

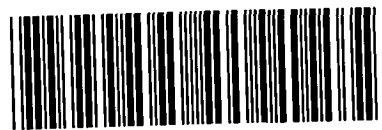
**SANTANDER ASSET FINANCE (DECEMBER)  
LIMITED**

**Registered in England and Wales  
Company Number 01562865**

**ANNUAL REPORT AND FINANCIAL  
STATEMENTS**

**FOR THE YEAR ENDED  
31 DECEMBER 2018**

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## STRATEGIC REPORT

The Directors submit the strategic report together with their Report of the Directors and the audited financial statements for the year ended 31 December 2018.

### Business Review and principal activities

The principal activity of Santander Asset Finance (December) Limited (the "Company") is that of lessors and financiers of assets for the corporate sector.

Santander Asset Finance (December) Limited (the "Company") made a profit for the year of £7,537,546 (2017: £3,893,995).

On the 5th June 2019 the Corporate and Commercial Banking Division of Santander UK Group Holdings announced the intention to cease writing new business through the Santander Asset Finance legal entities. The Company will continue to service its existing book of business but will cease to write new business during the course of 2019.

The Santander UK Group Holdings plc group (the "HoldCo Group") manages its operations on a divisional basis. For this reason, the Company's Directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the divisions of Santander UK Group Holdings plc group, which include the Company, are discussed in the HoldCo Group's Annual Report which does not form part of this Report (the Company's Annual Report and Financial Statements).

The purpose of this Report is to provide information to the members of the Company and as such it is only addressed to those members. Nothing in this Report should be construed as a profit forecast.

### Principal risks and uncertainties facing the Company

The Company's principal risks and uncertainties together with the processes that are in place to monitor and mitigate those risks where possible can be found in note 3 to the financial statements.

On behalf of the Board



S Affleck  
Director  
30 September 2019

Registered Office Address: Carlton Park, Narborough, Leicester LE19 0AL

## REPORT OF THE DIRECTORS

The Directors submit their report together with the strategic report and audited financial statements for the year ended 31 December 2018.

### Principal activities

The principal activities of Santander Asset Finance (December) Limited (the "Company") is that of lessors and financiers of assets for the corporate sector.

### Results and dividends

The profit for the year amounted to £7,537,546 (2017: £3,893,995). The Directors do not recommend the payment of a final dividend (2017: £nil).

### Post Balance Sheet events

There are no Post Balance Sheet events.

### Likely future developments

On the 5th June 2019 the Corporate and Commercial Banking Division of Santander UK Group Holdings announced the intention to cease writing new business through the Santander Asset Finance legal entities. The Company will continue to service its existing book of business but will cease to write new business during the course of 2019.

### Directors

The Directors who served throughout the year and to the date of this report were as follows:

S Affleck	
G Ashworth	(resigned 28 June 2019)
A M Konter	(resigned 23 July 2019)
D J Layhe	(appointed 17 September 2019)
H Reindl	(appointed 5 August 2019)

### Statement of Directors' responsibilities in respect of the financial statements

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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 IFRSs as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

### Qualifying third party indemnities

Enhanced indemnities are provided to the Directors of the Company by Santander UK Group Holdings plc against liabilities and associated costs which they could incur in the course of their duties to the Company. All of the indemnities remain in force as at the date of this Annual Report and financial statements. A copy of each of the indemnities is kept at the registered office address of Santander UK Group Holdings plc.

## REPORT OF THE DIRECTORS (continued)

### Financial Instruments

The Company's risks are managed on a group level by Santander UK Group Holdings plc.

The financial risk management objectives and policies of the HoldCo Group; the policy for hedging each major type of forecasted transaction for which hedge accounting is used; and the exposure of the HoldCo Group to price risk, credit risk, liquidity risk and cash-flow risk are outlined in the HoldCo Group financial statements.

The class of asset most exposed to credit risk in the Company is trade and other receivables. Credit risk is mitigated by security over the borrower's assets and is monitored on a revolving basis and subject to an annual or more frequent review. All customer exposure is to corporate and small and medium sized businesses and all balances are secured by charges over assets being financed such as properties and vehicles.

The Company is financed by loans from its immediate parent company (Santander Asset Finance plc). The funding has no fixed repayment date and is therefore repayable on demand, which creates uncertainty in respect of the future funding position of the Company. This risk is mitigated by the fact that the board of Directors of Santander UK plc, has confirmed that the funding will remain in place for the foreseeable future.

Further disclosures regarding principal and financial risk management objectives and policies and the Company's exposure to principal and financial risks can be found in note 3 to the financial statements.

### Statement of going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. The financial position of the Company, its cash flows, liquidity position and borrowing facilities are set out in the financial statements. In addition, note 3 to the financial statements includes the Company's objectives, policies and processes for managing its financial risk management objectives and its exposures to credit risk, market risk, liquidity risk and other risks.

The Company is part of the HoldCo group. The Company has net current liabilities and is reliant on other companies in the Santander UK Group Holdings plc group for a significant proportion of its funding. The Company is expected to continue to generate positive cash flows on its own account for the foreseeable future. The Company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent (Santander UK Group Holdings plc) and its fellow subsidiaries.

The Board of Santander UK plc has confirmed that it is a going concern and that it will provide funding to the Company for the foreseeable future.

The Directors, having assessed the responses of the Directors of the parent company's parent (Santander UK plc) to their enquiries have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of HoldCo group to continue as a going concern or its ability to continue with the current banking arrangements.

On the basis of their assessment of the Company's financial position and of the enquiries made of the Directors of Santander UK plc, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for at least the period of 12 months from the date the financial statements are authorised for issue. Accordingly, they continue to adopt the going concern basis of accounting in preparing the Annual Report and Financial Statements.

### Statement of disclosure of information to auditors

Each of the Directors as at the date of approval of this report has confirmed that:

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

### Independent auditors

PricewaterhouseCoopers LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the Company's forthcoming annual general meeting.

On behalf of the Board



Stephen Affleck

Director

30 September 2019

Registered Office Address: Carlton Park, Narborough, Leicester LE19 0AL

# Independent auditors' report to the members of Santander Asset Finance (December) Limited

## Report on the audit of the financial statements

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### Opinion

In our opinion, Santander Asset Finance (December) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements; included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2018; the income statement, the cash flow statement, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Independence*

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

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### Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- 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.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

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### Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Report of the Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

# Independent auditors' report to the members of Santander Asset Finance (December) Limited

## *Strategic Report and Report of the Directors*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Report of the Directors for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Report of the Directors.

## Responsibilities for the financial statements and the audit

### *Responsibilities of the Directors for the financial statements*

As explained more fully in the Statement of Directors' responsibilities in respect of the financial statements, set out on page 2, the Directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Directors are also responsible for such internal control as they 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.

### *Auditors' responsibilities for the audit of the financial statements*

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### *Use of this report*

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.

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## Other required reporting

### Companies Act 2006 exception reporting

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 by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Liam Thompson-Clarke (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
30 September 2019

## INCOME STATEMENT

For the year ended 31 December 2018

	Note	2018 £	2017 £
Revenue	4	29,804,339	28,627,031
Cost of sales		(20,413,009)	(25,968,177)
<b>GROSS PROFIT</b>		<b>9,391,330</b>	<b>2,658,854</b>
Administrative expenses		(292,313)	(242,955)
Net recoveries from asset impairments		66,082	-
(Loss) / gain on disposal of operating leases		(67,823)	5,569,363
<b>PROFIT FROM OPERATIONS</b>	5	<b>9,097,276</b>	<b>7,985,262</b>
Finance costs	6	(2,566,339)	(2,367,660)
<b>PROFIT BEFORE TAX</b>		<b>6,530,937</b>	<b>5,617,602</b>
Tax	7	1,006,609	(1,723,607)
<b>PROFIT FOR THE YEAR</b>		<b>7,537,546</b>	<b>3,893,995</b>

All profits during the year were generated from continuing operations.

There is no comprehensive income or expense in either the current or previous financial year other than the profit for the current and previous year as set out in the Income Statement, therefore a separate Statement of Comprehensive Income has not been presented.

The accompanying notes form an integral part of the Financial Statements.

## STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2018

	Issued share capital	Retained earnings	Total equity
	£	£	£
Balance at 1 January 2018	100	48,961,692	48,961,792
Profit for the year	-	7,537,546	7,537,546
Adoption of IFRS 9 (note 18)	-	(224,607)	(224,607)
Balance at 31 December 2018	<u>100</u>	<u>56,274,631</u>	<u>56,274,731</u>

	Issued share capital	Retained earnings	Total equity
	£	£	£
Balance at 1 January 2017	100	45,067,697	45,067,797
Profit for the year	-	3,893,995	3,893,995
Balance at 31 December 2017	<u>100</u>	<u>48,961,692</u>	<u>48,961,792</u>

The accompanying notes form an integral part of the Financial Statements.



**BALANCE SHEET**

At 31 December 2018

	Note	2018 £	2017 £
<b>ASSETS</b>			
<b>NON CURRENT ASSETS</b>			
Operating lease assets	8	67,160,977	70,592,269
Trade and other receivables	9	18,786,231	23,641,026
Deferred tax asset	14	7,795,279	8,680,260
		<u>93,742,487</u>	<u>102,913,555</u>
<b>CURRENT ASSETS</b>			
Trade and other receivables	9	15,325,339	19,644,959
<b>TOTAL ASSETS</b>		<u>109,067,826</u>	<u>122,558,514</u>
<b>LIABILITIES</b>			
<b>CURRENT LIABILITIES</b>			
Trade and other payables	13	(44,190,265)	(63,049,615)
Corporation tax		(8,602,830)	(10,547,107)
<b>TOTAL LIABILITIES</b>		<u>(52,793,095)</u>	<u>(73,596,722)</u>
<b>NET ASSETS</b>		<u>56,274,731</u>	<u>48,961,792</u>
<b>EQUITY</b>			
<b>ISSUED CAPITAL AND RESERVES</b>			
Issued share capital	15	100	100
Retained earnings		56,274,631	48,961,692
<b>TOTAL EQUITY</b>		<u>56,274,731</u>	<u>48,961,792</u>

The accompanying notes form an integral part of the Financial Statements.

The financial statements on pages 6 to 27 were approved by the Board of Directors and signed on its behalf by:



S Affleck  
Director  
30 September 2019

## CASH FLOW STATEMENT

For the year ended 31 December 2018

	2018 £	2017 £
Profit for the year	7,537,546	3,893,995
<b>NON-CASH ADJUSTMENTS</b>		
Depreciation	19,694,850	25,820,262
Loss/ (profit) on disposal of operating lease	67,823	(5,569,363)
Fair value adjustments arising from IFRS 9	(224,607)	-
Tax (credit)/ charge	(1,059,295)	1,723,607
Operating lease asset impairment write back	-	(11,290,737)
Decrease in trade and other receivables	9,174,415	35,717,636
(Decrease)/ increase in trade payables	(355,582)	85,217
Increase/ (decrease) in accruals	319,474	(827,999)
	<u>27,617,078</u>	<u>45,658,623</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>35,154,624</b>	<b>49,552,618</b>
Interest paid to parent undertakings	(2,566,339)	(2,367,660)
Management charges paid to parent undertakings	(267,757)	(242,955)
	<u>(2,834,096)</u>	<u>(2,610,615)</u>
<b>NET CASH FLOWS GENERATED FROM OPERATING ACTIVITIES</b>	<b>32,320,528</b>	<b>46,942,003</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payments to acquire operating lease assets	(29,512,360)	(25,561,395)
Receipts from sale of operating lease assets	13,180,978	17,263,158
<b>NET CASH FLOWS USED IN INVESTING ACTIVITIES</b>	<b>(16,331,382)</b>	<b>(8,298,237)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Cash advances to parent undertakings	(15,989,146)	(38,643,766)
<b>NET CASH FLOWS USED IN FINANCING ACTIVITIES</b>	<b>(15,989,146)</b>	<b>(38,643,766)</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>-</b>	<b>-</b>
Cash and cash equivalents at start of year	-	-
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	<b>-</b>	<b>-</b>

The accompanying notes form an integral part of the Financial Statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

### 1. ACCOUNTING POLICIES

The principal accounting policies adopted in the presentation of the Financial Statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### General information

The Company is a limited company, with its liability limited by shares. The company is incorporated and domiciled in the United Kingdom and is part of a European listed group whose ultimate parent is Banco Santander SA. The registered office address of the Company is Carlton Park, Narborough, Leicester LE19 0AL.

#### Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and IFRS Interpretations Committee (IFRS IC) interpretations as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRS.

The functional and presentation currency of the Company is Sterling.

#### Going concern

The Financial Statements have been prepared on a going concern basis using the historical cost convention. An assessment of the appropriateness of the adoption of the going concern basis of accounting is disclosed in the Directors' statement of going concern set out in the Report of the Directors.

#### Recent accounting developments

On 1 January 2018, the Company adopted IFRS 9 'Financial Instruments' (IFRS 9) and IFRS 15 'Revenue from Contracts with Customers' (IFRS 15). The new or revised accounting policies are set out below.

The impact of applying IFRS 9 is disclosed in Note 18 "Transition to IFRS 9". The accounting policy changes for IFRS 9, set out below, have been applied from 1 January 2018. Comparatives have not been restated. As a result of the change from IAS 39 to IFRS 9, some disclosures presented in respect of certain financial assets are not comparable because their classification may have changed between the two standards. This means that some IFRS 9 disclosures are not directly comparable and some disclosures that relate to information presented on an IAS 39 basis are no longer relevant in the current period.

Note 18 "Transition to IFRS 9", explains the classification and measurement changes to financial assets that arose on adoption of IFRS 9.

The application of IFRS 15 had no material impact on the Company as there were no significant changes in the recognition of in scope income.

#### Future accounting developments

At 31 December 2018, the Company had not yet adopted the following significant new or revised standards and interpretations, and amendments thereto, which have been issued but which are not yet effective:

IFRS 16 'Leases' (IFRS 16) – In January 2016, the IASB issued IFRS 16. The standard is effective for annual periods beginning on or after 1 January 2019. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. For lessee accounting, IFRS 16 introduces a single lessee accounting model and requires a lessee to recognise a right-of-use (ROU) asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments for all leases with a term of more than 12 months, unless the underlying asset is of low value. For lessor accounting, IFRS 16 substantially carries forward the lessor accounting requirements from the existing leasing standard (IAS 17) and a lessor continues to classify its leases as operating leases or finance leases and to account for those two types of leases differently.

The Company has no operating leases as lessee. As a lessor, the application of IFRS 16 at 1 January 2019 is expected have no material impact.

#### Revenue recognition

Revenue is recognised to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. All such revenue is reported net of discounts and value added and other sales taxes.

Revenue from operating and finance leases is recognised in accordance with the Company's policy on Leases (see below).

Upfront arrangement fees on financing agreements with customers are spread on an effective interest rate basis over the contractual life of that agreement.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 1. ACCOUNTING POLICIES (CONTINUED)

#### Finance income and finance costs

Income on financial assets that are classified as loans and receivables and interest expense on financial liabilities other than those at fair value through profit and loss are determined using the effective interest method. The effective interest rate is the rate that discounts the estimated future cash payments or receipts over the contractual life of the instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the future cash flows are estimated after considering all the contractual terms of the instrument excluding future credit losses. The calculation includes all amounts paid or received by the Company that are an integral part of the overall return, direct incremental transaction costs related to the acquisition, issue or disposal of the financial instrument and all other premiums or discounts.

#### Taxation

The tax expense represents the sum of the income tax currently payable and deferred income tax. Income tax payable on profits, based on the applicable tax law in each jurisdiction, is recognised as an expense in the period in which profits arise. Taxable profit differs from profit before tax as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. Taxable profit also includes items that are taxable or deductible which are not included in "profit before tax". The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax is the tax expected to be payable or recoverable on income tax losses available to carry forward and on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the assets may be utilised as they reverse. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill. Deferred tax assets and liabilities are not recognised from the initial recognition of other assets (other than in a business combination) and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on rates enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items recognised in other comprehensive income or directly in equity, in which case the deferred tax is also recognised in other comprehensive income or directly in equity.

#### Leases

The Company as lessor - Operating lease assets are recorded at cost and depreciated over the life of the asset after taking into account anticipated residual values. Operating lease rental income and depreciation is recognised on a straight-line basis over the life of the asset.

The carrying value of the operating lease assets are derecognised on disposal or when no future economic benefits are expected from its use or disposal.

The gain or loss arising from a derecognition of operating lease assets is included in the profit or loss when the item is derecognised. Gains are not recognised as revenue.

Amounts due from lessees under finance leases are recorded as receivables at the amount of the Company's net investment in the leases. 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 and hire purchase contracts.

If the lease agreement transfers the risk and rewards of the asset, the lease is recorded as a finance lease and the receivable is capitalised. At inception, the asset is recorded at the lower of the present value of the minimum lease payments or fair value and depreciated over the lower of the estimated useful life and the life of the lease. The aggregate benefit of incentives, if any, is recognised as a reduction of rental expense over the lease term on a straight-line basis.

#### Cash and cash equivalents

The Company does not hold cash or cash equivalents.

#### Financial Instruments

##### a) Initial recognition and measurement

Financial assets and liabilities are initially recognised when the Company becomes a party to the contractual terms of the instrument. The Company determines the classification of its financial assets and liabilities at initial recognition and measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at Fair Value Through Profit and Loss ("FVTPL"), transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in profit or loss. Immediately after initial recognition, an expected credit loss (ECL) allowance is recognised for financial assets measured at amortised cost and investments in debt instruments measured at Fair Value – Other Comprehensive Income ("FVOCI").

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 1. ACCOUNTING POLICIES (CONTINUED)

#### Financial Instruments (continued)

##### b) Financial assets and liabilities

###### Classification and subsequent measurement

From 1 January 2018, the Company has applied IFRS 9 Financial Instruments and classifies its financial assets in the measurement categories of amortised cost, FVOCI and FVTPL.

Financial assets and financial liabilities are classified as FVTPL where there is a requirement to do so or where they are otherwise designated at FVTPL on initial recognition. Financial assets and financial liabilities which are required to be held at FVTPL include:

- Financial assets and financial liabilities held for trading
- Debt instruments that do not have solely payments of principal and interest (SPPI) characteristics. Otherwise, such instruments are measured at amortised cost or FVOCI.

Financial assets and financial liabilities are classified as held for trading if they are derivatives or if they are acquired or incurred principally for the purpose of selling or repurchasing in the near-term, or form part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking.

In certain circumstances other financial assets and financial liabilities are designated at FVTPL where this results in more relevant information. This may arise because it significantly reduces a measurement inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on a different basis, where the assets and liabilities are managed and their performance evaluated on a fair value basis or, in the case of financial liabilities, where it contains one or more embedded derivatives which are not closely related to the host contract.

At the balance sheet date, financial assets were measured at amortized cost.

All financial liabilities are measured at amortised cost.

##### c) Financial assets: debt instruments

Debt instruments are those instruments that meet the definition of a financial liability from the issuer's perspective, such as loans and government and corporate bonds. Classification and subsequent measurement of debt instruments depend on the Company's business model for managing the asset, and the cash flow characteristics of the asset.

###### *Business model*

The business model reflects how the Company manages the assets in order to generate cash flows and, specifically, whether the Company's objective is solely to collect the contractual cash flows from the assets or is to collect both the contractual cash flows and cash flows arising from the sale of the assets. If neither of these is applicable, such as where the financial assets are held for trading purposes, then the financial assets are classified as part of an 'other' business model and measured at FVTPL. Factors considered in determining the business model for a group of assets include past experience on how the cash flows for these assets were collected, how the assets' performance is evaluated and reported to key management personnel and how risks are assessed and managed.

###### *SPPI*

Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flows and sell, the Company assesses whether the assets' cash flows represent SPPI. In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement (i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement). Where the contractual terms introduce exposure to risk or volatility that is inconsistent with a basic lending arrangement, the related asset is classified and measured at FVTPL.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are SPPI.

Based on these factors, the Company classifies its debt instruments into one of the following measurement categories:

- Amortised cost – Financial assets that are held for collection of contractual cash flows where those cash flows represent SPPI, and that are not designated at FVTPL, are measured at amortised cost. The carrying amount of these assets is adjusted by any ECL recognised. Interest income from these financial assets is included in 'Finance income' using the effective interest rate method. When the estimates of future cash flows are revised, the carrying amount of the respective financial assets or financial liabilities is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in the income statement.
- FVOCI – Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent SPPI, and that are not designated at FVTPL, are measured at FVOCI. Movements in the carrying amount are recognised in OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses on the instrument's amortised cost which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in 'Finance income'. Interest income from these financial assets is included in 'Other gains/ losses' using the effective interest rate method.
- FVTPL – Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt instrument that is subsequently measured at FVTPL, including any debt instruments designated at fair value, is recognised in profit or loss and presented in the income statement in 'Other gains/losses' in the period in which it arises.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 1. ACCOUNTING POLICIES (CONTINUED)

The Company reclassifies financial assets when and only when its business model for managing those assets changes. The reclassification takes place from the start of the first reporting period following the change. Such changes are expected to be very infrequent.

#### Impairment of debt instrument financial assets

Expected credit losses are recognized on all financial assets at amortised cost or at fair value through other comprehensive income. The expected credit loss considers forward looking information to recognise impairment allowances earlier in the lifecycle of a product. A three-stage approach to impairment measurement is adopted as follows:

- Stage 1 - the recognition of 12 month expected credit losses (ECL), that is the portion of lifetime expected credit losses from default events that are expected within 12 months of the reporting date, if credit risk has not increased significantly since initial recognition;
- Stage 2 - lifetime expected credit losses for financial instruments for which credit risk has increased significantly since initial recognition; and
- Stage 3 - lifetime expected credit losses for financial instruments which are credit impaired.

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

Financial assets are written off when it is reasonably certain that receivables are irrecoverable. For more on how ECL is calculated see the Credit risk section on Note 3.

#### Financial liabilities

Trade and other payables are classified as amortised cost.

#### Foreign currency translation

Foreign currency transactions are translated into sterling using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the Income Statement.

#### Operating lease assets and depreciation

The cost of additions to operating lease assets is capitalised. Classes of operating lease assets are depreciated on a straight-line basis over their useful life as follows:

Operating lease assets - 3 to 10 years

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 2. CRITICAL ACCOUNTING ESTIMATES AND AREAS OF SIGNIFICANT MANAGEMENT JUDGEMENT

Some asset and liability amounts reported in the financial statements are based on management judgement, estimates and assumptions. There is a risk of significant changes to the carrying amounts for these assets and liabilities within the next financial year.

#### Residual values

Residual values are estimated at the inception of lease agreements. Residuals are reviewed at least at each financial year-end and, if expectations differ from previous estimates, any change is accounted for prospectively as a change in estimate under IAS 8. Impairment losses are charged to the income statement.

The ECL impairment methodology requires management to make a number of judgements, assumptions and accounting estimates. Any significant difference between the estimated amounts and actual amounts could have a material impact on the Company's future financial results and financial condition.

#### Effective interest rate calculations

IFRS 9 requires certain financial assets and liabilities to be held at amortised cost, with income recognised using the Effective Interest Rate (EIR) methodology. In order to calculate EIR, the contractual repayment profile is used. If customers repay earlier than anticipated, this will generally lead to an increase in the balance sheet carrying value and a gain in the income statement.

#### Credit impairment allowance

The application of the ECL impairment methodology for calculating credit impairment allowances is highly susceptible to change from period to period. The methodology requires management to make a number of judgmental assumptions in determining the estimates. Any significant difference between the estimated amounts and actual amounts could have a material impact on the Company's future financial results and financial condition.

#### Key areas of judgement in accounting estimates

The key judgements made by management in applying the ECL impairment methodology are set out below.

- Definition of default
- Forward-looking information
- Probability weights
- SICR
- Post model adjustments.

For more on each of these key judgements, see the 'Credit risk – Santander UK group level – credit risk management' section of the Risk review.

#### Sensitivity of ECL allowance

The ECL allowance is sensitive to the methods, assumptions and estimates underlying its calculation. For example, management could have applied different probability weights to the economic scenarios and, depending on the weights chosen, this could have a material effect on the ECL allowance. Had management used different assumptions on probability weights, a larger or smaller ECL charge would arise that could have a material impact on the Company's reported ECL allowance and profit before tax. Sensitivities to these assumptions are set out in the Annual Report of the Company's ultimate UK parent company (Santander UK plc).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. RISK MANAGEMENT POLICY AND CONTROL FRAMEWORK

As a result of its normal business activities, the Company is exposed to a variety of risks, the most significant of which are operational risk, market risk, interest rate risk, credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to hedge certain risk exposures.

The Company manages its risk in line with the central risk management function of the HoldCo group whose Risk Framework ensures that risk is managed and controlled on behalf of shareholders, customers, depositors, employees and the HoldCo group's regulators. Effective and efficient risk governance and oversight provide management with assurance that the HoldCo group's business activities will not be adversely impacted by risks that could have been reasonably foreseen. This in turn reduces the uncertainty of achieving the HoldCo group's strategic objectives.

Authority flows from the HoldCo Board to the Chief Executive Officer and from him to specific individuals. Formal committees are maintained for effective management. Their authority is derived from the person they are intended to assist. Further information can be found in the Santander UK plc Annual Report which does not form part of this report.

The HoldCo group has three tiers of risk governance – risk management, risk control and risk assurance. The first tier of risk governance – risk management is provided by the HoldCo group Board which approves HoldCo group's Risk Appetite for each of the risks below, in consultation with Santander UK plc as appropriate, and approves the strategy for managing risk and is responsible for the HoldCo group's system of internal control. Within this tier, there is a process for transaction review and approval within certain thresholds, discharged by the Credit Approvals Committee and the Investment Approvals Committee. Transactions reviewed which exceed the threshold limits set are subject to prior review by HoldCo group Risk before final approval by the Executive Risk Control Committee.

The second tier of risk governance – risk control is provided by the HoldCo Board independently supported by the Risk Division. The role of the Chief Risk Officer and Risk Division include development of risk measurement methodologies, risk approval, risk monitoring, risk reporting and escalation of risk issues in line with the relevant risk policies for all risks in the HoldCo group. The HoldCo group's central risk function provides services to the Company, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which ensure compliance with HoldCo group policies and limits, including risk policies, limits and parameters, an approval process relating to transactions that exceed local limits and the systematic review of exposures to large clients, sectors, geographical areas and different risk types.

The third tier of risk governance – risk assurance, provides independent objective assurance on the effectiveness of the management and control of risk across the HoldCo group. This is provided through the Non-Executive Directors, the Board Audit Committee, the Board Risk Committee and the Internal Audit function.

#### Operational risk

Operational risk is defined as the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. This includes regulatory, legal and compliance risk. Operational risk is monitored and managed within HoldCo group. An independent central operational risk function (Enterprise and Operational Risk) has responsibility for establishing the framework within which these risks are managed and is aligned to operational risk professionals within business areas (co-ordinated by IT and Operational Risk) to ensure consistent approaches are applied across the HoldCo group. The primary purpose of the framework is to define and articulate the HoldCo group-wide policy, processes, roles and responsibilities. The framework incorporates industry practice and regulatory requirements. The day-to-day management of operational risk is the responsibility of business managers who identify, assess and monitor the risks, in line with the processes described in the framework. The operational risk function ensures that all key risks are regularly reported to the HoldCo group's risk committee and Board of Directors.

#### Credit risk

##### Credit risk management

Credit risk is the risk of financial loss arising from the default of a customer or counterparty to which the Company has directly provided credit, or for which the Company has assumed a financial obligation, after realising collateral held. The credit quality of customer assets is mitigated by the credit approval process in place. Credit risk is mitigated by security taken over the borrower's assets. The Company structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower or group of borrowers. Such risks are monitored on a revolving basis and subject to an annual or more frequent review.

Lending decisions are based on independent credit risk analysis supplemented by the use of internal ratings tools which assess the obligor's likelihood of default. The output of the ratings tools is a borrower grade which maps to a long-run average one year probability of default. Borrower grades are reviewed at least annually, allowing identification of adverse individual and sector trends. The grade is integrated into an overall Credit & Risk evaluation, including wider factors such as transaction and borrower structure (ranking and structural subordination), debt serviceability and security (initial and residual value considerations). Consideration is also given to risk mitigation measures to protect the Company, such as third-party guarantees, supporting collateral and security, robust legal documentation, financial covenants and hedging. Transactions are further assessed using an internal pricing model which measures both the return on equity and the risk adjusted return on capital against a series of benchmarks to ensure risks are appropriately priced.

Portfolio asset quality monitoring is based on a number of measures, including expected loss, financial covenant monitoring, security revaluations, pricing movements and external input from rating agencies and other organisations. Should particular exposures begin to show adverse features such as payment arrears, covenant breaches or business trading performance that is materially worse than expected at the point of lending, a full risk reappraisal is undertaken.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. FINANCIAL RISK MANAGEMENT (CONTINUED)

In accordance with group policy, the Company manages its portfolios across the credit risk lifecycle, from drawing up risk strategy, plans, budgets and limits to making sure the actual risk profile of the Company's exposures stays in line with plans and the Company's appetite to risk.

#### The Introduction of IFRS 9

IFRS 9 replaced IAS 39 on 1 January 2018. IFRS 9 introduced a new impairment methodology and rules around classification and measurement of financial assets.

#### Key metrics

The Company uses a number of key metrics to measure and control credit risk, as follows:

Metric	Description
Expected credit losses (ECL)	ECL tells the Company what credit risk is likely to cost either over the next 12 months on qualifying exposures, or defaults over the lifetime of the exposure where there is evidence of a significant increase in credit risk since origination.
Stages 1, 2 and 3	The Company assesses the credit risk profile to determine which stage to allocate and monitors where there is a significant increase in credit risk and transfers between the stages.
Expected Loss (EL)	EL is the product of the probability of default, exposure at default and loss given default. The Company calculates each factor in accordance with group policy and risk models and an assessment of each customer's credit quality. There are differences between regulatory EL and IFRS 9 ECL. More details can be found in the Annual Report of the parent company (Santander UK plc). For the rest of the Risk review, impairments, losses and loss allowances refer to calculations in accordance with IFRS, unless specifically stated otherwise. For IFRS accounting policy on impairment, see Note 1 to the Financial Statements.
Non-Performing Loans (NPLs)	The Company uses NPLs to monitor how portfolios behave. Loans are classified as NPLs when customers do not make a payment for three months or more, or if information is available to make the Company doubt they can keep up with their payments. There are differences between NPL and Stage 3, details of which details can be found in the Annual Report of the parent company (Santander UK plc). Although the Company adopted IFRS 9 from 1 January 2018, the Company continued to monitor NPLs as a key metric in 2018.

#### Other metrics

The Company also assesses risks from other perspectives, such as geography, business area, product and process. This is done to identify areas requiring specific focus. Stress testing is also used to establish vulnerabilities to economic deterioration.

#### Significant Increase in Credit Risk (SICR)

Loans which have suffered a SICR since origination are subject to a lifetime ECL assessment which extends to a maximum of the contractual maturity of the loan. Loans which have not experienced a SICR are subject to 12 month ECL. We assess each facility's credit risk profile and use a range of quantitative, qualitative and backstop criteria to identify exposures that have experienced a SICR to determine which of three stages to allocate them to:

- Stage 1: when there has been no SICR since initial recognition. We apply a loss allowance equal to a 12 month ECL i.e. the proportion of lifetime expected losses that relate to that default event expected in the next 12 months
- Stage 2: when there has been a SICR since initial recognition, but no credit impairment has materialised. We apply a loss allowance equal to the lifetime ECL i.e. lifetime expected loss resulting from all possible defaults throughout the residual life of a facility
- Stage 3: when the exposure is considered credit impaired using default criteria set out below. We apply a loss allowance equal to the lifetime ECL. Objective evidence of credit impairment is required.

#### Criteria applicable to stage 2

##### Quantitative criteria

We use quantitative criteria to identify where an exposure has increased in credit risk. The quantitative criteria we apply are based on whether any increase in the lifetime probability of default ("PD") since the recognition date exceeds a set threshold both in relative and absolute terms. We base the value anticipated from the initial recognition on a similar set of assumptions and data to the ones we used at the reporting date, adjusted to reflect the account surviving to that date. The comparison uses either an annualised lifetime PD, where the lifetime PD is divided by the forecast period, or the absolute change in lifetime PD since initial recognition.

For each portfolio, the quantitative criteria is set at 400 bps and we use the use the comparison of lifetime PDs to determine Stage allocation.

We also apply a relative threshold of 100% (doubling the PD) across all portfolios.

##### Qualitative criteria

We also use qualitative criteria to identify where an exposure has increased in credit risk, independent of any changes in PD. For each portfolio, the qualitative criteria used are: in forbearance, watch-list - proactive management of NPL in past 12 months and default at proxy origination.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Criteria applicable to stage 3

##### Definition of default (Credit impaired)

We define a financial instrument as in default (i.e. credit impaired) for purposes of calculating ECL if it is more than 90 days past due (DPD), or if we have data to make us doubt customers can keep up with their payments i.e. they are unlikely to pay. The data includes where:

- They have had a winding up notice issued, or something happens that is likely to trigger insolvency – such as, another lender calls in a loan
- Something happens that makes them less likely to be able to pay – such as they lose an important client or contract
- They have regularly missed or delayed payments, even though they have not gone over the three-month limit for default
- Their loan is unlikely to be refinanced or repaid in full on maturity.

##### Backstop criteria

We classify all exposures more than 30 or 90 DPD in at least Stage 2 or in Stage 3, respectively. We do not rebut the backstop presumptions in IFRS 9 (i.e. credit risk has significantly increased if contractual payments are more than 30 days past due) relating to either a SICR or default.

##### Multiple economic scenarios and probability weights

For all our portfolios, we use five forward-looking economic scenarios. They consist of a central base case, two upside scenarios and two downside scenarios. We use five scenarios to reflect a wide range of possible outcomes in the performance of the UK economy. For example, the Downside 2 scenario reflects the possibility of a recession occurring. We believe that our five scenarios, in particular Downside 1 and Downside 2, reflect the range of outcomes that Brexit may take, including a deal with a transition period or a no-deal Brexit. Our scenarios are also in line with a number of scenarios that have been produced by, for example, the Bank of England and its disruptive scenario, and other economic forecasters no deal scenarios. As such our scenarios and weights reflect the range of possible outcomes that the UK may face in 2019.

Further information on quantitative and qualitative criteria and multiple economic scenarios is set out in the Annual Report of the Company's immediate parent company (Santander UK plc).

##### Sensitivity of ECL allowance

The ECL allowance is sensitive to the methods, assumptions and estimates underlying its calculation. For example, management could have applied different probability weights to the economic scenarios and, depending on the weights chosen, this could have a material effect on the ECL allowance. Had management used different assumptions on probability weights, a larger or smaller ECL charge would have arisen and that could have had a material impact on the Company's reported ECL allowance and profit before tax. Sensitivities to these assumptions are set out in the Annual Report of the Company's immediate parent company (Santander UK plc).

##### Measuring ECL

For accounts not in default at the reporting date, we estimate a monthly ECL for each exposure and for each month over the forecast period. The lifetime ECL is the sum of the monthly ECLs over the forecast period, while the 12-month ECL is limited to the first 12 months. We calculate each monthly ECL as the discounted value for the relevant forecast month of the product of the following factors:

- Survival rate (SR): The probability that the exposure has not closed or defaulted since the reporting date.
- Probability of Default (PD): The likelihood of a borrower defaulting in the following month, assuming it has not closed or defaulted since the reporting date. For each month in the forecast period, we estimate the monthly PD from a range of factors. These include the current risk grade for the exposure, which becomes less relevant further into the forecast period, as well as the expected evolution of the account risk with maturity and factors for changing economics. We support this with historical data analysis.
- Exposure at Default (EAD): The amount we expect to be owed if a default event was to occur. We determine EAD for each month of the forecast period by the expected payment profile, which varies by product type. For amortising products, we base it on the borrower's contractual repayments over the forecast period. We adjust this for any expected overpayments on Stage 1 accounts that the borrower may make and for any arrears we expect if the account was to default. We vary these assumptions by product type and base them on analysis of recent default data.
- Loss Given Default (LGD): Our expected loss if a default event were to occur. We express it as a percentage and calculate it as the expected loss divided by EAD for each month of the forecast period. We base LGD on factors that impact the likelihood and value of any subsequent write-offs. We use the original effective interest rate as the discount rate. For accounts in default, we use the EAD as the reporting date balance. We also calculate an LGD to reflect the default status of the account, considering the current PD and loan to value. PD and SR are not required for accounts in default.

##### Maximum exposure to credit risk

The table below shows the Company's maximum exposure to credit risk. The table only shows the financial assets that credit risk affects.

	Balance sheet asset		
	Gross amounts £	Loss allowances £	Net exposure £
2018			
Finance lease receivable (within trade and other receivables)	34,172,277	(231,480)	33,940,797
Total	34,172,277	(231,480)	33,940,797

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. FINANCIAL RISK MANAGEMENT (CONTINUED)

For balance sheet assets, the maximum exposure to credit risk is the carrying value after impairment loss allowances. Off-balance sheet exposures are guarantees, formal standby facilities, credit lines and other commitments. For off-balance sheet guarantees, the maximum exposure is the maximum amount that we would have to pay if the guarantees were called on. For formal standby facilities, credit lines and other commitments that are irrevocable over the life of the facility, the maximum exposure is the total amount of the commitment. Financial assets at FVTPL do not have the impairment requirements of IFRS 9 applied.

#### Maximum exposure to credit risk (continued)

Where appropriate, case management is transferred to a specialist recovery team that works with the customer in an attempt to resolve the situation. If this does not prove possible, cases are classified as being unsatisfactory and are subject to intensive monitoring and management procedures designed to maximise debt recovery.

The class of financial instruments that is most exposed to credit risk in the Company is finance agreements comprising net investment in finance leases (note 10).

	2018	2017
	£	£
Finance lease receivable (within trade and other receivables)	33,940,797	42,687,769

For the Company, 100% (2017: 100%) of the balances are secured. The main types of security are charges over assets being financed such as property and vehicles.

All exposures are with companies in the commercial and public sectors.

#### Credit exposures and corresponding ECL

The following table analyses the credit risk exposure of financial instruments for which an ECL allowance is recognised, and the corresponding ECL at 31 December 2018.

	Stage 1	Stage 2	Stage 3	Total
	£	£	£	£
31 December 2018				
Exposures				
Finance agreements	26,083,709	8,040,125	48,443	34,172,277
Total exposures	26,083,709	8,040,125	48,443	34,172,277
IFRS 9 ECL				
Finance agreements	(132,532)	(86,886)	(12,062)	(231,480)
Total ECL	(132,532)	(86,886)	(12,062)	(231,480)
Total net exposures – finance agreements	25,951,177	7,953,239	36,381	33,940,797

Movements in ECL provision are set out below:

	Non-credit impaired Stage 1	Credit impaired Stage 2	Credit impaired Stage 3	Total
	Subject to 12- month ECL	Subject to lifetime ECL	Subject to lifetime ECL	
	£	£	£	£
At 1 January 2018	(132,658)	(144,635)	-	(277,293)
Income statement charge for the year	(141,112)	(148,783)	(664,725)	(954,620)
Income statement release for the year	242,566	751,797	26,212	1,020,575
Net impairment reversal/ (charge)	101,454	603,014	(638,513)	65,955
Transfers to 12-month ECL	545,265	(545,265)	-	-
Transfers to credit impaired	(516,524)	-	516,524	-
Foreign exchange losses	(130,069)	-	-	(130,069)
Assets derecognised – written off	-	-	109,927	109,927
At 31 December 2018 (note 14)	(132,532)	(86,886)	(12,062)	(231,480)

#### Arrears and impairment

Asset quality remains in line with management's expectations with 0.5% of lending balances in arrears at 31 December 2018 (2017: 0.3%).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Market risk

Market risk is the risk of a reduction in economic value or reported income resulting from a change in the variables of financial instruments including interest rate, equity, credit spread, property and foreign currency risks. The Company recognises that the effective management of market risk is essential to the maintenance of stable earnings and the preservation of shareholder value, and manages market risk accordingly. Details of the market risk management policy are disclosed in the Santander UK Group Holdings plc Annual Report – Risk Management, which does not form part of this Report.

Market risks arising in the operations of the Company which are part of Santander UK Group Holdings plc's Corporate Banking division, are substantially transferred from the originating business to Asset and Liability Management ("ALM") within Santander UK Group Holdings plc's group Infrastructure, where they can be managed in conjunction with exposures arising from the funding, liquidity or capital management activities of ALM.

Funds received from customers are lent on to Group Infrastructure on matching terms as regards interest rate re-pricing and maturity. Similarly, loans are funded through matching borrowings from Group Infrastructure. Retained market risk exposure is minimal, and is managed within limits approved by the Head of Wholesale Risk.

#### Interest rate risk

Interest rate risk is the most significant market risk to which the Company is exposed. Interest rate risks primarily result from exposures to changes in the level, slope and curvature of the yield curve. The exposure in this area is hedged with Santander UK Group Holdings plc's Santander Corporate & Investment Banking ("SCIB") division using fixed rate loans and other appropriate instruments. Value at Risk (VaR) is a measurement of the maximum amount likely to be lost from existing risk positions as a result of movement in market rates and prices. This is calculated over a particular period and at a particular confidence level.

SCIB uses a variance-covariance VaR model, based on historical volatility and correlation data, to a 99% confidence level over a one month holding period time horizon.

Although it is a useful tool in measuring risk, VaR does contain some limitations:

1. It does not accurately measure extreme events.
2. The use of a 99% confidence level does not by definition include losses beyond this level of confidence.
3. It relies on the historical volatility and correlation data being similar to the volatility and correlation positions going forward.

Changes in interest rates would result in no impact on either the equity of the Company or on the Income Statement. Interest is allocated on a lease agreement by lease agreement basis within the Company and all interest rate risk is borne by the immediate parent company (Santander Asset Finance plc).

#### Liquidity risk

Liquidity risk is the risk that the Group, although solvent, either does not have available sufficient financial resources to enable it to meet its obligations as they fall due, or can secure them only at excessive cost.

The Company is dependent on loans from its immediate parent undertaking. All liabilities are repayable on demand.

The day to day management of liquidity is the responsibility of ALM, which provides funding to and takes surplus funds from the Company as required.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Maturities of financial liabilities

The following tables analyse the Company's non-derivative liabilities into relevant maturity groupings based on the remaining period to contractual maturity at the balance sheet date.

These have been drawn on the discounted contractual maturities of financial liabilities including interest that will accrue to those liabilities except where the Company is entitled and intends to repay the liability before its maturity.

Financial liabilities are measured at amortised cost.

2018	Repayable on demand £000	Less than 3 months £000	3 to 12 months £000	1 to 5 years £000	Total £000
Due to suppliers	1,279	-	-	-	1,279
Due to group undertakings	43,809,197	-	-	-	43,809,197
Other creditors and accrued liabilities	379,789	-	-	-	379,789
Corporation tax	-	-	8,602,830	-	8,602,830
<b>Total financial liabilities</b>	<b>44,190,265</b>	<b>-</b>	<b>8,602,830</b>	<b>-</b>	<b>52,793,095</b>

2017	Repayable on demand £000	Less than 3 months £000	3 to 12 months £000	1 to 5 years £000	Total £000
Due to suppliers	356,861	-	-	-	356,861
Due to group undertakings	62,632,439	-	-	-	62,632,439
Other creditors and accrued liabilities	60,315	-	-	-	60,315
Corporation tax	-	-	10,547,107	-	10,547,107
<b>Total financial liabilities</b>	<b>63,049,615</b>	<b>-</b>	<b>10,547,107</b>	<b>-</b>	<b>73,596,722</b>

#### Fair values of financial assets and liabilities

The table below summarise the classification of the carrying amounts of the Company's financial assets and financial liabilities as at 31 December 2018 and 31 December 2017.

	2018 £000	2017 £000
<b>Financial assets</b>		
Loans and advances to customers at amortised cost (note 10)	33,940,797	42,687,769
Other receivables (note 9)	170,773	598,217
<b>Total financial assets</b>	<b>34,111,570</b>	<b>43,285,986</b>
<b>Non-financial assets</b>	<b>74,956,256</b>	<b>79,272,528</b>
<b>Total assets</b>	<b>109,067,826</b>	<b>122,558,514</b>
<b>Financial liabilities</b>	<b>52,793,095</b>	<b>73,596,722</b>
<b>Total liabilities</b>	<b>52,793,095</b>	<b>73,596,722</b>

The following table summarises the carrying amount and fair values as at 31 December 2018 of those financial assets and liabilities not presented on the Company balance sheet at their fair value (loans and receivables and liabilities at amortised cost).

	2018 Carrying Value £000	2018 Fair Value £000	2017 Carrying value £000	2017 Fair Value £000
<b>Financial assets</b>				
Loans and advances to customers (note 10)	33,940,797	33,940,797	42,687,769	42,687,769
Other receivables (note 9)	170,773	170,773	598,217	598,217
	<b>34,111,570</b>	<b>34,111,570</b>	<b>43,285,986</b>	<b>43,285,986</b>
<b>Financial liabilities</b>				
Due to suppliers (note 13)	1,279	1,279	356,861	356,861
Due to group undertakings (note 12)	43,809,197	43,809,197	62,632,439	62,632,439
Other creditors and accrued liabilities (note 13)	379,789	379,789	60,315	60,315
Corporation tax	8,602,830	8,602,830	10,547,107	10,547,107
	<b>52,793,095</b>	<b>52,793,095</b>	<b>73,596,722</b>	<b>73,596,722</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 3. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Fair values of financial assets and liabilities (continued)

The Company categorises assets and liabilities measured at fair value within the fair value hierarchy based on the inputs to the valuation techniques as follows:

Level 1:	Unadjusted quoted prices for identical assets or liabilities in an active market that the Company has the ability to access at the measurement date. The Company has no assets or liabilities measured at fair value that are classified as Level 1.
Level 2:	Quoted prices in non-active markets, quoted prices for similar assets or liabilities, recent market transactions, inputs other than quoted market prices for the asset or liability that are observable either directly or indirectly for substantially the full term, and inputs to valuation techniques that are derived principally from or corroborated by observable market data through correlation or other statistical means for substantially the full term of the asset or liability. The Company has no assets or liabilities measured at fair value that are classified as Level 2.
Level 3:	Inputs to the pricing or valuation techniques that are significant to the overall fair value measurement of the asset or liability are unobservable. Foreign currency hedges are classified as Level 3.

The fair value of financial assets and financial liabilities is approximately equal to their carrying amount except for finance leases where the fair value has been measured as the gross lease receivable less the provision for uncollectible minimum lease payments.

The changes to the classification and measurement of financial assets on transition to IFRS 9 resulted in some loans and advances to customers, primarily consisting of utilities and shipping counterparties, being reclassified from amortised cost to FVOCI. The fair value of these loans is estimated using the 'present value' model based on a credit curve derived from current market spreads. Loan specific credit data is unobservable, so a proxy population is applied based on industry sector and credit rating.

The fair value of floating rate assets is approximately equal to their carrying amount. The estimated fair value of fixed rate assets is based on discounted cash flows using prevailing money market interest rates for debts with similar credit risk and remaining maturity.

### 4. REVENUE

The Company derives the following types of revenue by operating segment:

	2018	2017
	£	£
Finance leases	3,312,464	3,954,997
Operating leases	26,491,875	24,672,034
<b>Total revenue</b>	<b>29,804,339</b>	<b>28,627,031</b>

### 5. PROFIT FROM OPERATIONS

Profit from operations is stated after charging / (crediting) the following:

	2018	2017
	£	£
Depreciation of operating lease assets	19,694,850	25,820,262
Loss / (gain) on disposal of operating lease assets	67,823	(5,569,363)
Recoveries from asset impairments	(1,020,703)	-
Losses from asset impairments	954,621	-

The depreciation of operating lease assets is included in cost of sales.

#### Directors' emoluments and interests

The Directors' services to the Company are an incidental part of their duties. No Directors were remunerated for their services to the Company. Directors' emoluments are borne by the intermediate UK parent company (Santander UK plc). No emoluments were paid by the Company to the Directors during the year (2017: £nil).

#### Auditors' remuneration

The audit fee for the current and prior year has been paid on the Company's behalf by its intermediate UK parent undertaking (Santander UK plc) in accordance with company policy, for which no recharge has been made. The audit fee payable to the Company's auditors for the audit of the Company's annual Financial Statements for the current year is £12,000 (2017: £12,000).

No non-audit fees were borne on the Company's behalf in either the current or preceding year.

#### Particulars of employees

No salaries or wages have been paid to employees, including the Directors, during the year or the preceding year. The Company had no

employees in either the current or the preceding year.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 6. FINANCE COSTS

	2018 £	2017 £
Amounts payable to immediate parent undertakings	2,566,339	2,367,660

### 7. TAX

	2018 £	2017 £
Current tax:		
UK corporation tax on profit of the year	1,178,028	2,842,230
Adjustments in respect of prior years	(3,122,305)	(894,168)
Total current tax	(1,944,277)	1,948,062
Deferred tax:		
Origination and reversal of temporary differences	62,850	(1,760,841)
Change in rate of UK corporation tax	(627,939)	260,790
Adjustments in respect of prior years	1,502,757	1,275,596
Total deferred tax	937,668	(224,454)
Tax (credit)/ charge on profit before tax	(1,006,609)	1,723,607

UK corporation tax is calculated at 19.00% (2017: 19.25%) of the estimated assessable profits for the year.

The Finance (No. 2) Act 2015, which provides for reductions in the main rate of UK corporation tax to 19% effective from 1 April 2017 and to 18% from 1 April 2020 was enacted on 18 November 2015.

The Finance Act 2016, which was substantively enacted on 6 September 2016, introduced a further reduction in the corporation tax rate to 17% from 2020. Since this further change was substantively enacted prior to 31 December 2017, the effects have been reflected in the deferred tax balances at the balance sheet date.

The tax on the Company's profit before tax differs from (2017: differs from) the theoretical amount that would arise using the basic tax rate of the Company as follows:

	2018 £	2017 £
Profit before tax	6,530,937	5,617,602
Tax calculated at a rate of 19.00% (2017: 19.25%)	1,240,878	1,081,388
Adjustment in respect of prior years	(1,619,548)	381,428
Effect of change in tax rate on deferred tax provision	(627,939)	260,790
Tax (credit)/ charge on profit before tax	(1,006,609)	1,723,607

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 8. OPERATING LEASE ASSETS

The Company enters into operating lease arrangements with customers in the commercial and public sectors.

	2018 £	2017 £
<b>Cost</b>		
At 1 January	145,828,653	160,668,419
Additions	29,512,360	25,561,395
Disposals	(42,193,205)	(40,401,161)
At 31 December	<u>133,147,808</u>	<u>145,828,653</u>
<b>Accumulated Depreciation</b>		
At 1 January	75,236,384	89,414,225
Charge for year	19,694,850	25,820,262
Reclassification to finance lease receivable	-	(11,290,737)
Disposals	(28,944,403)	(28,707,366)
At 31 December	<u>65,986,831</u>	<u>75,236,384</u>
<b>Net book value</b>		
At 1 January	<u>70,592,269</u>	<u>71,254,194</u>
At 31 December	<u>67,160,977</u>	<u>70,592,269</u>

The loss on disposal of operating lease assets was £67,823 (2017: £5,569,363 gain).

At the balance sheet date, the Company had contracted with lessees for the following future minimum lease payments:

	2018 £	2017 £
Within 1 year	24,580,049	25,487,913
Between 1-5 years	29,732,776	35,923,331
In more than 5 years	737,676	91,993
Total	<u>55,050,501</u>	<u>61,503,237</u>

### 9. TRADE AND OTHER RECEIVABLES

	2018 £	2017 £
<b>Non current</b>		
Finance lease receivables (note 10)	<u>18,786,231</u>	<u>23,641,027</u>
<b>Current</b>		
Finance lease receivables (note 10)	15,154,566	19,046,742
Other receivables	170,773	598,217
	<u>15,325,339</u>	<u>19,644,959</u>
Total trade and other receivables	<u>34,111,570</u>	<u>43,285,986</u>



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018  
(CONTINUED)

## 10. FINANCE LEASES

Finance leases as lessor:

The Company enters into finance lease arrangements with customers in the commercial and public sectors.

	<i>Gross investment in the lease</i>		<i>Present value of minimum lease payments</i>	
	2018	2017	2018	2017
	£	£	£	£
Less than one year	16,026,270	22,907,468	15,154,565	19,046,742
Later than one year but less than five years	19,385,863	29,022,055	18,331,425	23,580,649
Later than five years	480,968	74,313	454,807	60,378
	<u>35,893,101</u>	<u>52,003,836</u>	<u>33,940,797</u>	<u>42,687,769</u>
Less:				
Unearned finance income	(1,734,853)	(6,831,196)		
Unguaranteed residual value accruing to the benefit of the lessor	(217,451)	(2,484,871)		
Net investment in finance leases	<u>33,940,797</u>	<u>42,687,769</u>		
Non-current			18,786,231	23,641,027
Current			15,154,566	19,046,742
			<u>33,940,797</u>	<u>42,687,769</u>

The Directors consider that the net investment in finance leases is approximately equal to their fair value.

## 11. CAPITAL

The Company's intermediate UK parent company (Santander UK plc) adopts a centralised capital management approach, based in an assessment of both regulatory requirements and the economic capital impacts of businesses in the HoldCo Group. Disclosures relating to the Group's capital management can be found in the Santander UK Group Holdings plc Annual Report which does not form part of this Report.

## 12. RELATED PARTY TRANSACTIONS

	2018	2017
	£	£
Payable to parent undertaking		
Santander Asset Finance plc	43,809,197	62,632,439
	<u>43,809,197</u>	<u>62,632,439</u>

The Company entered into transactions with the parent company as shown in the table below:

	2018	2017
	£	£
Amount owed to parent undertaking		
As at 1 January	62,632,439	103,886,820
Net movements	(18,823,242)	(41,254,381)
As at 31 December (note 13)	<u>43,809,197</u>	<u>62,632,439</u>
Interest paid to parent undertaking (note 5)	<u>2,566,339</u>	<u>2,367,660</u>

## Key management compensation

As detailed in note 4 the Company had no employees in either the current or preceding year and the Directors are remunerated through Santander UK plc therefore no key management compensation was paid by this Company.

## Administration expenses

During the current year the Company paid administrative cost recharges to the parent undertaking of £267,757 (2017: £242,955).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018  
(CONTINUED)

## 13. TRADE AND OTHER PAYABLES

	2018 £	2017 £
Current		
Trade payables	1,279	356,861
Payable to parent undertaking (note 12)	43,809,197	62,632,439
Accrued liabilities	379,789	60,315
	<u>44,190,265</u>	<u>63,049,615</u>

## 14. DEFERRED TAX ASSET

Deferred taxes are calculated on temporary differences under the liability method using the tax rates expected to apply when the liability is settled or the asset is realised. The movement on the deferred tax account was as follows:

	2018 £	2017 £
At 1 January	8,680,260	8,455,805
Adoption of IFRS 9 (see note 1)	52,687	-
Income statement credit (note 7)	(937,668)	224,455
	<u>7,795,279</u>	<u>8,680,260</u>

Deferred tax assets and liabilities are attributable to the following items:

	Balance Sheet		Income Statement	
	2018 £	2017 £	2018 £	2017 £
Deferred tax assets				
Accelerated book depreciation	6,894,880	7,587,133	(692,252)	1,080,610
IFRS 9 transitional adjustments	47,417	-	(5,269)	-
Other temporary differences	852,979	1,093,127	(240,147)	(856,156)
	<u>7,795,276</u>	<u>8,680,260</u>	<u>937,668</u>	<u>224,455</u>

The deferred tax assets scheduled above have been recognised in the Company on the basis that sufficient future taxable profits are forecast within the HoldCo Group, in excess of the profits arising from the reversal of existing taxable temporary differences, to allow for the utilisation of the assets as they reverse.

## 15. ISSUED SHARE CAPITAL

	2018 No	2018 £	2017 No	2017 £
Issued and fully paid				
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

All issued share capital is fully paid and is classified as equity.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

### 16. CONTINGENT LIABILITIES

Santander UK plc is the parent company of the immediate parent (Santander Asset Finance plc). Santander UK plc adopts a centralised capital management approach, based on an assessment of both regulatory requirements and the economic capital impacts of businesses in the Santander UK plc group. Disclosures relating to the Group's capital management can be found in the Santander UK plc Annual Report which does not form part of this Report.

At 31 December 2018, Santander UK plc, Abbey National Treasury Services plc, and Cater Allen Limited, which are the three PRA-regulated entities in the Santander UK group, were party to a capital support deed dated 23 December 2015 (the Capital Support Deed) with certain other non-regulated subsidiaries of Santander UK plc and Santander UK Group Holdings plc including the Company. The parties to the Capital Support Deed 2015 were permitted to form a core UK group as defined in the PRA Rulebook. Exposures of each of the three regulated entities to other members of the core UK group are exempt from large exposure limits that would otherwise apply. The purpose of the Capital Support Deed was to facilitate the prompt transfer of available capital resources from, or repayment of liabilities by, the non-regulated parties to any of the regulated parties in the event that one of the regulated parties breached or was at risk of breaching its capital resources requirements or risk concentrations requirements. The core UK group permission as supported by the Capital Support Deed 2015 expired on 31 December 2018. From 1 January 2019 as a result of ring-fencing, Santander UK plc entered into a new Capital support deed with Cater Allen Limited and certain non-regulated subsidiaries including the Company which expires 31 December 2021.

### 17. PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent company is Santander Asset Finance plc, a company registered in England and Wales.

The Company's ultimate parent undertaking and controlling party is Banco Santander SA, a company registered in Spain. Banco Santander SA is the parent undertaking of the largest Group of undertakings for which Group Financial Statements are drawn up and of which the Company is a member. Santander UK plc is the intermediate parent undertaking of the smallest Group of undertakings for which Group Financial Statements are drawn up and of which the Company is a member.

Copies of all sets of Group Financial Statements which include the results of the Company are available from Secretariat, Santander UK plc, 2 Triton Square, Regent's Place, London, NW1 3AN.

### 18. TRANSITION TO IFRS 9

#### Statutory balance sheet reconciliation under IAS 39 and IFRS 9

The measurement categories and carrying amounts of financial assets determined in accordance with IAS 39 and IFRS 9 are compared below, illustrating a total net assets decrease of £277,293 as a result of the application of IFRS 9:

Measurement category	IAS 39		Re-measurement £	IFRS 9	
	Carrying amount at 31 December 2017 £	Measurement category		Measurement category	Balance Sheet at 1 January 2018 £
Finance agreements – loans and advances to customers	42,687,769	Loans and receivables	(277,293)	Amortised cost (Loans and advances)	42,410,476
Other receivables	598,216	Loans and receivables	-	Amortised cost	598,216
<b>Total financial assets</b>	<b>43,285,986</b>		<b>(277,293)</b>		<b>43,008,693</b>
Operating lease assets	70,592,269		-		70,592,269
Deferred tax asset	8,680,260		-		8,680,260
<b>Total assets</b>	<b>122,558,514</b>		<b>(277,293)</b>		<b>122,281,221</b>

Finance agreements at 31 December 2017 on the IAS 39 basis are disclosed in note 9 as follows:

	2017 £
Non-current	23,641,027
Current	19,046,742
	<u>42,687,769</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018  
(CONTINUED)

**18. TRANSITION TO IFRS 9 (CONTINUED)**

The impact of IFRS 9 on the impairment allowance at 1 January 2018 is as follows:

	At 1 January 2018 £
Impairment allowance (IAS 39 basis)	419,687
Re-measurement	<u>277,293</u>
Impairment allowance (IFRS 9 basis)	<u>696,980</u>

The Statement of Changes in Equity includes reference to "Adoption of IFRS 9" of £224,607. This comprises the re-measurement referred to above of £277,293 less the tax effect of the re-measurement of £52,686.

**19. POST BALANCE SHEET EVENTS**

The following events took place after the year ended 31 December 2018:

On the 5th June 2019 the Corporate and Commercial Banking Division of Santander UK Group Holdings announced the intention to cease writing new business through the Santander Asset Finance legal entities.

The Company will continue to service its existing book of business but it is anticipated that it will cease to write new business before the end of the 2019 financial year.

As there is no impact on the existing book of business within the entity, the Directors do not consider there to be an impact on the ability of the entity to continue as a going concern.