

Registered number: 06732492

BLACKBURN FUND CO LIMITED

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**



BLACKBURN FUNDCO LIMITED

COMPANY INFORMATION

Directors	JP Hartley C Winstanley R Parr NG Ward
Registered number	06732492
Registered office	Sceptre House Sceptre Way Bamber Bridge Preston Lancashire PR5 6AW
INDEPENDENT AUDITOR	RSM UK Audit LLP Bluebell House Brian Johnson Way Preston Lancashire PR2 5PE

BLACKBURN FUNDCO LIMITED

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BLACKBURN FUNDSCO LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the year ended 31 December 2019.

Principal activity

The principal activity of the company during the year under review was that of a Local Improvement Finance Trust ("LIFT") formed under the government LIFT initiative to develop and manage primary healthcare and associated facilities.

The directors' report has been prepared in accordance with the provisions applicable to small companies.

Business review

The results for the year and financial position of the company are as shown in the financial statements on pages 7 and 8.

The directors have reviewed the future trading forecasts and cashflow forecast factoring the repayment of bank and subordinated debt and have assessed the company will have sufficient available funds to meet all liabilities as they fall due. On this basis the directors continue to adopt the going concern basis in the preparation of the accounts.

Results and dividends

The loss for the year, after taxation, amounted to £48,824 (2018 - loss £140,598).

No dividends will be distributed for the year ended 31 December 2019 (2018 - £nil).

Directors

The directors who served during the year and up to the date of the report were:

JP Hartley
C Winstanley
R Parr
NG Ward

Disclosure of information to auditor

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

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

Post balance sheet events

On 30 January, the World Health Organisation (WHO) announced Coronavirus as a global health emergency and on 11 March 2020, it announced that Coronavirus was a global pandemic. The UK subsequently entered to a lock down period which has significantly impacted many businesses nationally in terms of their ability to trade effectively.

The Directors continue to monitor and consider the financial impact of the pandemic. Overall, the fair value of swaps has changed as at the date of these financial statements however this will not affect the trading of the company.

BLACKBURN FUNDCO LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019**

Auditor

The auditor, RSM UK Audit LLP, was appointed during the year and will be proposed for reappointment in accordance with section 487 of the Companies Act 2006

This report was approved by the board on 30 June 2020 and signed on its behalf.



JP Hartley
Director

Sceptre House
Sceptre Way
Bamber Bridge
Preston
Lancashire
PR5 6AW

BLACKBURN FUNDCO LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Under Company law the directors must not approve the financial statements unless satisfied that they a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

BLACKBURN FUNDCO LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BLACKBURN FUNDCO LIMITED

Opinion

We have audited the financial statements of Blackburn Fundco Limited ("the company") for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Balance Sheet, the 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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:

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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

BLACKBURN FUNDCO LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BLACKBURN FUNDCO LIMITED

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report 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 their environment obtained in the course of the audit, we have not identified material misstatements in the the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

BLACKBURN FUNDCO LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BLACKBURN FUNDCO 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 an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

RSM UK Audit LLP

Ian Taylor (Senior statutory auditor)

for and on behalf of

RSM UK Audit LLP
Statutory Auditor
Chartered accountants

Bluebell House
Brian Johnson Way
Preston
Lancashire
PR2 5PE

30 June 2020

BLACKBURN FUNDCO LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 £	2018 £
Turnover	3	2,858,403	2,774,151
Cost of sales		(302,574)	(319,536)
Gross profit		2,555,829	2,454,615
Administrative expenses		(703,268)	(703,638)
Operating profit		1,852,561	1,750,977
Interest receivable and similar income	6	8,345	5,400
Interest payable and similar expenses	7	(1,838,587)	(1,848,928)
Profit/(loss) before tax		22,319	(92,551)
Tax on profit/(loss)	8	(71,143)	(48,047)
Loss for the financial year		(48,824)	(140,598)
Other comprehensive income for the year			
Fair value adjustments of financial instruments		603,153	398,225
Movement of deferred tax relating to financial instruments		(102,536)	(67,698)
Other comprehensive income for the year		500,617	330,527
Total comprehensive income for the year		451,793	189,929

The notes on pages 10 to 21 form part of these financial statements.

BLACKBURN FUNDCO LIMITED
REGISTERED NUMBER: 06732492

BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Tangible assets	9	20,366,765	20,990,470
		<u>20,366,765</u>	<u>20,990,470</u>
Current assets			
Debtors: amounts falling due within one year	10	1,038,129	1,310,153
Cash at bank and in hand		3,105,614	2,649,895
		<u>4,143,743</u>	<u>3,960,048</u>
Creditors: amounts falling due within one year	11	<u>(1,225,756)</u>	<u>(1,052,206)</u>
Net current assets		<u>2,917,987</u>	<u>2,907,842</u>
Total assets less current liabilities		<u>23,284,752</u>	<u>23,898,312</u>
Creditors: amounts falling due after more than one year	12	(33,762,480)	(34,827,833)
Net liabilities		<u>(10,477,728)</u>	<u>(10,929,521)</u>
Capital and reserves			
Called up share capital	15	1	1
Profit and loss account		(10,477,729)	(10,929,522)
		<u>(10,477,728)</u>	<u>(10,929,521)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by 30 June 2020.



JP Hartley
 Director

The notes on pages 10 to 21 form part of these financial statements.

BLACKBURN FUNDCO LIMITED

**STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 31 DECEMBER 2019**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2019	1	(10,929,522)	(10,929,521)
Comprehensive income for the year			
Loss for the year	-	(48,824)	(48,824)
Movement of deferred tax relating to financial instruments	-	(102,536)	(102,536)
Fair value adjustments of financial instruments	-	603,153	603,153
Total comprehensive income for the year	-	500,617	500,617
Total comprehensive income for the year	-	451,793	451,793
At 31 December 2019	1	(10,477,729)	(10,477,728)

The notes on pages 10 to 21 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 31 DECEMBER 2018**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2018	1	(11,119,451)	(11,119,450)
Comprehensive loss for the year			
Loss for the year	-	(140,598)	(140,598)
Movement of deferred tax relating to financial instruments	-	(67,698)	(67,698)
Fair value adjustments of financial instruments	-	398,225	398,225
Total comprehensive income for the year	-	330,527	330,527
Total comprehensive income for the year	-	189,929	189,929
At 31 December 2018	1	(10,929,522)	(10,929,521)

The notes on pages 10 to 21 form part of these financial statements.

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies

1.1 Basis of preparation of financial statements

Blackburn Fundco Limited (the "Company") is a company limited by shares and incorporated and domiciled in the England and Wales. The registered address of the company is as presented in the company information page. The presentation currency of these financial statements is sterling.

The financial statements have been prepared under the historical cost convention except for financial instruments that are stated at fair value and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 2).

1.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A.

This information is included in the consolidated financial statements of East Lancashire Building Partnership Limited as at 31 December 2019 and these financial statements may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ. The company is a qualifying entity.

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

The Company proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

1.3 Going concern

At 31 December 2019, Blackburn Fundco Limited ("the company") had net liabilities of £10,477,428 (2018: £10,929,521).

Notwithstanding net liabilities of £10,477,428 (2018: £10,929,521), the directors have reviewed the future trading forecasts and cashflow forecast factoring the repayment of bank and subordinated debt, incorporating an assessment of the financial impact of the Covid-19 pandemic based on the current known situation, and have assessed the company will have sufficient available funds to meet all liabilities as they fall due. On this basis the directors continue to adopt the going concern basis in the preparation of the accounts.

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

1.4 Turnover

Turnover is stated net of VAT and represents the value of services supplied during the year. Turnover is attributable to the provision of serviced healthcare facilities in Blackburn.

1.5 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

1.6 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.7 Borrowing costs

All borrowing costs are recognised in the Statement of comprehensive income in the year in which they are incurred.

1.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

BLACKBURN FUNDCO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

1. Accounting policies (continued)

1.9 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of an item of fixed assets an estimate of the capital element of the lifecycle maintenance costs as incurred. The costs are depreciated over the remaining useful life of the item of fixed assets.

Depreciation is provided on the following basis:

Freehold property	-	4% on cost
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1.10 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.11 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

1.12 Hedge accounting

The Company has entered into variable to fixed rate interest swaps to manage its exposure to interest rate cash flow risk on its variable rate debt and RPI swaps to manage its exposure to inflation. These derivatives are measured at fair value at each balance sheet date. To the extent the hedge is effective, movements in fair value are recognised in other comprehensive income. Any ineffective portions of those movements are recognised in profit or loss for the period.

BLACKBURN FUNDCO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

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

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgements and estimates have been made include:

Management have reviewed future trading and cashflow forecasts and consider that the company will have sufficient funds to meet all liabilities as they fall due.

Tangible fixed assets have an estimated useful life of 25 years, and written off on a straight line basis based on the historical cost to an estimated residual value.

Financial instruments are recognised at fair value in the accounts. Management estimate the fair value of the financial instruments with reference to third party valuations provided by the issuing party and relevant external information in respect of the instrument.

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

3. Turnover

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

	2019 £	2018 £
Provision of serviced healthcare facilities	<u>2,858,403</u>	<u>2,774,151</u>

All turnover arose within the United Kingdom.

4. Auditor's remuneration

	2019 £	2018 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	7,507	4,540

5. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2018 - £NIL).

Directors' emoluments for services to the company are borne by other entities. An appropriate allocation of their remuneration for services to this company would be £5,000 (2018: £5,000). No recharge for these services is recognised in the financial statements.

6. Interest receivable and similar income

	2019 £	2018 £
Bank interest receivable	<u>8,345</u>	<u>5,400</u>

7. Interest payable and similar expenses

	2019 £	2018 £
Bank interest payable	1,524,495	1,530,215
Other loan interest payable	314,092	318,713
	<u>1,838,587</u>	<u>1,848,928</u>

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

8. Taxation

	2019 £	2018 £
Corporation tax		
Current tax on loss for the year	68,224	33,351
Deferred tax		
Origination and reversal of timing differences	2,919	14,696
Taxation on loss	<u>71,143</u>	<u>48,047</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2018 - higher than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Profit/loss before tax	<u>22,319</u>	<u>(92,551)</u>
Profit/loss multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	4,241	(17,585)
Effects of:		
Impact of change in deferred tax rates and difference between current and deferred tax rates	(345)	(1,728)
Fixed asset permanent differences	67,247	67,360
Total tax charge for the year	<u>71,143</u>	<u>48,047</u>

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

8. Taxation (continued)

Factors that may affect future tax charges

The deferred tax asset at 31 December 2019 has been calculated based on a rate of 17% as this is the prevailing rate that the group expected the deferred tax asset to reverse. In the Budget on 12 March 2020, the Government announced that the rate of corporation tax from 1 April 2020 would remain at 19%; had this change been substantively enacted at 31 December 2019, the group's deferred tax asset would have been £101,000 higher.

9. Tangible fixed assets

	Freehold property £
Cost	
At 1 January 2019	25,562,596
Additions	15,140
At 31 December 2019	<u>25,577,736</u>
Depreciation	
At 1 January 2019	4,572,126
Charge for the year on owned assets	638,845
At 31 December 2019	<u>5,210,971</u>
Net book value	
At 31 December 2019	<u>20,366,765</u>
At 31 December 2018	<u>20,990,470</u>

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

10. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	174,688	344,688
Prepayments and accrued income	6,979	3,548
Deferred taxation (see note 14)	856,462	961,917
	<u>1,038,129</u>	<u>1,310,153</u>

The amounts owed by group undertakings are interest free and are repayable on demand.

11. Creditors: Amounts falling due within one year

	2019 £	2018 £
Bank loans	387,125	300,761
Subordinated loans	75,074	54,907
Trade creditors	45,149	45,148
Amounts owed to group undertakings	161,929	105,752
Corporation tax	40,765	22,524
Accruals and deferred income	515,714	523,114
	<u>1,225,756</u>	<u>1,052,206</u>

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

BLACKBURN FUNDCO LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

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

	2019 £	2018 £
Bank loans	20,977,362	21,364,487
Subordinated loans	2,745,463	2,820,537
Financial instruments (after 1 yr)	10,039,655	10,642,809
	33,762,480	34,827,833

Secured loans

The bank loans are secured by fixed and floating charge over all company assets. Interest is charged at 1.5% above LIBOR. This is hedged by a fixed rate swap agreement at 4.680%, the unsecured subordinated debt is due to the shareholders of the parent company and interest is charged at a fixed rate of 12.5%. The bank loan and subordinated debt are both repayable by instalments. The loans mature in 2036.

Financial instruments

To hedge the potential volatility in future cash flows arising from movements in LIBOR and from movements in inflation, the company has entered into swap agreements with the Co-operative Bank and the Royal Bank of Scotland. The interest rate swaps result in the company paying interest and receiving LIBOR interest and effectively fix the total costs on loans and interest rate swaps at the underlying interest rate. The RPI swaps result in the company receiving or paying amounts based on the difference of actual RPI and the instrument's notional RPI. The fair value of the swaps are:

	Notional amount £	Maturity year	Fixed rate	Fair value 2019 £	Fair value 2018 £
Interest rate swap	21,917,178	2036	4.680%	9,705,611	9,115,358
RPI swap	795,188	2036	3.430%	334,044	1,527,451
	22,712,366			10,039,655	10,642,809

The derivatives are accounted for as a hedge of variable interest rate and inflation risks, in accordance with FRS 102. The cash flows arising from the interest rate and RPI swaps will continue until their maturity, coinciding with the repayment of the loans or associated RPI income streams respectively.

The change in fair value in the period is recognised in other comprehensive income as the swaps were 100% effective hedges.

BLACKBURN FUNDSCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

13. Loans

Analysis of the maturity of loans is given below:

	2019 £	2018 £
Amounts falling due within one year		
Bank loans	387,125	300,761
Subordinated loans	75,074	54,907
	<u>462,199</u>	<u>355,668</u>
Amounts falling due 1-2 years		
Bank loans	445,934	387,125
Subordinated loans	90,299	75,074
	<u>536,233</u>	<u>462,199</u>
Amounts falling due 2-5 years		
Bank loans	1,637,578	1,449,367
Subordinated loans	394,470	328,616
	<u>2,032,048</u>	<u>1,777,983</u>
Amounts falling due after more than 5 years		
Bank loans	18,893,850	19,527,995
Subordinated loans	2,260,694	2,416,847
	<u>21,154,544</u>	<u>21,944,842</u>
	<u>24,185,024</u>	<u>24,540,692</u>

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

14. Deferred taxation

	2019 £
At beginning of year	961,917
Charged to the profit or loss	(2,919)
Charged to other comprehensive income	(102,536)
At end of year	856,462

The deferred tax asset is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	(850,280)	(847,361)
Short term timing differences	1,706,742	1,809,278
	856,462	961,917

15. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
1 (2018 - 1) Ordinary share of £1.00	1	1

BLACKBURN FUNDCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

16. Related party transactions

Eric Wright FM Limited

During the year the company received management services from Eric Wright FM Limited, a company in which Eric Wright Group Limited has an interest. Eric Wright Group Limited has a 60% shareholding in the parent company of Blackburn Fundco Limited. Services totalling £298,285 (2018: £343,643) were received from Eric Wright FM Limited in the year. An amount of £nil (2018: £nil) was due to Eric Wright FM Limited as at 31 December 2019.

Eric Wright Partnerships Limited

During the year the company received management services from Eric Wright Partnerships Limited, a company in which Eric Wright Group Limited has an interest. Eric Wright Group Limited has a 60% shareholding in the parent company of Blackburn Fundco Limited. Services totalling £19,430 (2018: £18,909) were received from Eric Wright Partnerships Limited in the year. An amount of £nil (2018: £nil) was due to Eric Wright Partnerships Limited as at 31 December 2019.

Community Health Partnerships

During the year the company charged rent and property management costs to Community Health Partnerships (CHP). CHP has a 40% shareholding in the parent company of Blackburn Fundco Limited. Charges for rent and property management costs in the year totalled £2,841,460 (2018: £2,765,226). An amount of £47,000 (2018: £nil) was owed to CHP as at 31 December 2019.

The company has taken advantage of the exemption conferred by section 33.1A of FRS 102 allowing it not to disclose transactions and balances with other wholly owned subsidiaries of East Lancashire Building Partnership Limited.

17. Post balance sheet events

On 30 January, the World Health Organisation (WHO) announced Coronavirus as a global health emergency and on 11 March 2020, it announced that Coronavirus was a global pandemic. The UK subsequently entered to a lock down period which has significantly impacted many businesses nationally in terms of their ability to trade effectively.

The Directors continue to monitor and consider the financial impact of the pandemic. Overall, the fair value of swaps has changed as at the date of these financial statements however this will not affect the trading of the company.

18. Controlling party

The company is a subsidiary undertaking of East Lancashire Building Partnership Limited. East Lancashire Building Partnership Limited is a joint venture between Eric Wright Group Limited and Community Health Partnerships therefore there is no controlling party over East Lancashire Building Partnership Limited.

The largest and smallest group in which the results of the company are consolidated is that headed by East Lancashire Building Partnership Limited, Sceptre House, Sceptre Way, Bamber Bridge, Preston, PR5 6AW. The consolidated financial statements of East Lancashire Building Partnership Limited are available to the public and may be obtained from Companies House, Crown Way, Cardiff.