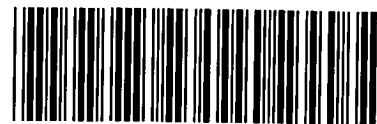


REGENER MYATTS FIELD NORTH LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

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REGENER MYATTS FIELD NORTH LIMITED

COMPANY INFORMATION

Directors	C Douglass V Everett K O'Brien
Company secretary	G Bucur (Appointed 1 October 2020)
Registered number	07489177
Registered office	3rd Floor, South Building 200 Aldersgate Street EC1A 4HD
Independent auditor	BDO LLP 55 Baker Street London W1U 7EU

REGENER MYATTS FIELD NORTH LIMITED

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REGENER MYATTS FIELD NORTH LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2020**

The Directors present their report and the financial statements for the year ended 31 December 2020.

Principal activity

The principal activity of the Company continued to be that of the provision, maintenance, and management of new and refurbished social housing in the London Borough of Lambeth.

There have not been any significant changes in the Company's principal activities in the year under review.

Results and dividends

The profit for the year, after taxation, amounted to £560,000 (2019 - £761,000).

There were no dividends paid within the year (2019 - £55,000). The Directors do not recommend payment of a final dividend.

Directors

The Directors who served during the year and up to the date of signature of the financial statements were:

C Douglass
V Everett
K O'Brien

Directors' insurance

The Company has made qualifying third party indemnity provisions for the benefit of its Directors during the year. These provisions remain in force at the reporting date.

Going concern and Covid-19

The Directors assessment of going concern and the impact of Covid-19 can be found in the accounting policies note in the financial statements.

The Directors have considered the potential long term impact on the business of the effects of the current pandemic (Covid-19) and have put in place plans to mitigate the currently known, and potential risks to business continuity. The unitary charge income received from the local authority is highly predictable and there have been no delays to date in payment of this charge. The Directors have also performed a review of the financial stability of the local authority and have concluded that they will be able to continue to pay their suppliers, and as such the Directors do not believe that there is any material risk to income or cash flows. The Directors have also reviewed the cash flow forecasts output from the financial model, having performed various stress tests, and are satisfied that the Company will maintain sufficient cash reserves to meet its forecast loan covenants. On this basis, the Directors anticipate that the Company will continue to be able to meet its business obligations as they fall due over the coming twelve months. The Directors therefore consider it appropriate to continue to prepare the financial statements on a going concern basis.

REGENER MYATTS FIELD NORTH LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2020**

Financial instruments

Liquidity Risk

The Company manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the Company has sufficient liquid resources to meet the operating needs of the business. At the start of the PFI contract, the Company negotiated debt facilities with an external party to ensure that the Company has sufficient funds over the life of the PFI concession.

Interest Rate Risk

The Company's borrowings expose it to cash flow risk primarily due to the financial risks of changes in interest rates. The Company uses interest rate swaps to manage the risk and reduce its exposure to changes in interest rates.

Credit Risk

The Company's principal financial assets are cash, financial assets and trade and other receivables. The Company's credit risk is primarily attributable to its trade receivables which are with one counterparty, although in the opinion of the board of directors this risk is limited as the receivables are with a local government authority.

Disclosure of information to auditors

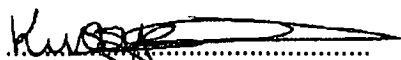
Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

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

Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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


K O'Brien
Director

Date: 13 August 2021

REGENER MYATTS FIELD NORTH LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are 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.

REGENER MYATTS FIELD NORTH LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REGENER MYATTS FIELD NORTH LIMITED

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 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.

We have audited the financial statements of Regenter Myatts Field North Limited ("the Company") for the year ended 31 December 2020 which comprise the Statement of comprehensive income, Balance sheet, Statement of changes in equity and notes to the financial statements, 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).

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

REGENER MYATTS FIELD NORTH LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REGENER MYATTS FIELD NORTH LIMITED (CONTINUED)

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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

Other Companies Act 2006 reporting

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.

In 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 were 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

As explained more fully in the Directors Responsibility Statement, 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.

REGENER MYATTS FIELD NORTH LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REGENER MYATTS FIELD NORTH LIMITED (CONTINUED)

Auditors' responsibilities for the audit of the financial statements

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

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We obtained an understanding of the legal and regulatory framework applicable to the entity and the industry in which it operates. We considered the significant laws and regulations to be Companies Act 2006 and the applicable accounting standards.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to management bias in accounting estimates and posting inappropriate journal entries to manipulate the fair value of the Companies assets.

Audit procedures performed by the engagement team included:

- We considered the processes and controls that the company has established to address risks identified, or that otherwise prevent, deter and detect fraud and how management monitors those processes and controls;
- We challenged assumptions and judgements made by management in areas involving significant estimates, with the key sources of estimation identified as the determination of service margins;
- We performed substantive testing on account balances and transactions, which were considered to be a greater risk of susceptibility to fraud;
- We targeted journal entry testing based on identified characteristics the audit team considered could be indicative of fraud, as well as a focus on large and unusual transactions based upon our knowledge of the business;
- We made enquiries of Management, those charged with governance and those responsible for legal and compliance procedures as to whether there was any correspondence from regulators in so far as the correspondence related to financial statements; and
- We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

REGENER MYATTS FIELD NORTH LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REGENER MYATTS FIELD NORTH LIMITED (CONTINUED)

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 Auditors' Report.

Use of our report

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.

DocuSigned by:

Cassie Forman-Kotsapa

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Cassie Forman-Kotsapa (Senior Statutory Auditor)
for and on behalf of
BDO LLP, statutory auditor
London

Date: 16 August 2021

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

REGENER MYATTS FIELD NORTH LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Note	2020 £000	2019 £000
Turnover	4	2,977	2,454
Cost of sales		(2,664)	(1,953)
Gross profit		313	501
Interest receivable	8	5,144	5,336
Interest payable	9	(4,766)	(4,850)
Profit before tax		691	987
Tax on profit	10	(131)	(226)
Profit for the financial year		560	761
Other comprehensive income for the year			
Cash flow hedge loss arising in the year		(1,328)	(978)
Tax relating to other comprehensive income		403	166
Other comprehensive loss for the year		(925)	(812)
Total comprehensive loss for the year		(365)	(51)

The notes on pages 11 to 26 form part of these financial statements.

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

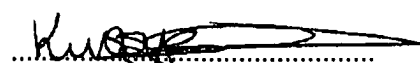
REGENER MYATTS FIELD NORTH LIMITED
REGISTERED NUMBER: 07489177

BALANCE SHEET
AS AT 31 DECEMBER 2020

	Note	2020 £000	2019 £000
Current assets			
Debtors: amounts falling due after more than one year	12	66,986	68,816
Debtors: amounts falling due within one year	12	2,383	3,830
Cash at bank and in hand	13	4,566	2,296
		<u>73,935</u>	<u>74,942</u>
Creditors: amounts falling due within one year	14	(10,950)	(9,702)
Net current assets		62,985	65,240
Creditors: amounts falling due after more than one year	15	(67,089)	(68,979)
Net liabilities		(4,104)	(3,739)
Capital and reserves			
Called up share capital	18	5	5
Hedging reserve		(7,162)	(6,237)
Profit and loss account		3,053	2,493
Total shareholder's funds		(4,104)	(3,739)

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 on 13 August 2021.



K O'Brien
 Director

The notes on pages 11 to 26 form part of these financial statements.

REGENER MYATTS FIELD NORTH LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Called up share capital £000	Hedging reserve £000	Profit and loss account £000	Total equity £000
At 1 January 2019	5	(5,425)	1,787	(3,633)
Profit for the year	-	-	761	761
Cash flow hedge loss	-	(978)	-	(978)
Tax relating to other comprehensive income	-	166	-	166
Total comprehensive income for the year	-	(812)	761	(51)
Dividends	-	-	(55)	(55)
At 1 January 2020	5	(6,237)	2,493	(3,739)
Profit for the year	-	-	560	560
Cash flow hedge loss	-	(1,328)	-	(1,328)
Tax relating to other comprehensive income	-	403	-	403
Total comprehensive income for the year	-	(925)	560	(365)
At 31 December 2020	5	(7,162)	3,053	(4,104)

The notes on pages 11 to 26 form part of these financial statements.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

1. General information

Regenter Myatts Field North Ltd is a private company limited by shares, domiciled and incorporated in England and Wales. The registered office is 3rd Floor, South Building, 200 Aldersgate Street, London, England, EC1A 4HD.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The financial statements are prepared in pounds sterling, which is the functional currency of the Company. Monetary amounts in these financial statements are rounded to the nearest £'000.

The principal accounting policies adopted are set out below.

This Company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this Company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The Company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues': Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the Company are consolidated in the financial statements of Regenter Myatts Field North Holding Company Limited. Copies of the consolidated accounts are available from Companies House.

Amendments to FRS102: Interest rate reform

The Company's hedged items and hedging instruments continue to be linked to Sterling LIBOR. The Company has applied the transitional provisions set out in the amendments to FRS102 "The Financial Reporting Standard applicable in the UK and Ireland" Interest Rate Benchmark Reform, issued in December 2019, to those hedging relationships directly affected by IBOR reform. In accordance with these amendments, for the purpose of evaluating whether there is an economic relationship between the hedged items and the hedging instruments, the Company assumes that the benchmark interest rate is not altered as a result of IBOR reform and can continue to apply hedge effectiveness throughout the transition period.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.2 Going concern

The financial statements have been prepared on the going concern basis which assumes that the Company will be able to continue in operation for the foreseeable future.

The Directors have considered the available funding facilities, cash flow projections and financial projections that are agreed as part of the long term financial model for the project. In addition the Company has in place SWAP arrangements with the funders that protect against interest rate fluctuations. The current swap valuations are liabilities which give rise to a net liability position as at 31 December 2020 of £4,104,000 (2019 - £3,739,000), however, the cash flow forecasts demonstrate satisfactory headroom to enable the Company to meet the forecast cash outflows for the foreseeable future.

The Directors have considered the potential impact to the business from the effects of the current pandemic (Covid-19) and have put in place plans to mitigate the currently known, and potential risks to business continuity. The unitary charge income received from the local authority is highly predictable and there have been no delays to date in payment of this charge. The Directors have also performed a review of the financial stability of the local authority and have concluded that they will be able to continue to pay their suppliers, and as such the Directors do not believe that there is any material risk to income or cash flows. The Directors have also looked at the effect of possible downside scenarios with reduced level of income and cash flows and are satisfied that there are sufficient cash reserves for operational expenses, whilst no default on lending covenants would arise. On this basis, the Directors anticipate that the Company will continue to be able to meet its business obligations as they fall due over the coming twelve months. The Directors therefore consider it appropriate to continue to prepare the financial statements on a going concern basis.

After considering these matters and in light of the current forecasts for the Company, the Directors consider it appropriate to adopt the going concern basis in preparing the financial statements.

2.3 Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales related taxes.

Income received in respect of the service concession is allocated between revenue and capital repayment of, and interest income on, the PFI financial asset using the effective interest rate method. Service revenue is recognised as a margin on non-pass-through operating and maintenance costs.

Pass through income represents the direct pass through of recoverable costs, as specified in the Project Agreement.

Variation income relates to the recharge of costs incurred for the alteration of the facilities or the services provided, requested by the Authority.

2.4 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.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.5 Cash and cash equivalents

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

2.6 Financial instruments

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Company's balance sheet when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the balance sheet, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Loan and receivables

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.6 Financial instruments (continued)

Service concession

The Company is a special purpose entity that has been established to provide services under certain private finance agreements with Lambeth Council. Under the terms of these Agreements, Lambeth Council (as grantor) controls the services to be provided by the Company over the contract term. Based on the contractual arrangements the Company has classified the project as a service concession arrangement, and has accounted for the principal assets of, and income streams from, the project in accordance with FRS 102, Section 34.12 Service Concession Arrangements.

The Company has chosen to adopt the transitional arrangements available within FRS 102, Section 35.10(i) and as such the service concession arrangement has continued to be accounted for using the same accounting policies being applied at the date of transition to FRS 102 (1 January 2014). The nature of the asset has therefore not changed; however, there has been a change in the description from Finance Debtor to Financial Asset.

Under the terms of the arrangement, the Company has the right to receive a baseline contractual payment stream for the provision of the services from or at the direction of the grantor (the Council), and as such the asset is accounted for as a financial asset. The financial asset has initially been recognised at the fair value of the consideration received, based on the fair value of the construction (or upgrade) services, plus any directly attributable transaction costs, provided in line with FRS 102.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

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

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the Company transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.6 Financial instruments (continued)

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method. The effective interest rate method is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument.

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

Other financial liabilities

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 profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Company's contractual obligations expire or are discharged or cancelled.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.7 Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the Company.

2.8 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in the statement of comprehensive income immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the statement of comprehensive income depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

The Company does not hold or issue derivative financial instruments for speculative purposes.

2.9 Hedge accounting

The Company designates certain hedging instruments, including derivatives, embedded derivatives and non-derivatives, as either fair value hedges or cash flow hedges.

At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item along with risk management objectives and strategy for undertaking various hedge transactions. At the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income.

The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, and is included in the 'other gains and losses' line.

Amounts previously recognised in other comprehensive income and accumulated in equity are reclassified to the statement of comprehensive income in the periods when the hedged item is recognised in the statement of comprehensive income in the same line as the recognised hedged item. However when the forecast transaction that is hedged results in the recognition of a non-financial asset or liability, the gains and losses previously accumulated in equity are transferred from equity and included in the initial measurement of the cost of the asset or liability concerned.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.10 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.

2.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

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

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Hedge accounting

The Directors consider the Company to have met the criteria for cash flow hedge accounting; the Company has therefore recognised fair value movements on derivatives in effective hedging relationships through other comprehensive income as well as the deferred tax thereon.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows:

Valuation of derivative financial instruments

The Directors use their judgement in selecting a suitable valuation technique for derivative financial instruments. All derivative financial instruments are valued at the mark to market valuation provided by the derivative counterparty. In these cases, the Company uses valuation techniques to assess the reasonableness of the valuation provided by the derivative counterparty. These techniques use a discounted cash flow analysis based on market observable inputs derived from similar instruments in similar and active markets. The fair value of derivative financial instruments at the balance sheet date was a liability of £9,134,000 (2019: 7,750,000 liability). The Directors do not consider the impact of own credit risk to be material.

Service concession accounting

As disclosed in Note 1, the Company accounts for the project as a service concession arrangement. The Directors use their judgement in selecting the following appropriate rates and margins:

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 interest rate used is 7.55% (2019: same) per annum.

FM and Lifecycle Operating Margin – revenue on facilities management and other operating costs is recognised at an average cost plus for the year of 18.26% (2019: 18.34%) as considered comparable across the market and in line with the reliability at which operating costs can be estimated across the concession.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

3. Judgements in applying accounting policies (continued)

The Directors have also used their judgement in assessing the appropriateness of the future maintenance costs that are included in the Company's forecasts. The Directors will continue to monitor the condition of the assets and undertake a regular review of maintenance spend.

4. Turnover

An analysis of turnover by class of business is as follows:

	2020 £000	2019 £000
Service fee income	3,183	2,766
Pass-through income	(294)	(408)
Rental income	88	47
Other income	-	49
	<u>2,977</u>	<u>2,454</u>

All turnover arose within the United Kingdom.

5. Auditor's remuneration

Fees payable to the Company's auditor and associates:

	2020 £000	2019 £000
Audit of the financial statements of the Company and the Company's parent company	<u>13</u>	<u>13</u>

6. Employees

The Company had no employees during the current or prior year.

7. Directors' remuneration

No directors received any remuneration for services to the Company during the current or prior year. A recharge is made for Director's services amounting to £24,172 (2019 - £23,713) during the year.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

8. Interest receivable

	2020	2019
	£000	£000
Interest on financial asset	5,144	5,336
	<u>5,144</u>	<u>5,336</u>

9. Interest payable

	2020	2019
	£000	£000
Bank interest payable	3,679	3,836
Interest payable to parent undertakings	1,087	1,014
	<u>4,766</u>	<u>4,850</u>

10. Taxation

	2020	2019
	£000	£000
Corporation tax		
Current tax on profits for the year	131	226
Total current tax	<u>131</u>	<u>226</u>
Deferred tax		
Total deferred tax	<u>-</u>	<u>-</u>
Taxation on profit on ordinary activities	<u>131</u>	<u>226</u>

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2019 - the same as) the standard rate of corporation tax in the UK of 19% (2019 - 19%) as set out below:

	2020 £000	2019 £000
Profit on ordinary activities before tax	691	987
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 - 19%)	131	188
Effects of:		
Adjustments in respect of prior years	-	38
Total tax charge for the year	131	226

Factors that may affect future tax charges

For the year ended 31 December 2020, the UK corporation tax rate of 19% is applied.

The March 2020 Budget announced that a rate of 19% would continue to apply from 1 April 2020, and this change was substantively enacted on 17 March 2020. The deferred tax asset as at 31 December 2020 has been calculated based on a rate of 19%.

An increase in the UK corporation tax rate to 25% (effective from April 2023) was substantively enacted in May 2021. This will potentially increase the Company's deferred tax asset and reduce its reported tax charge in the financial statements for the year ended 31 December 2021 accordingly.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

11. Dividends

	2020 £000	2019 £000
Interim dividends paid	-	55
	<u>-</u>	<u>55</u>

Dividends of £Nil per share were paid during the year (2019 - £11.09)

12. Debtors

	2020 £000	2019 £000
Due after more than one year		
Financial asset	65,306	67,539
Deferred tax asset (Note 17)	1,680	1,277
	<u>66,986</u>	<u>68,816</u>

	2020 £000	2019 £000
Due within one year		
Trade debtors	6	1,097
Financial asset	2,246	2,075
Other financial assets	-	588
Prepayments and accrued income	131	70
	<u>2,383</u>	<u>3,830</u>

Other financial assets include amounts held within deposit accounts with a maturity of not less than three months from the initial deposit

13. Cash and cash equivalents

	2020 £000	2019 £000
Cash at bank and in hand	4,566	2,296
	<u>4,566</u>	<u>2,296</u>

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

14. Creditors: Amounts falling due within one year

	2020 £000	2019 £000
Bank loans (Note 16)	3,064	2,859
Trade creditors	696	586
Gross amounts owed to contract customers	-	68
Amounts owed to parent undertakings	1,023	768
Corporation tax	-	45
Other taxation	254	295
Derivative financial instruments measured at fair value	1,156	947
Bank loan accrued interest	561	663
Other creditors	6	6
Unitary charge control account	3,401	3,184
Accruals and deferred income	789	281
	<u>10,950</u>	<u>9,702</u>

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

	2020 £000	2019 £000
Bank loans (Note 16)	51,126	54,191
Amounts owed to parent undertakings (Note 16)	7,985	7,985
Derivative financial instruments measured at fair value	7,978	6,803
	<u>67,089</u>	<u>68,979</u>

Derivative Financial Instruments

In May 2012, in accordance with the terms of the credit agreement, the Company entered into fixed interest rate swaps maturing on 31 March 2036. Under the interest rate swaps, the Group receives interest on a variable basis and pays interest at a fixed rate of 3.243%.

The fair value of the derivative financial instruments above comprise the fair value of the interest rate swaps designated in an effective hedging relationship. The interest rate swap contracts were designated as a cash flow hedge of variable interest rate of the Company's floating rate borrowings. The hedged cash flows are expected to occur and to affect profit and loss over the period to maturity of the interest rate swaps. The hedge was highly effective in the current and prior period and 100% of the change in fair value of the interest rate swaps of a loss of £1,328,000 (2019: loss of £978,000) was recognised in other comprehensive income in the period.

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

16. Loans

Analysis of the maturity of loans is given below:

	2020	2019
	£000	£000
Amounts falling due within one year		
Bank loans	3,064	2,859
	3,064	2,859
Amounts falling due 1-2 years		
Bank loans	3,080	3,064
	3,080	3,064
Amounts falling due 2-5 years		
Bank loans	9,186	9,380
	9,186	9,380
Amounts falling due after more than 5 years		
Bank loans	38,860	41,747
Amounts owed to parent undertakings	7,985	7,985
	46,845	49,732
	62,175	65,035

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

16. Loans (Continued)

The loans are secured by a fixed and floating charge over all the assets of the Company and a charge over the shares of the Company.

Bank loans

The Company has facilities provided by Norddeutsche Landesbank and The Co-operative Bank plc in order to finance the construction of the project. The loans are repayable in semi-annual installments by 2036 based on an agreed percentage amount of the total facilities per annum over a certain number of years.

Interest on the facility is charged at rates linked to LIBOR. The Company has entered into fixed interest rate swaps to mitigate its interest rate exposure. The fixed interest rate on the facility, after taking into consideration the swap, is 3.243% during the operational phase.

Subordinated debt

At the year end, the Company owed £7,985,000 (2019: £7,985,000) to its sole shareholder, Regenter Myatts Field North Holding Company Limited. The subordinated debt is unsecured and is subject to interest of 12.5% per annum. Accrued interest of £1,023,000 (2019: £768,000) is outstanding at 31 December 2020.

17. Deferred taxation

The proposed decrease in the UK corporation tax rate to 17% was replaced by the announcement that the rate of 19% would continue (effective from April 2020) and was substantively enacted in March 2020. This resulted in an increase in the Company's deferred tax asset and reduced its reported tax charge in the financial statements for the year ended 31 December 2020.

An increase in the UK corporation tax rate to 25% (effective from April 2023) was substantively enacted in March 2021. This will potentially increase the company's deferred tax asset and reduce its reported tax charge in the financial statements for the year ended 31 December 2021 accordingly.

Deferred tax assets and liabilities are offset where the Group or Company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	2020 £000	2019 £000
At beginning of year	1,277	1,111
Charged to other comprehensive income	403	166
At end of year	1,680	1,277

REGENER MYATTS FIELD NORTH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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17. Deferred taxation (continued)

The deferred tax asset is made up as follows:

	2020 £000	2019 £000
Deferred tax on interest rate swap fair value	1,680	1,277
	<u>1,680</u>	<u>1,277</u>

18. Share capital

	2020 £000	2019 £000
Allotted, called up and fully paid		
5,000 (2019 - 5,000) Ordinary shares of £1 each	5	5
	<u>5</u>	<u>5</u>

Other reserves

The Company's other reserves are as follows:

The profit and loss reserve represents cumulative profits or losses.

The hedging reserve represents the cumulative portion of gains and losses on hedging instruments deemed effective in hedging variable interest rate risk of recognised financial instruments. Amounts accumulated in this reserve are reclassified to profit or loss in the periods in which the hedged item affects profit or loss or when the hedging relationship ends.

19. Related party transactions

As a wholly owned subsidiary of Jura Acquisition Limited, the Company has taken the advantage of the exemption under FRS102 Section 33 not to provide information on related party transactions with other undertakings in the Jura Acquisition group. A copy of the published financial statements of Jura Acquisition Limited can be obtained from its registered office at 1st Floor, Albert House, South Esplanade, St Peter Port, Guernsey, GY1 1AJ.

20. Controlling party

The Company's immediate parent undertaking is Regenter Myatts Field North Holding Company Limited, a company incorporated in Great Britain and registered in England and Wales, with a registered address of 3rd Floor 200 Aldersgate Street, London EC1A 4HD. The smallest and largest group in which its results are consolidated is Regenter Myatts Field North Holding Company Limited. Copies of the consolidated accounts are available from Companies House.

The Company's ultimate parent and controlling entity is Jura Holdings Limited.