)*
	(130,190)	*(132,284)*

Financial assets measured at amortised cost comprise cash at bank and in hand, trade debtors, shareholder loan and financial assets.

Derivative financial instruments designated as hedges of variable interest rate risk comprise an interest rate swap. The fair value of the interest rate swap has been determined by reference to prices available from the markets on which the instruments involved are traded.

Financial Liabilities measured at amortised cost comprise trade creditors, accruals, bank loans and other creditors

13. Deferred taxation

	2020 £000	*2019 £000*
At beginning of year	**4,570**	*4,784*
Charged to the profit or loss	**(443)**	*(460)*
Charged to other comprehensive income	**610**	*246*
At end of year	**4,737**	*4,570*

A deferred tax asset has been recognised to the extent that the directors consider that it is more likely than not that sufficient taxable profits will be available in the future against which the deferred tax asset can be recovered.

13. Deferred taxation (continued)

The deferred tax asset is made up as follows:

	2020 £000	*2018* *£000*
Tax losses carried forward	**91**	*10*
Deferred tax on derivative financial instruments	**4,646**	*4,560*
	4,737	*4,570*

14. Share capital

	2020 £000	*2019* *£000*
Allotted, called up and fully paid		
50,000 *(2019 - 50,000)* Ordinary shares of £1.00 each	**50**	*50*

15. Reserves

Other reserves

The cash flow hedge reserve includes all current and prior period change in fair value of designated hedging and the associated tax movement.

Profit and loss account

The profit and loss account includes all current and prior period retained profits and losses.

16. Related party transactions

	2020 £000	*2019* *£000*
Equitix Management Services		
Charges for the year	**(114)**	*(111)*
Balance due (to)	**(23)**	*(11)*

Equitix Management Services Limited is a related party due to the ultimate parent company having significant control over the entity.

17. Post balance sheet events

During the period from the date of the Balance Sheet to the date of the financial statements were approved, the coronavirus (COVID-19) outbreak has caused extensive disruptions to businesses and economic activities globally. The uncertainties over the emergence and spread of COVID-19 have caused market volatility on a global scale. The quantum of the effect on the Company is difficult to determine, however the Directors are monitoring the situation and considering the effect it may have on contract performance in the future. The Directors do not believe there is any financial impact to the Financial Statements as at 31 March 2020 as a result of this subsequent event. The Directors have committed to carrying out regular reviews of the Company's cash flows to monitor the ongoing situation.

18. Controlling party

The directors regard Greenwich BSF Holdco Limited as the immediate parent undertaking. In the directors' opinion Equitix Fund I LP, an English limited partnership, is considered to be the ultimate controlling party.