

Registered Company No: 11284173

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SWAN HOUSING FINANCE LIMITED

Annual Report and Financial Statements

Period from 1 April 2019 to 31 March 2020



Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Contents

	Page
Directors, Advisors and Bankers	3
Report of the Directors	4
Independent Auditor's Report to the Members of Swan Housing Finance Limited	7
Statement of Comprehensive Income	10
Statement of Changes in Equity	10
Statement of Financial Position	11
Notes to the Financial Statements	12

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Directors, Advisors and Bankers

Directors	Jamie Smith (Resigned 31 March 2020) John Synnuck James King (Appointed 1 April 2020)
Secretary	Susan McBride
Registered Office	Pilgrim House High Street Billericay Essex CM12 9XY
Company Registration Number	11284173
External Auditor	Grant Thornton UK LLP 101 Cambridge Science Park Milton Road Cambridge CB4 0FY
Internal Auditor	RSM Risk Assurance Services LLP 25 Farringdon Street London EC4A 4AB
Solicitor	Devonshires 30 Finsbury Circus London EC2M 7DT
Banker	Royal Bank of Scotland Plc 29 East Walk Basildon Essex SS14 1HD

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Report of the Directors

The Directors submit their report and the audited financial statements for the period 1 April 2019 to 31 March 2020.

Date of incorporation

Swan Housing Finance Limited (the 'Company') was incorporated on 29 March 2018.

Principal activity

The Company's principal activity is to procure funding for the group headed by Swan Housing Association Limited (the 'Group') of which this Company is a member.

The Company commenced operation on 29 March 2019 when it drew down funding from the Homes and Communities Agency ('HCA') under a loan facility agreement for £30 million which it agreed with the HCA on 31 January 2019 (the 'Homes England Loan Facility').

The Company advances funds to Swan New Homes Limited and Swan Commercial Services Limited, both fellow group undertakings (together referred to herein as the 'Borrowers'), under a facility agreed on 29 March 2019 (the 'Operating Facility').

Results and dividends

The profit for the year to 31 March 2020 amounted to £nil (2019: £nil).

The Directors are satisfied with the operation and progress of the Company during the year and do not recommend the payment of a dividend in respect of the period ended 31 March 2020.

Principal risks and uncertainties

The principal risks facing the Company are:

- the inability to meet its obligations in respect of the Homes England Loan Facility; and
- counterparty risk.

Various security and contractual arrangements, as described in Notes 7, 8 and 9 to these financial statements, are in place to mitigate these risks.

The impact of Covid19 and a Brexit scenario which assumes the transition period concludes in December 2020 without a free trade agreement being in place between the United Kingdom and the European Union have been modelled and mitigations developed as part of the Group's multi-variate stress testing of its business plan. The impact is not currently expected to materially impact the Company's future prospect and opportunities. Risks and uncertainties impacting the Group are included in the consolidated financial statements of Swan Housing Association Limited.

Going Concern

At the balance sheet date, the Company had net assets of £1 and net current assets of £1. At 31 March 2020, the Company had provided funds to Swan New Homes Limited & Swan Commercial Services Limited, fellow group companies, for the purposes of the development of properties for sale at its Beechwood and Laindon sites. The loans due to the Company amount to £22.7 million excluding interest and are due for repayment proportionally as sales of properties are achieved by the borrower or 30 June 2025, if earlier. These terms correspond with the terms upon which the Company is due to repay amounts owed under the Homes England Loan Facility.

The Company will receive regular updates on the financial position of the borrowers under the Operating Facility. The projections will enable the Company to monitor the ability of the borrowers to meet their obligations to the Company. Also, the Homes England Loan Facility is secured on the assets of Swan New Homes Limited and Swan Commercial Services Limited. As at 31 March 2020, drawn funds for Swan New Homes Limited are £13.4m (£9.7m in 2019) and for Swan Commercial Services Limited £9.3m (£0.5m in 2019).

Notes 8 and 9 to the financial statements include the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; details of its financial instruments; and its exposure to credit and liquidity risk.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Report of the Directors (cont)

Going Concern (cont)

The impact of Covid19 and a Brexit scenario which assumes the transition period concludes in December 2020 without a free trade agreement being in place between the United Kingdom and the European Union have been modelled and mitigations developed as part of the Group's multi-variate stress testing of its business plan.

After making enquiries the Directors have a reasonable expectation that the total assets of £23.1m are recoverable in full and that the Company has adequate resources to continue in operational existence for the foreseeable future being a period of no less than 12 months from the date of approval of these financial statements and are satisfied that the Company is able to meet its debt covenants and liabilities as they fall due.

Accordingly, the directors continue to adopt the going concern basis in the preparation of these financial statements.

Future developments

The Directors do not anticipate any changes in the Company's principal activity.

Key performance indicators

The Directors have monitored the progress of the overall strategy and the individual strategic elements by reference to the following non-financial indicator described below:

- The Board of Directors ensure that the Company fulfils its obligations under the Operating Facility agreed with the HCA

The Company is primarily a conduit for procuring funding therefore the Board of Directors monitor the availability of cashflows to and from its Borrowers as the key performance indicator.

During the period all cash flows were readily available to and from its Borrowers and therefore showed a favourable performance against this objective.

Financial risk management objectives

The Directors' approach to financial risk management objectives and exposures have been set out in Notes 7, 8 and 9 of these financial statements.

Directors

The Directors who held office during the year and at the date of this report were as follows:

Jamie Smith (resigned 31 March 2020)
John Synnuck
James King (appointed 1 April 2020)

Directors' Indemnity Insurance

The Company maintains directors' and officers' liability insurance for its Board members and officers, which is renewed annually.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Report of the Directors (cont)

Statement of Directors' responsibilities

The Directors are responsible for preparing the Report of the Directors and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial period. Under that law the Directors have elected to prepare financial statements in accordance with United Kingdom Generally Accepted 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 and 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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. 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.

Disclosure of information

The Directors confirm that:

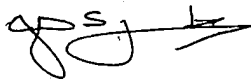
- so far as each Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have taken all steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's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

Auditor

Grant Thornton UK LLP have expressed their willingness to continue in office. Accordingly, a resolution in accordance with section 489(4) of the Companies Act 2006 is to be proposed for the re-appointment of Grant Thornton UK LLP.

In preparing this report, the Directors have taken advantage of the small companies exemption Part 15 of the Companies Act 2006.

Approved by the Board of Directors and signed on their behalf by:



John D Synnuck
15 September 2020

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Independent Auditor's Report to the Members of Swan Housing Finance Limited

Opinion

We have audited the financial statements of Swan Housing Finance Limited (the 'Company') for the year ended 31 March 2020, which are comprised of the Statement of Comprehensive Income, the Statement of Changes in Equity, the Statement of Financial Position 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).

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 result 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 UK, including the FRC'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.

The impact of macro-economic uncertainties on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the Directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the Company's future prospects and performance.

Covid-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties when assessing the Company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a Company associated with these particular events.

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.

In our evaluation of the Directors' conclusions, we considered the risks associated with the Company's business model, including effects arising from macro-economic uncertainties such as Covid-19 and Brexit, and analysed how those risks might affect the Company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Independent Auditor's Report to the Members of Swan Housing Finance Limited

Conclusions relating to going concern (continued)

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this Auditor's Report is not a guarantee that the Company will continue in operation.

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 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 have 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.

Matters on which we are required to report by exception

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 not entitled to 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, set out on page 6, 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.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Independent Auditor's Report to the Members of Swan Housing Finance Limited

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, 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.



Joanne Love FCA
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Cambridge
30 September 2020

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Statement of Comprehensive Income for the year ended 31 March 2020

	Notes	2020 £'000	2019 £'000
Interest receivable and similar income	3	763	4
Interest payable and similar charges	4	(763)	(4)
Profit on ordinary activities before taxation	2	-	-
Tax on profit on ordinary activities	5	-	-
Profit for the financial year being total comprehensive income		-	-

All activities related wholly to continuing operations.

The Company has no other comprehensive income in the current or prior years.

The accompanying accounting policies and notes form part of these financial statements.

Statement of Changes in Equity

	Called up share capital £	Profit and loss reserve £	Total £
Shares issued at par on incorporation	1	-	1
Profit in the period being total comprehensive income for the period	-	-	-
Balance as at 31 March 2019	1	-	1
Profit in the year being total comprehensive income for the year	-	-	-
Balance as at 31 March 2020	1	-	1

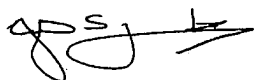
Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Statement of Financial Position as at 31 March 2020

	Notes	2020 £000	2019 £'000
Fixed asset investment	6	23,081	9,765
Cash at bank and in hand		462	-
Creditors: amounts falling due after less than one year	7	(462)	-
Total assets less current liabilities		23,081	9,765
Creditors: amounts falling due after more than one year	8	(23,081)	(9,765)
Net assets		-	-
Capital and reserves			
Called up share capital	10	-	-
Profit and loss reserve		-	-
Shareholders' funds		-	-

The accompanying accounting policies and notes form part of these financial statements.

These financial statements were approved and authorised for issue by the Board of Directors and signed on its behalf on 15 September 2020



John D Synnuck
Director

Company Registration Number: 11284173

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements

1. Principal Accounting Policies

1.1 Company information

The financial statements of Swan Housing Finance Limited for the year ended 31 March 2020 were authorised for issue by the board of directors on 15 September 2020. Swan Housing Finance Limited is incorporated and domiciled in England and Wales. The Company's principal activity is to procure funding for a group headed by Swan Housing Association Limited (the 'Group').

1.2 Basis of preparation

The financial statements have been prepared on the going concern basis, under the historical cost convention, in accordance with the Companies Act 2006 and applicable accounting standards (United Kingdom Generally Accepted Accounting Practice) including Financial Reporting Standard 102 (FRS 102) and amendments from the 2017 triennial review. No restatement of comparatives was required.

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS102, as it is a qualifying entity and its financial statements are included in the consolidated financial statements of its ultimate parent company, Swan Housing Association Limited (see note 12).

- the requirements of Section 4 Statement of Financial Position 4.12 (a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c); and
- requirements of Section 33 Related Party Disclosures paragraph 33.7.

The Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent undertaking, Swan Housing Association Limited, includes the Company's cash flows in its consolidated financial statements.

1.3 Going concern

The impact of Covid19 and a Brexit scenario which assumes the transition period concludes in December 2020 without a free trade agreement being in place between the United Kingdom and the European Union have been modelled and mitigations developed as part of the Group's multi-variate stress testing of its business plan.

On the basis of their assessment of the Company's funding arrangements, trading prospects and other aspects of its financial position, the Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

1.4 Significant judgements and estimates

The preparation of financial statements requires management to make judgements, estimates and assumptions that impact the amounts reported for assets and liabilities at the Statement of Financial Position date and the amounts reported for revenues and expenses during the year. However, the nature of estimates means that actual outcomes could differ from those estimates.

The following judgement (apart from those involving estimates) has the most significant impact on the amounts recognised in the financial statements.

Financial instrument classification

The Company's borrowing and loans are required to be classified as either a basic or non-basic financial instrument in accordance with the conditions set out under FRS102 section 11.9.

The Directors have concluded that these should both be reported as a basic financial instrument as there are no terms or conditions that indicate they should be reported as a non-basic financial instrument and as such is recognised at amortised cost in the Statement of Financial Position using the effective interest rate method.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements (cont)

1.5 Statement of cash flows

The Company is a wholly owned subsidiary undertaking of a group headed by Swan Housing Association Limited, and its results are included in the consolidated financial statements of that Company. As a qualifying entity Swan Housing Finance Limited has taken advantage of the exemption within FRS 102 from preparing a statement of cash flows. The consolidated financial statements of Swan Housing Association Limited are publicly available from the Company Secretary at Pilgrim House, High Street, Billericay, Essex, CM12 9XY.

1.6 Interest receivable and similar income

Interest receivable is recognised as interest accrues, using the effective interest method (that is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset).

1.7 Current Taxation

Current tax is recognised for the amount of corporation tax payable in respect of the taxable profit for the current or past reporting period using the taxation rates and laws that have been enacted or substantively enacted at the reporting date.

1.8 Deferred Taxation

Deferred tax is recognised in respect of all timing differences at the reporting date, except as indicated. Deferred tax assets are only recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or future taxable profits.

Deferred tax is calculated using the rates and laws enacted or substantively enacted at the reporting date that are expected to apply to the reversal of the timing difference. Deferred tax liabilities are presented in provisions for liabilities and deferred tax assets in debtors. Such assets and liabilities are only offset where the Company has a legal right of set off.

1.9 Non-utilisation fee

The Homes England Loan Facility contains a provision for the Company to recover from its borrowers any difference between the interest payable to Homes England and the interest receivable from amounts on-lent to Swan New Homes Limited and Swan Commercial Services Limited under the Operating Facility. If there was a non-utilised element of the loan facility, then the difference would be recognised as an asset in the Statement of Financial Position. As at 31 March 2020 there is no non utilised element of the loan facility.

1.10 Financial instruments – Initial Recognition

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured in accordance with FRS 102 Section 11.

1.11 Financial assets

Amounts classed by the Company as financial assets are loans, other receivables and cash.

Financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Intercompany debtors are classified as loans and other receivables. Financial assets are measured subsequent to initial recognition at amortised cost, discounted at a rate equal to the original effective rate, less provision for impairment. Any change in their value through impairment or reversal of impairment is recognised in the Statement of Comprehensive Income.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements (cont)

1.12 Financial liabilities

Financial liabilities are obligations to pay cash or other financial assets and are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are recorded initially at fair value, net of direct issue costs, unless they are measured at fair value through the Statement of Comprehensive Income.

Financial liabilities are measured subsequent to initial recognition at amortised cost using discount of the original effective rate, with interest-related charges recognised as an expense in finance cost in the Statement of Comprehensive Income. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to the Statement of Comprehensive Income on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

Financial liabilities are derecognised only when the obligation is extinguished, that is, when the obligation is discharged.

1.13 Homes England Loan Facility issue and set up costs

Costs in relation to the issuance of basic debt instruments are amortised over the life of the instrument.

1.14 Share capital

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements (Cont)

2. Profit on ordinary activities before taxation

None of the Directors received any remuneration for their qualifying services as Directors from the Company during the current year (2019 – Nil). The Company has no directly employed personnel in the current year.

Auditor's remuneration for audit services to the Company amounting to £5,000 (2019 - £5,000) were borne by Swan Housing Association Limited.

3. Interest receivable and similar income

	2020 £'000	2019 £'000
Interest receivable from fellow subsidiary undertaking	<u>763</u>	<u>4</u>

Under the terms of the Operating Loan Facility the borrowers are required to reimburse the Company all expenditure incurred in respect of the issue of the Homes England Loan Facility. Immediately after the first draw down under the Homes England Loan Facility the Company on-lent the proceeds to Swan New Homes Limited, which gave rise to interest receivable during the period; the terms of the on-lending agreement (the Operating Facility) mirror the terms of the Homes England Loan Facility.

4. Interest payable and similar charges

	2020 £'000	2019 £'000
Interest payable and other charges relating to the Homes England Loan Facility	722	4
Issue costs	<u>41</u>	<u>-</u>
	<u>763</u>	<u>4</u>

5. Tax charge on profit on ordinary activities

	2020 £'000	2019 £'000
Current tax		
UK Corporation Tax on profit for the year at 19% (2019: 19%)	<u>-</u>	<u>-</u>
Tax charge on profit on ordinary activities recorded in the Statement of Comprehensive Income	<u>-</u>	<u>-</u>

There are no differences (2019: nil) between the profit on ordinary activities before tax multiplied by the tax rate of 19% (2019: 19%) and the tax charge on profit on ordinary activities.

There are no unrecognised deferred tax assets or liabilities at 31 March 2020 (2019: nil).

Factors impacting future taxes

The UK Government previously announced that the rate of UK Corporation Tax would reduce to 17% with effect from 1 April 2021. In the Spring Budget 2020, the Government announced that the previously enacted decrease in the rate of Corporation Tax from 19% to 17% would no longer happen and that rates would remain at 19% for the foreseeable future. The new law was substantively enacted by a resolution under the Provisional Collection of Taxes Act 1968 on 17 March 2020.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements (Cont)

6. Fixed asset investment

	Amounts owed by Original Borrower £'000	Issue costs £'000	Total £'000
Cost			
At 1 April 2019	10,198	(433)	9,765
Additions	13,275	-	13,275
	<hr/>	<hr/>	<hr/>
At 31 March 2020	23,473	(433)	23,040
	<hr/>	<hr/>	<hr/>
Amortisation			
At 1 April 2019	-	-	-
Charge for the year	-	41	41
	<hr/>	<hr/>	<hr/>
At 31 March 2020	-	41	41
	<hr/>	<hr/>	<hr/>
Net Book Value			
At 31 March 2020	23,473	(392)	23,081
	<hr/>	<hr/>	<hr/>
At 31 March 2019	10,198	(433)	9,765
	<hr/>	<hr/>	<hr/>

Loans to the Borrowers are considered to be fixed asset investments as they are intended for use on a continuing basis in the Borrower's activities. The Directors consider such loans to be held for the long term, they carry interest at EC Base Rate plus 4% and are repayable as proceeds are generated from the sale of properties at the development sites of the borrowers funded by the loans or 30 June 2025 if earlier.

7. Creditors: amounts falling due within one year

	2020 £'000	2019 £'000
Amounts due to Group Undertakings	462	-

The amounts owed to group undertakings are repayable on demand and non interest bearing.

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements (Cont)

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

	2020 £'000	2019 £'000
Amounts due to Homes England	22,747	10,194
Add: Interest accrued	726	4
Less: Issue costs	(392)	(433)
	<u>23,081</u>	<u>9,765</u>

Under the terms of the Loan Facility Agreements the Borrowers are committed to repay their indebtedness to the Company to enable the Company to reimburse Homes England. The loans advanced to the Company of £22,746,680 carry interest at EC Base Rate plus 4% and are repayable (including accrued interest) as proceeds are generated from the sale of properties at the development sites of the borrowers funded by the loans or 30 June 2025, if earlier. Interest payable of £726,166 has been capitalised. The loans are secured by fixed charge over the funded development sites of the Borrowers under the on-lending agreements referred to in note 6 above and floating charge over the assets of the Borrowers. The security is subject to an intercreditor deed which sets out the relevant priorities of the Company taken together with other lenders to the Borrowers.

9. Financial instruments

The Company's financial instruments comprise borrowings and loans receivable. The sole purpose of these financial instruments is to raise finance for the growth and development activities of the Borrowers and other Group entities.

The Company does not actively engage in the trading of financial assets for speculative purposes. The Company has not entered into any derivative contracts.

The most significant financial risks to which the Company is exposed are credit risk and liquidity risk. The Board's policy for managing these risks is summarised below.

Credit risk

The Company is dependent on receipt of funds from the Borrowers in order to meet its contractual obligations under the Homes England Loan Facility. The credit risk is that the Borrowers fail to reimburse the Company. The Directors consider the credit risk to be very low owing to the fact that the Borrowers are established businesses.

No impairment loss has been recorded in relation to the fixed asset investment.

Liquidity risk

Liquidity risk is the risk that Swan Housing Finance Limited might be unable to meet its obligations. Expected cash flows from financial assets, in particular its cash resources and receivables, are used by the Directors in assessing and managing liquidity risk. The risk is managed via the Operating Loan Facility into which the Company has entered with the Borrowers. The interest receivable and similar income mechanism described in Note 3 is in place to ensure that the liquidity risk within the Company is minimised.

The Company's financial instruments are summarised as follows:

	2020 £'000	2019 £'000
Financial assets:		
classified as debt instruments (amortised cost)		
Loans to Borrowers net of issue costs	<u>23,081</u>	<u>9,765</u>
	2020 £'000	2019 £'000
Financial liabilities:		
classified as basic financial liabilities (amortised cost)		
Amounts due to Homes England net of issue costs	<u>23,081</u>	<u>9,765</u>

Swan Housing Finance Limited
Period from 1 April 2019 to 31 March 2020

Notes to the Financial Statements (Cont)

9. Financial instruments (continued)

Interest rate risk

The Company has no exposure to interest rate risk as all amounts owed to Homes England are at the same rate of interest as the interest receivable on amounts due from the Borrowers on amounts lent under the Operating Loan Facility.

There are no other interest-bearing assets or liabilities.

Foreign currency risk

The Company has no foreign currency transactions. All of the Company's borrowings and coupon payments are denominated in Sterling.

10. Called up share capital

	2020	2019
Allocated, issued and fully paid		
1 Ordinary shares of £1 each	<u>1</u>	<u>1</u>

11. Related party transactions

The Company takes advantage of the FRS 102 (33.11) "Related Party Disclosures" exemption permitting it not to disclose transactions with Group undertakings where 100% of the voting rights are controlled within the Group and consolidated financial statements are prepared.

12. Ultimate parent undertaking

Swan Housing Finance Limited is a wholly owned subsidiary of Swan Housing Association Limited, which is the ultimate parent and ultimate controlling entity. Swan Housing Association Limited is the smallest and largest entity in the Group that produces consolidated financial statements. Swan Housing Association Limited is a registered provider under the Co-operative and Community Benefit Societies Act 2014. Consolidated financial statements of Swan Housing Association Limited can be obtained from the Company Secretary at Pilgrim House, High Street, Billericay, Essex, CM12 9XY.

13. Contingencies

As a member of a VAT group, whose representative member is Swan Housing Association Limited, the Company has joint and several liability for amounts owing which at 31 March 2020 were £265,759 (2019: £369,521).