

**ARIANTY NO. 1 PLC**

**Report and Financial Statements**

**Year ended 30 September 2023**

**CAUTIONARY STATEMENT**

Sections of this Annual Report, including but not limited to the Directors' Report and the Strategic Report may contain forward-looking statements with respect to certain of the plans and current goals and expectations relating to the future financial condition, business performance and results of the Arianty No.1 PLC ('the Company'). These statements can be identified by the fact that they do not relate strictly to historical or current facts. They use words such as 'anticipate', 'estimate', 'expect', 'intend', 'will', 'project', 'plan', 'believe', 'target' and other words and terms of similar meaning in connection with any discussion of future operating or financial performance but are not the exclusive means of identifying such statements. These have been made by the directors in good faith using information available up to the date on which they approved this report, and the Company undertakes no obligation to update or revise these forward-looking statements for any reason other than in accordance with its legal or regulatory obligations (including under the UK Market Abuse Regulation).

By their nature, all forward-looking statements involve risk and uncertainty because they relate to future events and circumstances that are beyond the control of the Company and depend upon circumstances that may or may not occur in the future that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. There are also a number of factors that could cause actual future financial conditions, business performance, results or developments to differ materially from the plans, goals and expectations expressed or implied by these forward-looking statements and forecasts. As a result, you are cautioned not to place reliance on such forward-looking statements as a prediction of actual results or otherwise.

These factors include, but are not limited to: material impacts related to foreign exchange fluctuations; macro-economic activity; the impact of outbreaks, epidemics or pandemics, and the extent of their impact on overall demand for the Company's services and products; potential changes in dividend policy; changes in government policy and regulation (including the monetary, interest rate and other policies of central banks and other regulatory authorities in the principal markets in which the Company operates) and the consequences thereof; actions by the Company's competitors or counterparties; third party, fraud and reputational risks inherent in its operations; the UK's exit from the EU; unstable UK and global economic conditions and market volatility, including currency and interest rate fluctuations and inflation or deflation; the risk of a global economic downturn; acts of terrorism and other acts of hostility or war and responses to, and consequences of those acts; technological changes and risks to the security of IT and operational infrastructure, systems, data and information resulting from increased threat of cyber and other attacks; general changes in government policy that may significantly influence investor decisions (including, without limitation, actions taken in support of managing and mitigating climate change and in supporting the global transition to net zero carbon emissions); societal shifts in customer financing and investment needs; and other risks inherent to the industries in which the Company operates.

Nothing in this Annual Report should be construed as a profit forecast.

## STRATEGIC REPORT

### BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

Arianty No.1 PLC ('the Company') is a wholly owned subsidiary of Arianty Holdings Limited. The shares in Arianty Holdings Limited are held by Intertrust Capital Markets (UK) Limited under a Declaration of Trust for charitable purposes. The directors regard Paragon Banking Group PLC as the ultimate controlling party.

The Company was set up to provide the funding of mortgage loans acquired by the Paragon Banking Group PLC group of companies ('the Group') by using a revolving credit facility. Subsequently, the mortgage loans were sold to fellow Group companies. During the year the Company operated in the United Kingdom ('UK'), its principal activities were the provisions of first mortgage loans. During the preceding year the remaining loans were sold to another Group company. Since that date the Company has been managed with a view to the orderly settlement of its remaining assets and liabilities and its eventual closure.

As shown in the Company's profit and loss account on page 12, the Company's net interest expense was £1,000 (2022: £1,000). The loss after tax has stayed consistent at £3,000 (2022: £3,000).

The balance sheet on page 13 of the Financial Statements shows the Company's financial position at the year-end. Net assets have decreased due to the loss for the year. Details of amounts owed from and to other group companies are shown in notes 6 and 8.

No interim dividend was paid during the year (2022: £nil per share). No final dividend is proposed (2022: £nil).

The Group manages its operations on a centralised 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 Group's mortgage lending operation, which includes the Company, is discussed in the Paragon Banking Group PLC 2023 Annual Report, which does not form part of this Report.

### PRINCIPAL RISKS AND UNCERTAINTIES

The remaining assets and liabilities of the Company are minor monetary assets and liabilities, principally owed to or by fellow Group companies. There are therefore no significant risks or uncertainties relating to the financial position of the Company at the balance sheet date.

An analysis of the Company's exposure to risk, including financial risk, and the steps taken to mitigate these risks are set out in note 10.

### FUTURE PROSPECTS

The directors' intention is that the Company will be wound up once its existing assets and liabilities are settled. The accounts have therefore been prepared on the basis that the Company is not a going concern. This is further discussed in note 13.

**STRATEGIC REPORT (CONTINUED)****BOARD AND STAKEHOLDERS**

The Board is mindful of its duty to act in good faith and to promote the long-term sustainable success of the Company for the benefit of its shareholders and to fulfil the Company's purpose, having regard to the interests of all of its stakeholders. The Board confirms that, for the year ended 30 September 2023, it has acted to promote the success of the Company for the benefit of its members as a whole and continues to have due regard to the following matters insofar as they are applicable (as per section 172 (1) of the Companies Act 2006):

- a. The likely consequences of any decision in the long-term
- b. The interests of the Group's employees
- c. The need to foster the Company's business relationships with suppliers, customers and others
- d. The impact of the Company's operations on the community and the environment
- e. The desirability of the Company maintaining a reputation for high standards of business conduct
- f. The need to act fairly as between members of the Company

As part of the Group, stakeholder engagement, for stakeholder groups where there is substantial common identity between the non-shareholder stakeholders of the Company and of the Group, takes place at a group level. The Company looks to group initiatives for guidance and takes them into account in its decision making. The Company follows group policies and procedures, including those relating to the fair treatment of customers, standards of business conduct, the environment, the community and other stakeholders, insofar as they are applicable to the Company. More detail may be found in the Paragon Banking Group PLC 2023 Annual Report and Accounts and its 2023 Responsible Business Report (available on the Paragon Banking Group PLC website).

In its decision making, the Board of Directors will also have regard to the rights and interests of the holders of the Mortgage Backed Floating Rate Notes in accordance with the transaction documents under which they were issued.

As a securitisation entity the decision-making powers of the Board of Directors are limited so long as the notes remain outstanding. Key policies have been predetermined at the time of issuance and the operational roles have been assigned to third parties with their roles strictly governed by the transaction documents.

However, in considering items of business the Board makes autonomous decisions on their own merits, with a view to promoting the long-term success of the Company, taking into account those factors set out in section 172 of the Companies Act 2006 insofar as they are relevant, and the stakeholders impacted by such decisions.

Board meetings are held periodically where the directors consider Company business, including its results and performance. As a special purpose funding vehicle for the Group, the Board also reviews strategy, financial and operational performance, as well as information covering areas such as key risks and legal and regulatory compliance. This information is presented to the Board through reports sent in advance of each Board meeting and through in person presentations.

More information on the Company's impact on individual stakeholder groups is set out below.

**SHAREHOLDERS**

The Company has a single shareholder, Arianty Holdings Limited. However, the transaction documents limit this entity to a nominal interest in the risks and rewards of the business of the Company. Those risks and rewards attach to non-equity securities and fall to their holders which are companies within the Group.

**STRATEGIC REPORT (CONTINUED)****ENVIRONMENT**

The Group recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any impacts that might result from the Group's activities. The Company operates in accordance with group policies, which are described in the Paragon Banking Group PLC 2023 Annual Report, which does not form part of this Report. Further information can also be found in the Group's 2023 Responsible Business Report (published on the Paragon Banking Group PLC corporate website), which does not form part of this report.

**EMPLOYEES**

The Company has no employees. All operational services are provided by employees of the Group. The Group's employment policies are described in the Paragon Banking Group PLC 2023 Annual Report, with supplementary information included in the Group's 2023 Responsible Business Report, neither of which forms part of this report.

This Strategic Report has been drawn up and presented in accordance with, and in reliance upon, applicable English company law, in particular Chapter 4A of the Companies Act 2006, and the liabilities of the directors in connection with this report shall be subject to the limitations and restrictions provided by such law.

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



K G Allen

Director

16 February 2024

**DIRECTORS' REPORT**

The directors present their Annual Report prepared in accordance with Schedule 7 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 and the audited Financial Statements of Arianty No.1 PLC, a company registered in England and Wales with registration no: 03946857, for the year ended 30 September 2023.

**DIRECTORS**

The directors throughout the year and subsequently were:

R J Woodman

K G Allen

J P Giles

P H Whitaker

**AUDITOR**

The directors have taken all necessary steps to make themselves and the Company's auditor, KPMG LLP, aware of any information needed in preparing the audit of the Annual Report and Financial Statements for the year, and, as far as each of the directors is aware, there is no relevant audit information of which the auditor are unaware.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 (2) of the Companies Act 2006.

A resolution for the re-appointment of KPMG LLP as the auditor of the Company is to be proposed at the forthcoming Annual General Meeting.

**INFORMATION PRESENTED IN OTHER SECTIONS**

Certain information required to be included in a directors' report by the Companies Act 2006 and regulations made there under can be found in the other sections of the Annual Report, as described below. All of the information presented in these sections is incorporated by reference into this Directors' Report and is deemed to form part of this report.

- Commentary on the likely future developments in the business of the Company is included in the Strategic Report
- A description of the Company's financial risk management objectives and policies, and its exposure to risks arising from its use of financial instruments are set out in note 10 to the accounts
- Disclosure on any dividends paid during the year is included in the Strategic Report

Approved by the Board of Directors

and signed on behalf of the Board



K G Allen

Director

16 February 2024

Registered Office: 51 Homer Road, Solihull, West Midlands, B91 3QJ

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

The directors are responsible for preparing the Annual Report and the Company 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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's profit or loss for that period. In preparing each of the Company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently
- make judgements and estimates that are reasonable, relevant and reliable
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so

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 parent Company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are 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, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the directors are also responsible for preparing a Strategic Report and Directors' Report that complies with that law and those regulations.

**Responsibility statement of the directors in respect of the annual financial report**

We confirm that to the best of our knowledge:

- the financial statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the company
- the strategic report includes a fair review of the development and performance of the business and the position of the issuer, together with a description of the principal risks and uncertainties that they face

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS (CONTINUED)**

We consider the annual report and accounts, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

Approved by the Board of Directors and signed on behalf of the Board.

A handwritten signature in black ink, appearing to read 'K G Allen', written in a cursive style.

K G Allen

Director

16 February 2024



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARIANTY NO. 1 PLC**

### **Opinion**

We have audited the Financial Statements of Arianty No. 1 PLC ('the Company') for the year ended 30 September 2023 which comprise the profit and loss account, the balance sheet, statement of movement in equity and the related notes 1 to 14, including the accounting policies in note 13.

In our opinion the Financial Statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2023 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Emphasis of matter - non-going concern basis of preparation**

We draw attention to the disclosure made in note 13 to the financial statements which explains that the financial statements have not been prepared on the going concern basis for the reasons set out in that note. Our opinion is not modified in respect of this matter.

### **Fraud and breaches of laws and regulations – ability to detect**

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud.

Our risk assessment procedures included:

- Enquiring of directors and inspection of policy documentation as to the high-level policies and procedures of the Paragon Group (of which this Company is a part) to prevent and detect fraud, including the Internal Audit function, and the Company's channel for 'whistleblowing', as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Group Board minutes.
- Using analytical procedures to identify any unusual or unexpected relationships.
- Involving our forensics specialists in assessing the completeness and appropriateness of the identified fraud risk factors and associated fraud risks.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF ARIANTY NO. 1 PLC (CONTINUED)**

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the entity has not earned any revenue during the year.

We did not identify any additional fraud risks.

We also performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. This included searching for and testing those journals posted and approved by the same user, journals posted to seldom used accounts, unbalanced journal postings and those including specific descriptors.

*Identifying and responding to risks of material misstatement related to compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, through discussion with the directors and other management (as required by auditing standards) and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Whilst the Company is subject to other laws and regulations, we did not identify any others where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

*Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF ARIANTY NO. 1 PLC (CONTINUED)**

**Strategic report and directors' report**

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

**Matters on which we are required to report by exception**

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

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

We have nothing to report in these respects.

**Directors' responsibilities**

As explained more fully in their statement set out on page 6, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

**Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF ARIANTY NO. 1 PLC (CONTINUED)**

**The purpose of our audit work and to whom we owe our responsibilities**

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.



**Michael Davidson (Senior Statutory Auditor)**

**for and on behalf of KPMG LLP, Statutory Auditor**

*Chartered Accountants*

1 Sovereign Square

Sovereign Street

Leeds

LS1 4DA

16 February 2024

## PROFIT AND LOSS ACCOUNT

## YEAR ENDED 30 SEPTEMBER 2023

	Note	2023 £000	2022 £000
Interest payable and similar charges	2	(1)	(1)
Net interest income		<u>(1)</u>	<u>(1)</u>
Operating expenses		(2)	(2)
Provision for losses		<u>-</u>	<u>-</u>
Operating loss, being loss on ordinary activities before taxation	4	(3)	(3)
Tax on loss on ordinary activities	5	-	-
Loss on ordinary activities after taxation		<u><u>(3)</u></u>	<u><u>(3)</u></u>

All activities derive from continuing operations.

Interest receivable arises from financial assets held at amortised cost.

There are no recognised gains or losses, other than the loss for the current and preceding years, and consequently a separate statement of comprehensive income has not been presented.

## BALANCE SHEET

30 SEPTEMBER 2023

	Note	2023 £000	2023 £000	2022 £000	2022 £000
<b>ASSETS EMPLOYED</b>					
<b>CURRENT ASSETS</b>					
Debtors falling due within one year	6		<u>103</u>		<u>104</u>
<b>FINANCED BY</b>					
<b>EQUITY SHAREHOLDERS' FUNDS</b>					
Called up share capital	7	12		12	
Profit and loss account		<u>71</u>		<u>74</u>	
			83		86
<b>CREDITORS</b>					
Amounts falling due within one year	8		<u>20</u>		<u>18</u>
			<u>103</u>		<u>104</u>

These Financial Statements were approved by the Board of Directors on 16 February 2024.

Signed on behalf of the Board of Directors



K G Allen

Director

## STATEMENT OF MOVEMENT IN EQUITY

## YEAR ENDED 30 SEPTEMBER 2023

	Share capital £000	Profit and loss account £000	Total equity £000
<i>Total comprehensive income for the year</i>			
Loss for the year	-	(3)	(3)
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	(3)	(3)
<i>Transactions with owners</i>			
Dividends	-	-	-
Net movement in equity in the year	-	-	-
Opening equity	12	74	86
Closing equity	12	71	83

## YEAR ENDED 30 SEPTEMBER 2022

	Share capital £000	Profit and loss account £000	Total equity £000
<i>Total comprehensive income for the year</i>			
Loss for the year	-	(3)	(3)
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	(3)	(3)
<i>Transactions with owners</i>			
Dividends	-	-	-
Net movement in equity in the year	-	-	-
Opening equity	12	77	89
Closing equity	12	74	86

**NOTES TO THE ACCOUNTS****YEAR ENDED 30 SEPTEMBER 2023****1. GENERAL INFORMATION**

Arianty No. 1 PLC ('the Company') is a company domiciled in the United Kingdom and incorporated in England and Wales under the Companies Act 2006 with company number 03946857. The address of the registered office is 51 Homer Road, Solihull, West Midlands, B91 3QJ. The nature of the Company's operations and its principal activities are set out in the Strategic Report.

These financial statements are presented in pounds sterling, which is the currency of the economic environment in which the Company operates.

The remaining notes to the accounts are organised into three sections:

- Analysis – providing further analysis and information on the amounts shown in the primary financial statements
- Financial Risk – providing information on the Company's management of its principal financial risks
- Basis of preparation – providing details of the Company's accounting policies and of how they have been applied in the preparation of the financial statements



## NOTES TO THE ACCOUNTS - ANALYSIS

## YEAR ENDED 30 SEPTEMBER 2023

*The notes set out below give more detailed analysis of the balances shown in the primary financial statements and further information on how they relate to the operations, results and financial position of the Company.*

**2. INTEREST PAYABLE AND SIMILAR CHARGES**

	<b>2023</b>	<b>2022</b>
	<b>£000</b>	<b>£000</b>
Interest payable from group companies	1	1

All interest payable on financial liabilities relates to financial liabilities held at amortised cost.

**3. DIRECTORS AND EMPLOYEES**

Directors' fees from the Company during the year is stated in note 4.

The Company had no employees in the current or preceding years. All administration is performed by employees of the Group. The directors of the Company, with the exception of P H Whitaker, are employed by Paragon Finance PLC, and their remuneration is disclosed within the financial statements of that company, which do not form part of this Report.

**4. OPERATING LOSS, BEING LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION**

	<b>2023</b>	<b>2022</b>
	<b>£000</b>	<b>£000</b>
Operating loss is after charging:		
Directors' fees	2	2

The Company's audit fee for the current year of £1,000 (2022: £1,000) was paid by the ultimate parent company, Paragon Banking Group PLC. Non audit fees provided to the Group are disclosed in the accounts of the parent company and the exemption from disclosure of fees payable to the Company's auditor in respect to non-audit services in these Financial Statements has been taken.

## NOTES TO THE ACCOUNTS - ANALYSIS

## YEAR ENDED 30 SEPTEMBER 2023

## 5. TAX ON LOSS ON ORDINARY ACTIVITIES

## a) Tax credit for the year

	2023 £000	2022 £000
Current tax		
Corporation tax	-	-
Adjustment in respect of prior periods	-	-
Total current tax	<u>-</u>	<u>-</u>

## b) Factors affecting the tax credit for the year

	2023 £000	2022 £000
Loss before tax	(3)	(3)
UK corporation tax at 22% (2022: 19%) based on the loss for the year	(1)	-
Effects of:		
Creation of losses	1	-
Prior period credit	-	-
Tax credit for the year	<u>-</u>	<u>-</u>

The standard rate of corporation tax in the UK applicable to the Company in the period was 22.0% (2022: 19.0%), based on currently enacted legislation. During the previous period, legislation was substantively enacted that increased the rate to 25.0% with effect from 1 April 2023 resulting in an effective rate of 22.0% for the current period and 25.0% for future periods.

## 6. DEBTORS

	2023 £000	2022 £000
Amounts falling due within one year:		
Other debtors	103	104
	<u>103</u>	<u>104</u>

## 7. CALLED UP SHARE CAPITAL

	2023 £	2022 £
Allotted:		
50,000 ordinary shares of £1 each (25p called up and paid)	<u>12,500</u>	<u>12,500</u>

## NOTES TO THE ACCOUNTS - ANALYSIS

YEAR ENDED 30 SEPTEMBER 2023

## 8. CREDITORS

	<b>2023</b>	<b>2022</b>
	<b>£000</b>	<b>£000</b>
Amounts falling due within one year:		
Amounts due to group companies	20	18
	<u>20</u>	<u>18</u>

## 9. RELATED PARTY TRANSACTIONS

**Transactions with the Mortgage Trust group**

Under an agreement entered into on 28 December 2000 with Mortgage Trust Limited ('MTL'), a company under common control as defined by IAS 24 - 'Related Party Disclosures' ('IAS 24'), the Company bought mortgages intraday which were originated by MTL at net book value. MTL also provided credit and threshold margin support for these mortgages.

The business of MTL was transferred to Mortgage Trust Services PLC ('MTS') on 1 October 2003, under the novation agreement then dated, and consequently, since that date, MTS have been the servicer.

At the balance sheet date the Company was owed £103,000 (2022: £104,000) by MTS in relation to monies paid by the Company, which is included in other debtors.

**NOTES TO THE ACCOUNTS – FINANCIAL RISK****YEAR ENDED 30 SEPTEMBER 2023**

*The note below describes the processes and measurements which the Company use to manage their exposure to financial risks including credit, liquidity, interest rate and foreign exchange risk.*

**10. FINANCIAL RISK MANAGEMENT**

The directors do not consider that the Company is exposed to any significant financial risks. The Company's primary financial assets and liabilities are with other group companies; therefore the directors do not consider that the Company is exposed to any significant cash flow, credit or liquidity risks.

**NOTES TO THE ACCOUNTS – BASIS OF PREPARATION****YEAR ENDED 30 SEPTEMBER 2023**

*The notes set out below describe the accounting basis on which the Company prepare their accounts, the particular accounting policies adopted by the Company and the principal judgements and estimates which were required in the preparation of the financial statements.*

*They also include other information describing how the accounts have been prepared required by legislation and accounting standards.*

**11. BASIS OF PREPARATION**

The Financial Statements have been prepared in accordance with applicable United Kingdom ('UK') accounting standards. Disclosures have been made in accordance with Financial Reporting Standard 101 – 'Reduced Disclosure Framework' ('FRS 101').

As permitted by FRS 100 – 'Application of Financial Reporting Requirements' ('FRS 100') the Company has applied the measurement and recognition requirements of International Financial Reporting Standards as adopted by the UK (UK-adopted international accounting standards) ('UK-IAS') but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of disclosure exemptions provided by FRS 101 has been taken.

The particular accounting policies adopted have been set out in note 13.

**Adoption of new and revised reporting standards**

In the preparation of these financial statements, no new accounting standards are being applied for the first time.

**Standards not yet adopted**

There are no standards and interpretations in issue but not effective which address matters relevant to the Company's accounting and reporting.

**Disclosures**

In preparing these financial statements the Company has taken advantage of the exemptions from disclosure provided by FRS 101 in respect of:

- The requirement to produce a cash flow statement and related notes
- Disclosures in respect of transactions with wholly owned subsidiaries
- Disclosures in respect of capital management
- The effects of new, but not yet effective IFRSs
- Disclosures in respect of key management personnel
- Disclosures of transactions with a management entity which provides key management personnel services to the Company

As the consolidated financial statements of Paragon Banking Group PLC, the ultimate parent undertaking of the Company, include equivalent disclosures the Company has also taken advantage of these further exemptions provided by FRS 101:

- Certain disclosures required by IFRS 13 – 'Fair Value Measurement'
- Certain disclosures required by IFRS 7 – 'Financial Instruments Disclosures'

The Company presently intends to continue to apply these exemptions in future periods.

**NOTES TO THE ACCOUNTS – BASIS OF PREPARATION****YEAR ENDED 30 SEPTEMBER 2023****12. RESTRICTION ON OPERATIONS**

The ability of the Company to engage in any activity other than those associated with the purchase, servicing and subsequent securitisation of mortgages is restricted by agreements entered into by the Company with, among others, MTL as servicer and Citicorp Trustee Company Ltd as security agent.

Under the terms of the servicing agreement, MTL was appointed to service the mortgages. The business of MTL was transferred to MTS on 1 October 2003, under the novation agreement then dated, and consequently, since that date, MTS have been the servicer.

**13. ACCOUNTING POLICIES**

The particular policies applied by the Company in preparing these financial statements in accordance with the measurements and recognition requirements of UK-IAS are described below.

**Accounting convention**

The financial statements have been prepared under the historical cost convention, except as required in the valuation of certain financial instruments which are carried at fair value.

**Going concern**

In accordance with IAS 1 – ‘Presentation of Financial Statements’ a company may only present its financial statements on a going concern basis if management do not intend to liquidate the company or cease trading.

Following the disposal of its loan assets in September 2021, the Company has effectively ceased to trade, and the intention of the directors is to settle its remaining assets and liabilities in an orderly fashion and, in due course, dissolve the Company. The directors have considered the available resources of the Company and concluded that all liabilities will be settled in full.

Due to the effective cessation of trade, these financial statements have not been prepared on a going concern basis, but due to the nature of the remaining assets and liabilities, the amounts presented do not differ from the values which would have been presented had the going concern basis been adopted.

**Cash at bank**

Balances shown as cash at bank in the balance sheet comprise demand deposits and short-term deposits with banks with initial maturities of not more than 90 days.

**Current tax**

The charge for taxation represents the expected UK corporation tax and other income taxes arising from the Company’s profit for the year. This consists of the current tax which will be shown in tax returns for the year and tax deferred because of temporary differences. This in general, represents the tax impact of items recorded in the current year but which will impact tax returns for periods other than the one in which they are included in the financial statements.

**NOTES TO THE ACCOUNTS – BASIS OF PREPARATION****YEAR ENDED 30 SEPTEMBER 2023****13. ACCOUNTING POLICIES (CONTINUED)****Amounts owed by or to group companies**

The balances owed by or to other group companies are carried at the current amount outstanding less any provision. Where balances owing between group companies fall within the definition of either financial assets or financial liabilities given in IAS 32 – ‘Financial Instruments – Presentation’ they are classified as assets or liabilities at amortised cost as defined by IFRS 9.

**Revenue**

The revenue of the Company comprises interest receivable and similar charges and other income. The accounting policy for the recognition of each element of revenue is described separately within these accounting policies.

**14. ULTIMATE PARENT UNDERTAKING**

The directors consider that the ultimate parent undertaking is Arianty Holdings Limited. The smallest and largest group into which the Company is consolidated is that of Paragon Banking Group PLC, registered in England and Wales.

The shares in Arianty Holdings Limited are held by Intertrust Capital Markets (UK) Limited under a Declaration of Trust for charitable purposes. The directors regard Paragon Banking Group PLC as the ultimate controlling party.

Copies of the consolidated financial statements may be obtained from the Company Secretary, 51 Homer Road, Solihull, West Midlands, B91 3QJ.