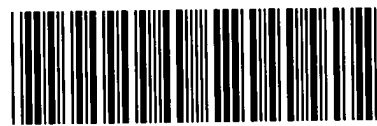


REGISTERED NUMBER: 03681755 (England and Wales)

Report of the Directors and
Audited Financial Statements for the Year Ended 31 May 2020
for
Time Broker Finance Limited

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for the Year Ended 31 May 2020

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Time Broker Finance Limited

Company Information
for the Year Ended 31 May 2020

DIRECTORS:

J M A Roberts
R I Smith

SECRETARY:

J Bodey

REGISTERED OFFICE:

2nd Floor, St James House
The Square
Lower Bristol Road
Bath
BA2 3BH

REGISTERED NUMBER:

03681755 (England and Wales)

AUDITORS:

Moore
Chartered Accountant & Statutory Auditor
30 Gay Street
Bath
BA1 2PA

Report of the Directors
for the Year Ended 31 May 2020

The directors present their report with the financial statements of the company for the year ended 31 May 2020.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of providing financial services to UK businesses and consumers.

DIVIDENDS

No dividends will be distributed for the year ended 31 May 2020.

FUTURE DEVELOPMENTS

Time Broker Finance Limited is part of the Asset Finance division of the Time Finance plc group ("the Group").

The Group intends to maintain its strategy of being a multi-product provider, operating a funding and broking model, with its own balance sheet funding focused on UK SMEs and serving a wide range of business sectors. Its risk policy will be to continue with a cautious approach to advancing credit and to maintain conservative impairment provisions.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 June 2019 to the date of this report.

J M A Roberts
R I Smith

FINANCIAL INSTRUMENTS

The company's financial instruments comprise cash and liquid resources, including receivables and payables that are also financial instruments that arise directly from operations. The main purpose of the financial instruments is to fund the company's operations. As a matter of policy, the company does not trade in financial instruments, nor does it enter into any derivative transactions. Further details on financial instruments are given in note 23 to these financial statements.

REVIEW OF BUSINESS

The Directors are satisfied with the performance for the period and position which are presented in the following pages.

GOING CONCERN

Covid-19 has had a significant impact on the business. However, due to the nature of the Group's trading, the Directors do not have any concerns over the key assumptions concerning the future and do not consider there to be any key sources of estimation uncertainty. The Group has ample headroom in its funding facilities and as such, the Directors are confident that the company can be supported by the Group and will continue to operate as a going concern.

Report of the Directors
for the Year Ended 31 May 2020

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

SECTION 172 STATEMENT

Section 172 of the Companies Act 2006 requires a director of a company to act in the way he or she considers, in good faith, would most likely promote the success of the company for the benefits of its members as a whole. In doing this s.172 requires a director to have regard, amongst other matters, to the:

- Likely consequences of any decisions in the long term;
- Interests of the company's employees;
- Need to foster the company's business relationships with suppliers, customers and others;
- Impact of the company's operations on the community and environment;
- Desirability of the company maintaining a reputation for high standards of business conduct; and
- Need to act fairly as between members of the company.

The Board receives regular training on their obligations as directors from advisors and on an ongoing basis from the Company Secretary. Board Papers are prepared with section 172 duties in mind, to ensure directors have all the relevant information required to enable them to properly reflect and consider the factors set out above in their decision making. The Board recognises that each decision made will not always result in a positive outcome for each of the company's stakeholders. However, by having good governance procedures in place for decision making, the Board does aim to make sure that its decisions maintain a high standard of business conduct.

DIRECTORS' INSURANCE AND INDEMNITIES

Throughout the year the company has maintained Directors' and Officers' liability insurance for the benefit of the company, the directors and its officers. The directors consider the level of cover appropriate for the business and will remain in place for the foreseeable future.

AUDITORS

The auditors, Moore, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:



.....
J M A Roberts - Director

Date: 5th February 2021

Statement of Directors' Responsibilities
for the Year Ended 31 May 2020

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 IFRS as adopted by the European Union and applicable law. The financial statements must, in accordance with IFRS as adopted by the European Union, present fairly the financial position and performance of the Company; such references in the UK Companies Act 2006 to such financial statements giving a true and fair view are references to their achieving a fair presentation. Under company law directors must not approve the financial statements unless they are satisfied that they give a true and fair view.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with IFRS as adopted by the European Union;
- 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 and Article 4 of the IAS Regulation. 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.

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

Report of the Independent Auditors to the Members of
Time Broker Finance Limited

Opinion

We have audited the financial statements of Time Broker Finance Limited (the 'company') for the year ended 31 May 2020 which comprise the Statement of Comprehensive Income, Statement of Financial Position, 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 101 'Reduced Disclosure Framework' (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 May 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' 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.

Conclusions relating to going concern

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

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

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors and the Statement of Directors' Responsibilities but does not include the financial statements and our Report of the Auditors 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 Report of the Directors.

We have nothing to report in respect of the following matters where 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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page four, 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 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.

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 a Report of the Auditors 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 Report of the Auditors.

Report of the Independent Auditors to the Members of
Time Broker Finance Limited

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 a Report of the Auditors 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.



M Powell (Senior Statutory Auditor)
for and on behalf of Moore
Chartered Accountant & Statutory Auditor
30 Gay Street
Bath
BA1 2PA

Date: 10/2/2021

Statement of Comprehensive Income
for the Year Ended 31 May 2020

	Notes	31.5.20 £	31.5.19 £
Revenue		6,758,515	8,013,435
Other income		<u>14,299</u>	<u>-</u>
TOTAL REVENUE	3	6,772,814	8,013,435
Cost of sales		<u>3,743,840</u>	<u>3,651,121</u>
GROSS PROFIT		3,028,974	4,362,314
Administrative expenses		<u>2,519,692</u>	<u>2,341,083</u>
OPERATING PROFIT		509,282	2,021,231
Interest receivable and similar income		<u>3,914</u>	<u>-</u>
		513,196	2,021,231
Interest payable and similar expenses	6	<u>38,796</u>	<u>24,000</u>
PROFIT BEFORE TAXATION	7	474,400	1,997,231
Tax on profit	8	<u>(4,361)</u>	<u>396,743</u>
PROFIT FOR THE FINANCIAL YEAR		478,761	1,600,488
OTHER COMPREHENSIVE INCOME		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>478,761</u>	<u>1,600,488</u>

The notes form part of these financial statements

Statement of Financial Position
31 May 2020

	Notes	31.5.20 £	£	31.5.19 £	£
ASSETS					
FIXED ASSETS					
Owned					
Intangible assets	10		51,548		72,874
Tangible assets	11		20,249		32,732
Right-of-use					
Tangible assets	11, 19		<u>169,222</u>		<u>-</u>
			241,019		105,606
CURRENT ASSETS					
Debtors: amounts falling due within one year	12	14,932,619		16,521,853	
Debtors: amounts falling due after more than one year	12	18,675,926		21,320,834	
Cash at bank and in hand		<u>353,143</u>		<u>169,318</u>	
			<u>33,961,688</u>		<u>38,012,005</u>
			<u>34,202,707</u>		<u>38,117,611</u>
CAPITAL, RESERVES AND LIABILITIES					
CAPITAL AND RESERVES					
Called up share capital	13	264,400		264,400	
Retained earnings	14	<u>8,059,795</u>		<u>7,581,034</u>	
SHAREHOLDERS' FUNDS					
			8,324,195		7,845,434
PROVISIONS FOR LIABILITIES					
	15		2,195		6,556
CREDITORS					
Amounts falling due within one year	16	17,907,542		19,660,415	
Amounts falling due after more than one year	17	<u>7,968,775</u>		<u>10,605,206</u>	
			<u>25,876,317</u>		<u>30,265,621</u>
			<u>34,202,707</u>		<u>38,117,611</u>

The notes form part of these financial statements

Time Broker Finance Limited (Registered number: 03681755)

Statement of Financial Position - continued
31 May 2020

The financial statements were approved and authorised for issue by the Board of Directors and authorised

for issue on 5th February 2021 and were signed on its behalf by:

A handwritten signature in black ink, appearing to read 'J M A Roberts', enclosed within a circular scribble.

.....
J M A Roberts - Director

The notes form part of these financial statements

Statement of Changes in Equity
for the Year Ended 31 May 2020

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 June 2018	264,400	6,786,163	7,050,563
Changes in equity			
Dividends	-	(805,617)	(805,617)
Total comprehensive income	-	<u>1,600,488</u>	<u>1,600,488</u>
Balance at 31 May 2019	<u>264,400</u>	<u>7,581,034</u>	<u>7,845,434</u>
Changes in equity			
Total comprehensive income	-	<u>478,761</u>	<u>478,761</u>
Balance at 31 May 2020	<u>264,400</u>	<u>8,059,795</u>	<u>8,324,195</u>

Notes to the Financial Statements
for the Year Ended 31 May 2020

1. STATUTORY INFORMATION

With effect from 9 December 2020, the name of the Company was changed from 1pm (UK) Limited to Time Broker Finance Limited.

Time Broker Finance Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The functional currency is British pounds. These are standalone financial statements.

Due to the nature of the company's trading the directors do not have any concerns over the key assumptions concerning the future and do not consider there to be any key sources of estimation uncertainty. There are net current liabilities of £3.0m as at the balance sheet date, of which £6.7m is payable to Group companies. This is deemed to be a timing issue and the company is cash generative. The Group also has ample headroom in its funding facilities and as such, the Directors are confident that the company can be supported by the Group if required and will continue to operate as a going concern.

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases;
the requirements of paragraph 58 of IFRS 16;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1; and
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group;
- the requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairments of Assets.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

2. **ACCOUNTING POLICIES - continued**

Principal activity and nature of activities

The principal activity in the year under review was that of providing equipment lease rental and loan finance to UK businesses.

Revenue recognition and leased assets

Assets leased to customers on finance leases are recognised in the Statement of Financial Position at the amount of the company's net investment in the lease. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the company's net investment outstanding in respect of the leases. Document fees and secondary rentals are accounted for when receivable.

Loans are recognised when cash is advanced to borrowers. Loans are carried at their unpaid principal balances. Loan interest is allocated to accounting periods so as to reflect a constant periodic rate of return on the company's net investment outstanding in respect of the loans. Document fees are spread over the life of the agreement.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Improvements to property	- in accordance with the property
Fixtures & Fittings	- 25% on cost
Computer Equipment	- 25% on cost
Right-of-Use Assets	- In accordance with the term of the lease agreement

All property, plant and equipment are shown at cost less subsequent depreciation and impairment, if any.

Intangible assets

Amortisation is provided at the following annual rates in order to write off each asset over its estimated useful life, which are considered to be finite.

Computer software	- 25% on cost
-------------------	---------------

Amortisation is recognised within administrative expenses. For amounts, see note 7.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

2. ACCOUNTING POLICIES - continued

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the Statement of Financial Position date.

Deferred income tax is recognised on temporary difference arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax assets is realised, or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary difference can be utilised.

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associated and joint arrangements, except for deferred income tax liability where the timing of the reversal of the temporary difference will not reverse in the foreseeable future. Generally, the company is unable to control the reversal of the temporary difference for associates. Only when there is an agreement in place that gives the company the ability to control the reversal of the temporary difference not recognised.

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint arrangements only to the extent that it is probable that the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balance on a net basis.

Accounting standards issued but not yet effective

There are currently no standards issued which will have a material impact on the company.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

2. ACCOUNTING POLICIES - continued

Accounting standards adopted in the year - Leases

These annual results are the first to be reported under the new IFRS 16 'Leases' which addresses the recognition of leases on the balance sheet. The standard eliminates the distinction between operating and finance leases, and results in operating leases being treated as finance leases. The lease liability is initially recognised at the present value of the lease payments which have not yet been made and subsequently measured under the amortised cost method. The initial cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, lease payments made prior to the lease commencement date, initial direct costs and the estimated costs of removing or dismantling the underlying asset per the conditions of the contract.

Where ownership of the right-of-use asset transfers to the lessee at the end of the lease term, the right-of-use asset is depreciated over the asset's remaining useful life. If ownership of the right-of-use asset does not transfer to the lessee at the end of the lease term, depreciation is charged over the shorter of the useful life of the right-of-use asset and the lease term.

IFRS 16 has been applied using the modified retrospective approach; accordingly, the comparative information presented for the period ending May 2019 has not been restated. The practical expedients permitted by IFRS 16 of not recognising right-of-use assets and liabilities for leases with less than 12 months of lease term remaining has also been applied.

A weighted average rate of 5.0% has been applied reflecting the average cost of borrowing rate at 1 June 2019. This has been applied to the lease liability balance recognised in the statement of financial position at the date of initial application.

Employee benefit costs

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the income statement in the period to which they relate.

Funding payables and cost of sales

Finance received from funding providers is classified as payables in the Statement of Financial Position. Payments to the funding providers contain a capital element which reduces the payable and an interest charge is debited to the cost of sales using the sum of digits method. Due to the relatively short term of the funding payables the directors are satisfied that this method of apportioning interest is not materially different to the effective interest method.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

2. ACCOUNTING POLICIES - continued

Impairment of financial assets

Expected credit losses are recognised under IFRS 9 where the credit loss provision is measured and recognised in accordance with the expected credit loss ("ECL") model. The IFRS 9 impairment model introduces a three-stage approach:

Stage 1 includes financial instruments that have not had a significant increase in credit risk since initial recognition or that have low credit risk at the reporting date. For these assets, 12-month expected credit losses (that is, expected losses arising from the risk of default in the next 12 months) are recognised.

Stage 2 includes financial instruments that have had a significant increase in credit risk since initial recognition but are not credit impaired. For these assets' lifetime ECLs (that is, expected losses arising from the risk of default over the life of the financial instrument) are recognised.

Stage 3 consists of financial assets that are credit impaired, which is when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred. For these assets, lifetime ECLs are also recognised.

Historical experience, external indicators and forward-looking information are used to calculate expected credit losses. For detail of IFRS 9 calculations refer to note 24.

Provision for specific debts

Provision is made for receivables in arrears after taking into account expected recovery proceeds. All outstanding amounts on receivable contracts passed to collection agents are written off net of the expected subsequent recovery proceeds.

3. TURNOVER

Segmental reporting

The company has one business segment to which all revenue, expenditure, assets and liabilities relate.

Other income

Other income includes government grants claimed under the Job Retention Scheme.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

4. EMPLOYEES AND DIRECTORS

	31.5.20	31.5.19
	£	£
Wages and salaries	655,351	660,152
Social security costs	63,400	64,365
Other pension costs	<u>28,704</u>	<u>16,312</u>
	<u>747,455</u>	<u>740,829</u>

The average number of employees during the year was as follows:

	31.5.20	31.5.19
Operational	<u>27</u>	<u>25</u>

Directors are paid out of the parent company - Time Finance PLC.

5. EXCEPTIONAL ITEMS

Exceptional items relate to restructuring costs and compensation for loss of office of £2,451 (2019: £13,426) and an adjustment relating to IFRS 15 of £116,166 (2019: nil).

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	31.5.20	31.5.19
	£	£
Bank loan interest	26,165	24,000
Interest payable	<u>12,631</u>	<u>-</u>
	<u>38,796</u>	<u>24,000</u>

7. PROFIT BEFORE TAXATION

The profit before taxation is stated after charging:

	31.5.20	31.5.19
	£	£
Depreciation - owned assets	28,184	39,865
Computer software amortisation	33,062	27,118
Auditors' remuneration	10,200	9,600
Management charge	<u>1,030,176</u>	<u>931,087</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

8. **TAXATION**

Analysis of tax (income)/expense

	31.5.20 £	31.5.19 £
Current tax:		
Tax	-	399,377
Deferred tax	<u>(4,361)</u>	<u>(2,634)</u>
Total tax (income)/expense in statement of comprehensive income	<u><u>(4,361)</u></u>	<u><u>396,743</u></u>

Factors affecting the tax expense

The tax assessed for the year is lower (2019 - higher) than the standard rate of corporation tax in the UK. The difference is explained below:

	31.5.20 £	31.5.19 £
Profit before income tax	<u>474,400</u>	<u>1,997,231</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	90,136	379,474
Effects of:		
Permanent timing differences	-	17,269
Group relief	<u>(94,497)</u>	<u>-</u>
Tax (income)/expense	<u><u>(4,361)</u></u>	<u><u>396,743</u></u>

Corporation tax is calculated at 19.0% (2019: 19.9%) of the estimated assessable profit for the year.

9. **DIVIDENDS**

	31.5.20 £	31.5.19 £
Ordinary shares of £1 each		
Final	<u>-</u>	<u>805,617</u>

Dividends are payable to Time Finance Plc.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

10. **INTANGIBLE FIXED ASSETS**

	Computer software £
COST	
At 1 June 2019	129,084
Additions	<u>11,736</u>
At 31 May 2020	<u>140,820</u>
AMORTISATION	
At 1 June 2019	56,210
Amortisation for year	<u>33,062</u>
At 31 May 2020	<u>89,272</u>
NET BOOK VALUE	
At 31 May 2020	<u><u>51,548</u></u>
At 31 May 2019	<u><u>72,874</u></u>

11. **TANGIBLE FIXED ASSETS**

	Right-of-Use Assets £	Improvements to property £	Fixtures and fittings £	Equipment £	Totals £
COST					
At 1 June 2019	-	180,506	39,471	338,729	558,706
Adoption of IFRS 16	252,614	-	-	-	252,614
Additions	<u>-</u>	<u>-</u>	<u>-</u>	<u>15,701</u>	<u>15,701</u>
At 31 May 2020	<u>252,614</u>	<u>180,506</u>	<u>39,471</u>	<u>354,430</u>	<u>827,021</u>
DEPRECIATION					
At 1 June 2019	-	179,318	35,550	311,106	525,974
Charge for year	<u>83,392</u>	<u>1,056</u>	<u>2,820</u>	<u>24,308</u>	<u>111,576</u>
At 31 May 2020	<u>83,392</u>	<u>180,374</u>	<u>38,370</u>	<u>335,414</u>	<u>637,550</u>
NET BOOK VALUE					
At 31 May 2020	<u><u>169,222</u></u>	<u><u>132</u></u>	<u><u>1,101</u></u>	<u><u>19,016</u></u>	<u><u>189,471</u></u>
NET BOOK VALUE					
At 31 May 2019	<u><u>-</u></u>	<u><u>1,188</u></u>	<u><u>3,921</u></u>	<u><u>27,623</u></u>	<u><u>32,732</u></u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

12. DEBTORS

	31.5.20 £	31.5.19 £
Amounts falling due within one year:		
Trade receivables	9,188,632	10,439,937
Amounts owed by group undertakings	4,177,377	4,024,195
Other receivables	1,329,753	1,772,933
Tax	125,000	-
VAT	-	119,979
Prepayments and accrued income	111,857	164,809
	<u>14,932,619</u>	<u>16,521,853</u>
 Amounts falling due after more than one year:		
Trade receivables	<u>18,675,926</u>	<u>21,320,834</u>
 Aggregate amounts	<u>33,608,545</u>	<u>37,842,687</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

12. DEBTORS - continued

Trade receivables wholly represent finance lease and loan receivables.

	31.05.20	31.05.19
	£	£
Gross receivables from finance leases and loans	34,351,345	40,115,868
Unearned future finance income on finance leases and loans	<u>(6,486,787)</u>	<u>(8,355,097)</u>
Net investment in finance leases and loans	<u>27,864,558</u>	<u>31,760,771</u>

The cost of assets acquired for the purpose of leasing under finance leases was £9,876,000 (2019: £12,004,000).

All amounts are secured on the asset to which they relate. No other assets are past due or impaired.

Included within Cost of Sales are impairment losses in the sum of £362,269 (2019: £607,551).

Movement in the allowance for doubtful debts

	2020	2019
	£'000	£'000
Opening balance	666	757
Increase/(decrease) in provision	484	(91)
Balance as at 31 May	1,150	666

13. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:			
Number:	Class:	Nominal value:	
			31.5.20 31.5.19
			£ £
264,400	Ordinary	£1	<u>264,400</u> <u>264,400</u>

Each share carries the entitlement to one vote.

As at 31 May 2020 the company had 264,400 authorised, allotted, issued and fully paid Ordinary £1 shares, amounting to £264,400 share capital.

14. RESERVES

The movements in share capital and reserves are shown in the Statement of Changes in Equity.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

15. PROVISIONS FOR LIABILITIES

	31.5.20	31.5.19
	£	£
Deferred tax	<u>2,195</u>	<u>6,556</u>
		Deferred tax
		£
Balance at 1 June 2019		6,556
Credit to Statement of Comprehensive Income during year		<u>(4,361)</u>
Balance at 31 May 2020		<u>2,195</u>

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.5.20	31.5.19
	£	£
Other loans (see note 18)	800,000	619,479
Trade payables	9,796,735	11,665,329
Lease liabilities	83,385	-
Amounts owed to group undertakings	6,653,369	7,073,414
Tax	-	30,661
Social security and other taxes	14,038	20,246
VAT	350,579	-
Other payables	161,006	215,344
Accrued expenses	<u>48,430</u>	<u>35,942</u>
	<u>17,907,542</u>	<u>19,660,415</u>

Trade payables wholly represent funding payables, which are secured on the value of the finance leases.

The Trade payables figure is made up of numerous funding blocks that are repaid by monthly instalments. The length of the repayment term at inception varies from 12 to 48 months and interest rates from 4.6% to 7.0%.

The company's banking facilities are secured by a mortgage debenture, dated 7 December 2007 incorporating a fixed and floating charge over all current and future assets of the company.

17. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31.5.20	31.5.19
	£	£
Trade payables	7,878,959	10,605,206
Lease liabilities	<u>89,816</u>	<u>-</u>
	<u>7,968,775</u>	<u>10,605,206</u>

Trade payables are secured over the leased assets to which it relates.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

18. FINANCIAL LIABILITIES - BORROWINGS

	31.5.20 £	31.5.19 £
Current:		
Other loans	<u>800,000</u>	<u>619,479</u>

Terms and debt repayment schedule

	31.5.20 £	31.5.19 £
1 year or less		
Other loans	<u>800,000</u>	<u>619,479</u>

The company's banking facilities are secured by a mortgage debenture, dated 7 December 2007 incorporating a fixed and floating charge over all current and future assets of the Company.

19. LEASING

a) This note provides information for leases where the company is a lessee.

The company leases office premises and some office equipment on lease hire.

	Leasehold Property £	Other £	Total £
Right-of-use assets			
Balance at 1 June 2019	202,598	50,016	252,615
Additions	-	-	-
Depreciation charge for the year	63,978	19,413	83,392
Balance at 31 May 2020	<u>141,899</u>	<u>31,302</u>	<u>173,201</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

19. **LEASING – continued**

Lease Liabilities

	Leasehold Property £	Other £	Total £
Discounted future cash flows			
Not later than one year	63,735	19,650	83,385
Later than one year and not later than five years	78,164	11,652	89,816
Later than five years	-	-	-
Total discounted future cash flows	<u>141,899</u>	<u>31,302</u>	<u>173,201</u>
Current lease liabilities	63,735	19,650	83,385
Non-current lease liabilities	78,164	11,652	89,816

	Leasehold Property £	Other £	Total £
Amounts recognised in the Income Statement			
Interest on lease liabilities	10,130	2,501	12,631
Depreciation charge for right-of-use assets	63,978	19,413	83,392
Lease expense	-	-	-

Amounts recognised consolidated statement of cash flows

	31.5.20 £
Total cash outflow for leases	<u>92,045</u>

b) This note provides information for leases where the company is a lessor. The company is a lessor providing leases for business to acquire vital equipment to support growth.

Finance lease receivables

The company has the following net investment in finance leases:

	31.5.20 £	31.5.19 £
Within 1 year	8,062,330	8,353,112
More than 1 year but less than 5 years	16,386,714	16,977,729
Total	<u>24,449,044</u>	<u>25,330,841</u>

Amounts recognised in the Income Statement

	31.5.20 £	31.5.19 £
Finance leases - finance income on the net investment in the lease	<u>4,501,036</u>	<u>5,021,123</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

20. ULTIMATE PARENT COMPANY

The company's immediate and ultimate parent company is Time Finance plc. The consolidated group financial statements can be obtained from 2nd Floor, St James House, The Square, Lower Bristol Road, Bath, BA2 3BH.

21. TRANSACTIONS WITH DIRECTORS

A director of the company, R Russell, is also a director and 25% shareholder of UK Private Healthcare Ltd ('UKPHL'). At the year end, loans amounting to £600,000 were outstanding to UKPHL (2019: £600,000) and included in current liabilities. Interest is charged at 4% per annum (2019: 4%) and the loan is repayable with 3 months' notice. Interest paid in the year was £33,173 (2019: £24,000) based on a higher balance outstanding for most of the year before £300,000 was repaid prior to the financial year end.

22. EVENTS AFTER THE REPORTING PERIOD

Dividends

The parent company, Time Finance PLC, paid a final dividend in December 2019 of £498,317 being 0.56 pence per Ordinary £0.10 share relating to the financial year ending 31 May 2019.

Due to the impact of Covid-19, the payment of the interim dividend that was due to be paid on 12 May 2020 was and remains deferred. Due to the ongoing impact of Covid-19, the Directors continue to adopt a prudent approach to dividends and any recommendation in respect of a final dividend for the financial year ended 31 May 2020 has also been deferred until January 2021 when the trading results for the first half of the current financial year will be known.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

23. FINANCIAL INSTRUMENTS

The company's financial instruments comprise cash and liquid resources, including receivables and payables that are also financial instruments that arise directly from operations. The main purpose of the financial instruments is to fund the company's operations. As a matter of policy, the company does not trade in financial instruments, nor does it enter into any derivative transactions.

The operations of the group have principally been financed to date through the funds raised on the placing of shares on the Alternative Investment Market and block funding payables. The company has an overdraft facility in place with the company's bank of £250,000 (2019: £250,000).

The company's main objectives for the management of capital are; to ensure there is sufficient cash available to be able to provide finance to customers, and to be able to pay debts as they fall due. The forms of debt managed by the company are the block funding and bank overdraft facilities. The company is not subject to any externally imposed capital requirements from these finance providers.

Working capital requirements are constantly monitored including the interest rates from the key providers of block funding finance.

The main risks to the company, and the policies adopted by the directors to minimise the effects on the group are as follows:

Credit risk - The directors believe that credit risk is limited due to debts being spread over a large number of receivables. No individual receivable poses a significant risk. Individual receivables and company debt collection procedures are continually assessed.

Interest rate and liquidity risk - All of the company's cash balances and short-term deposits are held in such a way that the correct balance of access to working capital and a competitive rate of interest is achieved. If market interest rates had been higher/lower with all other variables held constant, post-tax profits would not be materially affected.

Categories of financial instruments	31.5.20	31.5.19
	£'000	£'000
Financial assets		
Cash and bank balances	353	169
Net trade receivables	27,865	31,761
Financial liabilities		
Net trade payables and borrowings	18,476	22,890

Liquidity and interest risk table	Within 1 year	More than 1 year but less than 2 years	More than 2 years but less than 5 years	Total	Net carrying value
	£'000	£'000	£'000	£'000	£'000
2020					
Gross trade payables	10,634	5,388	2,784	18,806	17,676
Borrowings	832	-	-	832	800

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

23. FINANCIAL INSTRUMENTS - continued

Liquidity and interest risk table	Within 1 year £'000	More than 1 year but less than 2 years £'000	More than 2 years but less than 5 years £'000	Total £'000	Net carrying value £'000
2019					
Gross trade payables	11,665	8,392	3,361	23,418	22,271
Borrowings	638	-	-	638	619

Gross trade payables include future expected interest over the life of the creditor.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

24. CREDIT RISK PROVISION

Under IFRS 9, impairment provisions are recognised on the inception of any lending based on the probability of expected default and the typical loss arising on defaults, in effect the recognition of impairment on client receivables through an expected loss model.

As at 31 May 2020, the company reported bad debt impairment provisions of £1,150k (2019: £666k).

Credit Risk Provision	£'000
Opening credit risk provision at 31 May 2019	666
Increase in the provision measured at an amount equal to 12 months ECLs	66
Increase in the provision measured at an amount equal to lifetime ECLs	239
Increase in the provision for assets that were credit impaired at the reporting date	178
Credit risk provision as at 31 May 2020	1,150

The Group considers the probability of default upon initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information, especially incorporating the following indicators; internal credit ratings, external credit ratings, actual or expected significant changes in the borrower's circumstances or their related business and financial or economic conditions. In addition to this, macroeconomic forecasts such as changes in interest rates, GDP and inflation, Brexit forecasts and The Finance and Leasing Association forecasts are incorporated as part of the Group's internal rating model.

The provision for Stage 1, the performing category, is based on the Expected Credit Loss (ECL) associated with the probability of default on the agreement in the next 12 months, unless there has been a significant increase in credit risk of the lease or loan since origination.

The Group assumes there has been a significant increase in credit risk if outstanding amounts on the agreement exceed 30 days, in line with the presumption in IFRS 9. All agreements in this category fall into Stage 2, whereby a lifetime ECL is recognised.

The Group defines a default as an agreement which has payments owing greater than 90 days. A non-performing agreement is an agreement which is credit impaired and has been passed over to the Group's legal department. These agreements typically have a trigger event which has detrimentally affected future cash flows. For these assets a lifetime ECL is recognised.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. Where an asset has been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, they are recognised in the Income Statement.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2020

24. CREDIT RISK PROVISION - continued

The initial stage of the ECL calculation is done by looking at the probability of default ("PD") multiplied by the Loss Given Default ("LGD"). The PD and LGD are calculated by looking at historical default and write off data. The company grouped the data into "buckets" that are most reflective of the Group's credit risk areas, namely; Soft Assets, Hard Assets, Loans and Invoice Finance. These are then further analysed by industry so as to isolate and measure any industry specific risks.

A summary of the assumptions underpinning the company's expected credit loss model is as follows:

Stage	Definition of stage	Basis for recognition of expected credit loss provision
Performing	Customers have a low risk of default and a strong capacity to meet contractual cash flows.	12 month expected losses
Underperforming	Losses for which there is an increase in credit risk. An increase in credit risk is where outstanding amounts on the agreement exceed 30 days.	Lifetime expected losses
Non-performing	Interest and/or principal repayments are 90 days overdue, and significant increase in credit risk.	Lifetime expected losses

The company allocates into each stage using an internal risk rating and assesses credit losses on a collective basis.

At 31 May 2020	ECL rate %	Basis for recognition of ECL provision	Credit loss provision £'000
Performing	1%	12-month ECL	251
Underperforming	6%	Lifetime ECL	306
Non-performing	20%	Lifetime ECL	593
Total			1,150

At 31 May 2019	ECL rate %	Basis for recognition of ECL provision	Credit loss provision £'000
Performing	1%	12-month ECL	185
Underperforming	5%	Lifetime ECL	66
Non-performing	13%	Lifetime ECL	415
Total			666

24. CREDIT RISK PROVISION - continued

The percentages applied above are based on the company's historical performance as well as the internal and forward-looking information detailed above. The company's assets are characterised by multiple, small deals which are secured by assets, personal guarantees and debentures. Historically the company's internal credit and legal departments recover approximately 67% to 75% of all non-performing agreements, therefore accurately reflecting the ECLs above.