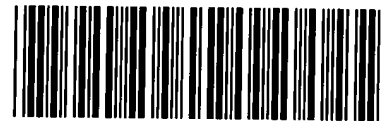


Blue Light Partnership (ASP) Limited
Financial Statements
31 December 2016

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Blue Light Partnership (ASP) Limited

Financial Statements

Year ended 31 December 2016

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Blue Light Partnership (ASP) Limited

Strategic Report

Year ended 31 December 2016

The directors present their Strategic Report of the company for the year ended 31 December 2016.

Principal activities and business review

The principal activity of the company is the provision of operational and maintenance services for the Avon and Somerset Police PFI Accommodation project, in accordance with a Project Agreement the company entered into with the Avon and Somerset Police Authority.

The facility became fully operational on 25 June 2015. The company is currently operating the facility for a 27 year period, providing a full range of facilities management services under a contractual agreement that provides a regular income stream which is subject to deductions for service shortfalls and the unavailability of the facility.

The company operates in a PFI market under strict contractual obligations.

The result for the company for the year is shown in the Profit and Loss Account on page 8.

Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks.

The key business risks affecting the company are considered to relate to facility management compliance, treasury management and control and review of the insurance cover and lifecycle profile.

The Board formally reviews risks and appropriate processes are put in place to mitigate them.

Financial risk management

The company's operations expose it to a variety of financial risks that include liquidity risk, interest rate risk and credit risk. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring levels of debt finance and the related finance costs.

The company's financial instruments comprise fixed rate borrowings, the main purpose of which is to raise finance for the company's operations. The company does not use derivative financial instruments.

Apleona GVA Asset Management Limited (formerly Bilfinger RE Asset Management Limited), as a provider of management services to the company under a contractual arrangement, implements the policies set by the Board of directors.

Liquidity risk

The company minimises the risk of uncertain funding in its operations by having long-term committed and drawn facilities available.

Interest rate cash flow risk

The company seeks to minimise its exposure to an upward change in interest rates by borrowing at fixed rates. At the year end all the company's borrowings were at fixed rates.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge its obligation under the contract giving rise to the financial instrument. The company's credit risk is concentrated as its cash flows are generated from the PFI concession asset. The concentration of risk is mitigated as the cash flows are secured under contract with the Avon and Somerset Police Authority, a government body.

Blue Light Partnership (ASP) Limited

Strategic Report *(continued)*

Year ended 31 December 2016

Key performance indicators

1. Performance deductions under the service contract

Financial penalties are levied by the Authority in the event of performance standards not being achieved according to detailed criteria set out in the Project Agreement. These deductions are passed on to the service provider. In the year ended 31 December 2016, deductions of £23,000 (2015: £115,000) had been levied which represents 0.6% (2015: 2.4%) of revenue. The directors believe the performance for the year to be satisfactory.

2. Financial performance

The directors have modelled the anticipated financial outcome of the Project across its full term. The directors monitor actual financial performance against this anticipated performance. The directors believe the performance for the year to be satisfactory.

Going concern

The directors have reviewed the company's projected cash flows by reference to a financial model covering accounting periods up to 31 December 2039. The directors have also examined the current status of the company's principal contracts and likely developments in the foreseeable future. Having reviewed the available information, the directors consider that the company will be able to meet its financial obligations on the due dates for the foreseeable future. Accordingly, the directors consider that it is appropriate for the financial statements of the company to be prepared on a going concern basis.

This report was approved by the Board of directors on 28 August 2017 and signed on behalf of the Board by:



A Naafs
Director

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

Blue Light Partnership (ASP) Limited

Directors' Report

Year ended 31 December 2016

The directors present their report and the audited financial statements of the company for the year ended 31 December 2016. Principal activities and business review, financial risk management and going concern are detailed in the Strategic Report.

Directors

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

A Naafs
F Schramm
I Tayler

Dividends

The directors have recommended a dividend of £1,076,000 (2015: £nil).

Future developments

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

Donations

The company made no political donations during the year (2015: £nil).

Disclosure of information to the auditors

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

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

Independent auditors

During the year, KPMG LLP resigned and PricewaterhouseCoopers LLP were appointed to fill the casual vacancy arising. Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

Blue Light Partnership (ASP) Limited

Directors' Report *(continued)*

Year ended 31 December 2016

This report was approved by the Board of directors on 20 August 2017 and signed on behalf of the Board by:



A Maafs
Director

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

Blue Light Partnership (ASP) Limited

Statement of Directors' Responsibilities

Year ended 31 December 2016

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


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

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgments 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 enable them to ensure that the financial statements comply with the Companies Act 2006.

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

Signed on behalf of the Board by:


A. Naafs
Director

28 August 2017

Blue Light Partnership (ASP) Limited

Independent Auditors' Report to the Members of Blue Light Partnership (ASP) Limited

Year ended 31 December 2016

Report on the financial statements

Our opinion

In our opinion, Blue Light Partnership (ASP) Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2016 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.
-

What we have audited

The financial statements, included within this report, comprise:

- the Balance Sheet as at 31 December 2016;
- the Profit and Loss Account for the year then ended;
- the Statement of Changes in Equity for the year then ended; and
- the Notes to the Financial Statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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 Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, 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.

We have no exceptions to report arising from this responsibility.

Blue Light Partnership (ASP) Limited

Independent Auditors' Report to the Members of Blue Light Partnership (ASP) Limited *(continued)*

Year ended 31 December 2016

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.



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

30 August 2017

Blue Light Partnership (ASP) Limited

Profit and Loss Account

Year ended 31 December 2016

	Note	2016 £000	2015 £000
Turnover	5	3,894	4,708
Cost of sales		(2,900)	(2,672)
Administrative expenses		(79)	(111)
Operating profit		915	1,925
Interest receivable and similar income	8	3,353	1,677
Interest payable and similar expenses	9	(3,768)	(3,505)
Profit before taxation		500	97
Tax on profit	10	(494)	822
Profit for the financial year		6	919

All the activities of the company are from continuing operations.

There is no other comprehensive income or expense other than those included above and therefore no separate statement of other comprehensive income has been presented.

Blue Light Partnership (ASP) Limited

Balance Sheet

31 December 2016

	Note	2016 £000	2015 £000
Current assets			
Debtors (including £78,154,000 (2015: £79,042,000) due after more than one year)	12	80,277	82,207
Cash at bank and in hand		4,656	4,731
Total current assets		84,933	86,938
Creditors: amounts falling due within one year	13	(5,622)	(4,762)
Net current assets		79,311	82,176
Total assets less current liabilities		79,311	82,176
Creditors: amounts falling due after more than one year	14	(78,712)	(80,507)
Net assets		599	1,669
Capital and reserves			
Called up share capital	16	10	10
Profit and loss account		589	1,659
Total equity		599	1,669

The notes on pages 11 to 18 form an integral part of these financial statements.

The financial statements on pages 8 to 18 were approved by the Board of directors on ...28 August 2017... and signed on behalf of the Board by:


A Maafs
Director

Company registration number: 08145384

Blue Light Partnership (ASP) Limited

Statement of Changes in Equity

Year ended 31 December 2016

	Called up share capital £000	Profit and loss account £000	Total equity £000
At 1 January 2015	10	740	750
Profit for the financial year	—	919	919
Total comprehensive income for the year	—	919	919
At 31 December 2015	10	1,659	1,669
Profit for the financial year	—	6	6
Total comprehensive expense for the year	—	6	6
Dividends paid and payable	11	(1,076)	(1,076)
Total investments by and distributions to owners	—	(1,076)	(1,076)
At 31 December 2016	10	589	599

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements

Year ended 31 December 2016

1. General information

The company is a private company limited by shares incorporated in the United Kingdom, which is registered and domiciled in the United Kingdom at Part First Floor, 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN. The company's principal activity is the provision of operational and maintenance services for the Avon and Somerset Police PFI Accommodation project.

2. Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in September 2015. The presentation currency of these financial statements is sterling.

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

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

3. Critical accounting estimates and assumptions

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

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

4. Summary of significant accounting policies

Measurement convention

The financial statements were prepared in accordance with the Companies Act 2006, on the historical cost basis.

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

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

Going concern

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

Exemptions for qualifying entities under FRS 102

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

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

Turnover

Turnover represents the value of services rendered, excluding sales related taxes, and is recognised to the extent that the company obtains the right to consideration in exchange for its performance. During the construction phase, which completed on 25 June 2015, revenues in excess of net operating and finance costs were deferred until completion of construction, whereupon they will be released to the profit and loss account over the remaining life of the concession. During the operational phase, turnover is recognised as contract activity progresses at a mark up on costs related to the provision of services. In line with FRS 102 23.22(a), the mark up is calculated based upon the forecast service revenues and costs over the concession period.

All turnover originates in the United Kingdom.

Taxation

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

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

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

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

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

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

Financial instruments

Trade and other debtors / creditors

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

Interest-bearing borrowings classified as basic financial instruments

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

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and treasury deposits.

Restricted cash

The company is obligated to keep a separate cash reserve in respect of future major maintenance costs. This restricted cash balance, which is shown on the balance sheet within the "cash at bank and in hand" balance, amounts to £423,000 at the year-end (2015: £222,000).

Finance debtor

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

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

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

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

Expenses

Interest receivable and Interest payable

Interest payable and similar expenses include interest payable on borrowings and associated on-going financing fees.

Interest receivable and similar income include interest receivable on funds invested and interest recognised on the finance debtor based upon the finance debtor accounting policy above.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest rate method.

5. Turnover

Turnover arises from:

	2016 £000	2015 £000
Service income	<u>3,894</u>	<u>4,708</u>

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

6. Auditors' remuneration

	2016 £000	2015 £000
Audit of these financial statements	<u>13</u>	<u>14</u>

In addition the company bore the audit fee of £2,000 (2015: £3,500) of its immediate parent undertaking during the year.

7. Staff costs and directors' remuneration

The company had no employees during the year (2015: nil). No key personnel received any remuneration during the year (2015: nil). The directors have no contract of service with the company. During the year the company incurred charges of £42,000 (2015: £27,000) from BBGI Management HoldCo S.a.r.l. (an indirect and wholly owned subsidiary of BBGI SICAV S.A., which are both registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg), for making available the services of the directors.

8. Interest receivable and similar income

	2016 £000	2015 £000
Bank interest receivable	9	–
Finance debtor interest receivable	<u>3,344</u>	<u>1,677</u>
	<u>3,353</u>	<u>1,677</u>

Interest is imputed on the finance debtor using the property specific rate of 4.13%.

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

9. Interest payable and similar expenses

	2016 £000	2015 £000
Interest payable on bank loan	3,026	3,160
Interest payable on subordinated debt	742	630
Finance costs transferred to finance debtor work in progress	—	(285)
	<u>3,768</u>	<u>3,505</u>

Interest payable and similar expenses are recognised using the effective interest rate method.

10. Tax on profit

Major components of tax expense/(income)

	2016 £000	2015 £000
Deferred tax:		
Origination and reversal of timing differences	445	(924)
Effect of changes in tax rates	49	102
Total deferred tax	<u>494</u>	<u>(822)</u>
Tax on profit	<u>494</u>	<u>(822)</u>

Reconciliation of tax expense/(income)

The tax assessed on the profit for the year is higher than (2015: lower than) the standard rate of corporation tax in the UK of 20% (2015: 20.25%).

	2016 £000	2015 £000
Profit before taxation	<u>500</u>	<u>97</u>
Profit by rate of tax	100	20
Effect of expenses not deductible for tax purposes	422	201
Effect of deferred tax on timing differences and losses	(77)	(1,145)
Effect of tax rate changes	49	102
Tax on profit	<u>494</u>	<u>(822)</u>

Factors that may affect future tax expense

The UK corporation tax rate will reduce to 19% from 1 April 2017 and to 17% from 1 April 2020. This will reduce the company's future current tax charge accordingly. The deferred tax asset at 31 December 2016 has been calculated based on the rate of 17% substantively enacted at the balance sheet date.

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

11. Dividends

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

	2016 £000	2015 £000
Dividends on ordinary shares	1,076	—

During the year the company made a dividend payment of £1,076,000 (2015: £nil) to Blue Light Partnership (ASP) NewCo Limited (which is registered and domiciled at 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN) and Blue Light Partnership (ASP) NewCo 2 Limited (a 100% shareholder of GT ASP Limited, which is registered and domiciled at 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN).

12. Debtors

	2016 £000	2015 £000
Trade debtors	94	69
Deferred tax asset	328	822
Finance debtor	79,826	81,171
Prepayments and accrued income	29	145
	<u>80,277</u>	<u>82,207</u>

The debtors above include the following amounts falling due after more than one year:

	2016 £000	2015 £000
Finance debtor	<u>78,154</u>	<u>79,042</u>

13. Creditors: amounts falling due within one year

	2016 £000	2015 £000
Bank loans and overdrafts	3,756	3,034
Trade creditors	46	92
Other taxation and social security	316	137
Subordinated debt (including accrued interest)	315	323
Retention	746	860
Accruals and deferred income	443	316
	<u>5,622</u>	<u>4,762</u>

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

	2016 £000	2015 £000
Bank loans and overdrafts	65,091	67,242
Subordinated debt	6,532	6,625
Other creditors	—	124
Accruals and deferred income	7,089	6,516
	<u>78,712</u>	<u>80,507</u>

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

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

Included within Bank loans and overdrafts is an amount repayable after five years of £54,520,000 (2015: £57,188,000) and included within subordinated debt are amounts repayable after five years of £5,754,000 (2015: £6,625,000) respectively.

Bank loan relates to senior secured funding granted by Aviva Public Private Finance Limited. The senior loan facility is for a total value of £76,530,000.

The senior loan facility consists of a term loan facility of £76,530,000 which is repayable in ninety six quarterly instalments ending 31 March 2038. As at 31 December 2016, the total amount outstanding on the facility is £69,437,000 (2015: £71,695,000), and is based on the contractual loan agreement.

Interest is charged on amounts drawn under the facility at a fixed rate of 4.13%.

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

Subordinated debt represents a £6,532,000 (2015: £6,625,000) unsecured loan facility due to Blue Light Partnership (ASP) Holdings Limited. The subordinated loan facility bears interest at a fixed rate of 11.3% and is fully repayable by 2039, and is based on the contractual loan agreement.

15. Deferred tax

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

	2016 £000	2015 £000
Deferred tax in relation to trading losses carried forward	2,481	2,259
Deferred tax on capital allowances	(2,048)	(1,317)
Deferred tax on the effective interest rate adjustment	(105)	(120)
	<u>328</u>	<u>822</u>

16. Called up share capital

Issued, called up and fully paid

	2016		2015	
	No	£000	No	£000
Ordinary shares of £1 each	<u>10,000</u>	<u>10</u>	<u>10,000</u>	<u>10</u>

17. Related parties

The company has taken advantage of the exemption in FRS 102, paragraph 33.1A not to disclose transactions with other group companies which meet the criteria that all subsidiary undertakings which are party to the transactions are wholly owned by the group.

Blue Light Partnership (ASP) Limited

Notes to the Financial Statements *(continued)*

Year ended 31 December 2016

18. Ultimate parent company and parent company of larger group

The company is a wholly owned subsidiary of Blue Light Partnership (ASP) Holdings Limited ("the immediate parent undertaking") which is registered and domiciled at Part First Floor, 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN.

At 31 December 2016, 70% of the share capital in the immediate parent undertaking was held by Blue Light Partnership (ASP) NewCo Limited (which is registered and domiciled at 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN), with the remaining 30% held by GT ASP Limited (which is registered and domiciled at 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN).

GT ASP Limited is a wholly owned subsidiary of Blue Light Partnership (ASP) NewCo 2 Limited (which is registered and domiciled at 1 Grenfell Road, Maidenhead, Berkshire, SL6 1HN).

Blue Light Partnership (ASP) NewCo Limited and Blue Light Partnership (ASP) NewCo 2 Limited are indirect and wholly owned subsidiaries of BBGI SICAV S.A., a Luxembourg investment company listed on the London Stock Exchange.

BBGI SICAV S.A. is the ultimate parent undertaking and controlling party during the years ended 31 December 2016 and 31 December 2015, which is registered and domiciled at 6, Route de Treves, Building E, L-2633 Senningerberg, Luxembourg.

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

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