

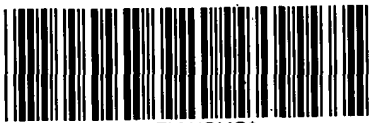
KRF Management Limited

REPORT AND FINANCIAL STATEMENTS

31 July 2015

Company Registration No. 3749715 (England & Wales)

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KRF Management Limited

CONTENTS

	Page No's
DIRECTORS AND ADVISORS	1
DIRECTORS' REPORT	2
STATEMENT OF DIRECTORS' RESPONSIBILITIES	3
INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF KRF MANAGEMENT LIMITED	4-5
INCOME STATEMENT	6
BALANCE SHEET	7
CASH FLOW STATEMENT	8
STATEMENT OF CHANGES IN SHAREHOLDER'S EQUITY	9
NOTES TO THE FINANCIAL STATEMENTS	10-16

KRF Management Limited

DIRECTORS AND ADVISORS

DIRECTORS

Wilmington Trust SP Services (London) Limited
M Filer
Andreas Demosthenous appointed 30 January 2015
M McDermott resigned 30 January 2015

REGISTERED OFFICE

Third Floor
1 King's Arms Yard
London
EC2R 7AF

BANKERS

HSBC Bank plc
18a, Curzon Street
London
W1J 7LA

AUDITORS

Moore Stephens
6 Ridge House
Ridgehouse Drive
Festival Park
Stoke-on-Trent
Staffordshire
ST1 5TL

SECRETARY

Wilmington Trust SP Services (London) Limited

KRF Management Limited

DIRECTORS' REPORT

The directors submit their report and the financial statements of KRF Management Limited for the year ended 31 July 2015.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The principal activity of the company is the provision of management services to its parent company Keele Residential Funding plc. For the period to 31st July 2015, the company achieved total income of £89,525 (2014: £88,943) and the result for the period was a profit of £11,798 (2014: £11,845).

No dividend was proposed or paid. (2014: £10,000 per share).

GOING CONCERN

The directors confirm that they are satisfied that the company has adequate resources to continue in business for the foreseeable future. For this reason they have adopted the going concern basis in preparing these accounts.

POLITICAL AND CHARITABLE DONATIONS

During the period the company made no political or charitable donations.

DIRECTORS

The following directors have held office during the year:

Wilmington Trust SP Services (London) Limited
M Filer
Andreas Demosthenous appointed 30 January 2015
M McDermott resigned 30 January 2015

AUDIT INFORMATION

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

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the Company's auditors in connection with preparing their report and to establish that the Company's auditors are aware of that information.

AUDITORS

A resolution to reappoint Moore Stephens, Chartered Accountants & Registered Auditors, as auditors will be put to the members at the Annual General Meeting.

By order of the board



M Filer

On behalf of Wilmington Trust SP Services (London) Ltd
Director
Third Floor
1 King's Arms Yard
London
EC2R 7AF

24 November 2015

KRF Management Limited

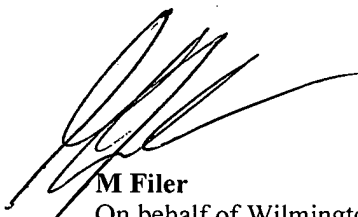
STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with IFRS as adopted by the European Union;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.



M Filer
On behalf of Wilmington Trust SP Services (London) Ltd
Director

24 November 2015

KRF Management Limited

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF KRF MANAGEMENT LIMITED

We have audited the financial statements of KRF Management Limited for the year ended 31 July 2015 which are set out on pages 6 to 16. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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.

Respective responsibilities of directors and auditor

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion:

- the financial statements give a true and fair view of the state of the company's affairs as at 31 July 2015 and of the company's result for the year then ended;
- the financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

KRF Management Limited

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF KRF MANAGEMENT LIMITED

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Moore Stephens

Ashley M Conway (Senior Statutory Auditor)

For and on behalf of Moore Stephens, Statutory Auditor
Chartered Accountants
6 Ridge House
Ridgehouse Drive
Stoke on Trent
Staffordshire
ST1 5TL

25/11/2015

KRF Management Limited
INCOME STATEMENT
For the year ended 31st July 2015

	Note	2015 £	2014 £
CONTINUING OPERATIONS			
REVENUE	4	89,525	88,943
Fees payable		<u>(62,428)</u>	<u>(62,023)</u>
Gross Profit		27,097	26,920
Administration expenses		<u>(15,299)</u>	<u>(15,075)</u>
PROFIT FROM OPERATIONS	5	11,798	11,845
Finance income		<u>-</u>	<u>-</u>
PROFIT BEFORE TAX		11,798	11,845
Taxation on profit on ordinary activities	7	<u>-</u>	<u>-</u>
PROFIT FOR THE YEAR		11,798	11,845
Ordinary Dividend on Equity Shares		-	(20,000)
ATTRIBUTABLE TO: EQUITY HOLDERS OF THE COMPANY		<u>11,798</u>	<u>(8,155)</u>

No separate Statement of Other Comprehensive Income has been presented as all such gains and losses have been dealt with in the Income Statement.

KRF Management Limited

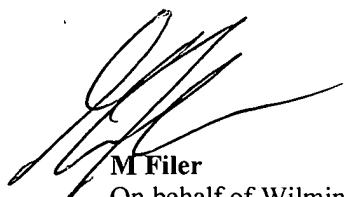
BALANCE SHEET

as at 31 July 2015

	Note	2015 £	2014 £
CURRENT ASSETS			
Cash and cash equivalents	8	26,538	8,272
TOTAL CURRENT ASSETS		<u>26,538</u>	<u>8,272</u>
CURRENT LIABILITIES			
Trade and other payables	9	(9,922)	(3,454)
TOTAL CURRENT LIABILITIES		<u>(9,922)</u>	<u>(3,454)</u>
NET ASSETS		<u>16,616</u>	<u>4,818</u>
EQUITY			
Share capital	11	2	2
Retained earnings		16,614	4,816
ISSUED CAPITAL AND RESERVES ATTRIBUTABLE TO EQUITY HOLDERS		<u>16,616</u>	<u>4,818</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements on pages 6 to 16 were approved by the board of directors and authorised for issue on 24 November 2015 and were signed on its behalf by:



M Filer
On behalf of Wilmington Trust SP Services (London) Ltd
Director

KRF Management Limited

CASH FLOW STATEMENT

For the year ended 31 July 2015

	Note	2015	2014
		£	£
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(loss) for the year		11,798	(8,155)
<i>Adjustments for:</i>			
Dividend payable		-	20,000
OPERATING PROFIT BEFORE MOVEMENT IN WORKING CAPITAL		11,798	11,845
Increase/(decrease) in trade and other payables		6,468	(624)
CASH GENERATED BY OPERATIONS		18,266	11,221
Income tax paid		-	-
NET CASH FLOW FROM OPERATING ACTIVITIES		18,266	11,221
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid		-	(20,000)
NET CASH FLOW FROM FINANCING ACTIVITIES		-	(20,000)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		18,266	(8,779)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		8,272	17,051
CASH AND CASH EQUIVALENTS AT END OF YEAR	8	26,538	8,272

KRF Management Limited

STATEMENT OF CHANGES IN SHAREHOLDER'S EQUITY

For the year ended 31 July 2015

	Share capital £	Retained earnings £	Total £
At 31 July 2013	2	12,971	12,973
Total recognised income and expense – profit for the year after dividend	-	(8,155)	(8,155)
At 31 July 2014	2	4,816	4,818
Total recognised income and expense – loss for the year after dividend	-	11,798	11,798
At 31 July 2015	2	16,614	16,616

KRF Management Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 July 2015

1. GENERAL INFORMATION

KRF Management Limited ("the company") is incorporated and trades in the United Kingdom. The financial statements have been prepared and approved by the directors in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1. STATEMENT OF COMPLIANCE

The financial statements have been prepared and approved by the directors in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU with the exception of those standards in issue but not in force.

The directors consider that none of the EU adopted International Financial Reporting Standards (IFRSs) in issue but not in force at the balance sheet date will have a material impact on these financial statements.

The directors have also considered International Financial Reporting Standards (IFRSs) which have not been endorsed by the EU and which are in issue but not in force at the balance sheet date. IFRS 9 – Financial Instruments imposes changes to the classification and measurement of financial assets and liabilities, however the directors believe that the adoption of this standard will not have a significant impact on these financial statements.

2.1. BASIS OF PREPARATION

The financial statements are prepared on the historical cost basis.

2.2. REVENUE

Revenue is measured at the fair value of the consideration received or receivable and represents fees receivable in respect of the company's principal activity, net of discounts, VAT and other sales related taxes.

2.3. FINANCE COSTS

Interest payable is recognised in the income statement as it accrues, using the effective interest method.

2.4. FINANCE INCOME

Interest income is recognised in the income statement as it accrues, using the effective interest method.

2.5. TAXATION AND DEFERRED TAXATION

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

KRF Management Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 July 2015

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future profits will be available against which the asset can be utilised.

2.6. FINANCIAL ASSETS

Financial assets are initially measured at fair value plus transaction costs on the date that right to receive economic benefit becomes unconditional. Subsequent measurement is as follows:

2.6.1. Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

2.6.2. Derecognition of financial assets

The company derecognises a financial asset only when the contractual rights to the cash-flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

2.7. FINANCIAL LIABILITIES AND EQUITY INSTRUMENTS ISSUED BY THE COMPANY

2.7.1. Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

2.7.2. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

2.7.3. Financial liabilities

Liabilities consist of trading accounts payable and other liabilities. Upon initial recognition, liabilities are stated at fair value including transaction costs. In the periods thereafter, liabilities are carried at amortised cost.

2.7.4. Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the company's obligations are discharged, cancelled or expire.

3. ACCOUNTING ESTIMATES AND JUDGEMENTS

There were no significant management estimates and assumptions required in the provision of the financial statements which warrant disclosure.

KRF Management Limited
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 July 2015

4. REVENUE

An analysis of the company's revenue is as follows:

	2015	2014
	£	£
<i>Continuing operations:</i>		
Fees for the provision of management services	89,525	88,943

5. PROFIT FROM OPERATIONS

Profit for the year has been arrived at after charging:

	2015	2014
	£	£
<i>Auditors' remuneration</i>		
Audit services		
- Statutory audit	2,500	2,500
- Taxation services	500	500
	<u>3,000</u>	<u>3,000</u>

No benefits in kind have been paid to the auditors.

6. STAFF COSTS

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows:

	2015	2014
Head office and administration	<u>2</u>	<u>2</u>

Staff remuneration in the year ended 31 July 2015 amounted to £nil (2014 - £nil)

Key management and directors' remuneration

The key management of the company comprises the directors only. Their remuneration is paid by Wilmington Trust SP Services (London) Limited

7. INCOME TAX EXPENSE

	2015	2014
	£	£
<i>Recognised in the income statement:</i>		
Total current tax	-	-
Total deferred tax	-	-
Total tax expense in income statement	<u>-</u>	<u>-</u>

KRF Management Limited
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 July 2015

<i>Reconciliation of effective tax rate</i>	2015	2014
	£	£
Profit before tax	<u>11,798</u>	<u>11,845</u>
Tax using the UK corporation tax rate of 20% (2014:23%)	2,360	2,724
EFFECT OF:		
Group relief	(2,360)	(2,724)
Total current tax charge and effective rate of tax	<u>-</u>	<u>-</u>

8. CASH AND CASH EQUIVALENTS

	2015	2014
	£	£
Cash at bank and in hand	<u>26,538</u>	<u>8,272</u>

9. TRADE AND OTHER PAYABLES

<i>Amounts falling due within one year:</i>	2015	2014
	£	£
Trade payables	5,889	-
Accruals and deferred income	3,031	3,032
Social Security and other taxes	1,002	422
	<u>9,922</u>	<u>3,454</u>

10. FINANCIAL INSTRUMENTS

10.1. CAPITAL RISK MANAGEMENT

The company manages its capital to ensure it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

10.2. SIGNIFICANT ACCOUNTING POLICIES

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2 to the financial statements.

KRF Management Limited
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 July 2015

10.3. CATEGORIES OF FINANCIAL INSTRUMENTS

FINANCIAL ASSETS

	2015	2014
	£	£
Loans and other receivables	-	-

FINANCIAL LIABILITIES

	2015	2014
	£	£
Loans and other payables	9,922	3,454

10.4. FINANCIAL RISK MANAGEMENT

The company's activities potentially expose it to a variety of financial risks that include the effects of changes in debt market prices, credit risks, liquidity and interest rates. The company has in place risk management policies that seek to limit the adverse effects on the financial performance of the company by using various instruments and techniques. The directors do not believe that the company is subject to significant finance risk or market risk.

Risk management policies have been set by the Board and applied by the company.

10.4.1. Foreign exchange risk

The company does not enter into transactions or hold balances in foreign currencies and is therefore not exposed to foreign exchange risk.

10.4.2. Interest rate risk

The company operates an interest rate policy designed to minimise interest costs and reduce volatility in reported earnings. This policy is achieved by maintaining a target range of fixed and floating rate debt as required for discrete annual periods, over a defined time horizon.

10.4.3. Credit risk

The company's financial assets are bank balances and cash, trade and other receivables, which represent the company's maximum exposure to credit risk in relation to financial assets.

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

10.4.4. Liquidity risk

The company actively maintains facilities that are designed to ensure the company has sufficient funds for operations

KRF Management Limited
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 July 2015

10.5. ANALYSIS BY CURRENCY

Cash and cash equivalents

	2015 £	2014 £
Sterling	<u>26,538</u>	<u>8,272</u>

10.6. UNDRAWN COMMITTED BORROWING FACILITIES

At the year-end the company had no undrawn committed borrowing facilities (2014: Nil).

10.7. FAIR VALUE OF BORROWINGS AND CASH AND CASH EQUIVALENTS

The comparison of book and fair values of all the company's financial assets and liabilities at the period end is set out below:

	2015		2014	
	Book value £	Fair value £	Book value £	Fair value £
Cash at bank and in hand	26,538	26,538	8,272	8,272
Trade and other receivables	-	-	-	-
Trade and other payables	(9,922)	(9,922)	(3,454)	(3,454)
	<u>16,616</u>	<u>16,616</u>	<u>4,818</u>	<u>4,818</u>

The following methods and assumptions were used in estimating fair values for financial instruments:

Short-term borrowings, cash and deposits approximate to book value due to their short maturities.

11. SHARE CAPITAL

	Authorised Ordinary shares of £1 each
	Number
At beginning and end of the period	10,000
	<u> </u>
	Allotted, called up and fully paid Ordinary shares of £1 each
	Number
At beginning and end of the period	2
	<u> </u>

Each of the ordinary shares carries one vote per share and is entitled to dividends at the discretion of the directors. There are no restrictions on any of the shares.

KRF Management Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 July 2015

12. RELATED PARTY TRANSACTIONS

During the period £89,525 (2014: £88,943) was charged to Keele Residential Funding plc for the provision of management services and also during the year Keele Residential Funding plc charged the company fees totalling £62,428 (2014: £62,023).

At the year end the company was owed £ Nil (2014: £ Nil) from Keele Residential Funding plc.

During the year £7,302 (2014: £7,155) was charged by the Wilmington Trust SP Services (London) Limited for the provision of corporate services. Wilmington Trust SP Services (London) Limited is a director of KRF Management Limited and Mr Filer is a director of Wilmington Trust SP Services (London) Limited.

13. POST BALANCE SHEET EVENTS

There are no reportable post-balance sheet events.

14. CONTINGENT LIABILITIES

There are no contingent liabilities to report.

15. ULTIMATE CONTROLLING PARTY

The parent company is Keele Residential Funding plc which in turn is a wholly owned subsidiary of KRF Holdings Limited. Copies of the consolidated accounts can be obtained from Companies House Cardiff.

The ultimate controlling party is the Millslade Charitable Trust. The 'B' & 'C' Ordinary share capital of the ultimate parent company, KRF Holdings Limited, is held by Wilmington Trust SP Services (London) Limited, on trust for the benefit of the Millslade Charitable Trust, and these shares have specific rights attached which would define the trust as having ultimate control.