Company Registration No. 121092

TVL FINANCE PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

TVL FINANCE PLC

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TVL FINANCE PLC

COMPANY INFORMATION

DIRECTORS

Craig Bonnar (Appointed 31 December 2020)
Joanna Boydell

COMPANY SECRETARIES

Joanna Boydell
Crestbridge Corporate Services Limited

REGISTERED OFFICE

47 Esplanade
St Helier
Jersey
JE1 0BD

BANKERS

Barclays PLC
1 Churchill Place
London
E14 5HP

SOLICITORS

Addleshaw Goddard
Milton Gate
60 Chiswell Street
London
EC1Y 4AG

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Embankment Place
London
WC2N 6RH

TVL FINANCE PLC

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2020

The Directors present the audited financial statements for the year ended 31 December 2020.

Incorporation
TVL Finance Plc (the "Company") was formed on 15 April 2016. On 15 April 2016 the Company commenced trading.

Principal activities
The Statement of income and retained earnings account for the year is set out on page 7. The principal activities of the Company are as a financing company within the Thame and London Limited consolidated group of companies (the 'Travelodge' group).

Directors
The Directors, who served throughout the year and up to the date of signing the financial statements, were as follows:
Craig Bonnar (Appointed 31 December 2020)
Joanna Boydell
Peter Gowers (Resigned 31 December 2020)
Brian Wallace (Resigned 4 September 2020)

None of the Directors holds any interest in the shares of the Company.

Results for the year
During the year the Company made a result after tax of £nil (2019: £nil).

Dividends
The Directors do not recommend the payment of a dividend.

Going Concern
The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate controlling parent company Thame and London Limited. The Directors have received confirmation that Thame and London Limited intends to support the company for at least one year after these financial statements are signed. However, we are likely to continue to be subject to the impact of Covid-19 and at this stage, we are unable to predict with any certainty the extent or duration of this impact on the Group. There are severe but plausible downside scenarios in which the Group and Company would not have adequate resources to continue as a going concern for the foreseeable future. This indicates the existence of a material uncertainty which may cast significant doubt about the Group's and Company's ability to continue as a going concern. The Consolidated Financial Statements, as drafted, do not include the adjustments that would result if the Group or Company were unable to continue as a going concern. The Financial Statements, as drafted, do not include the adjustments that would result if the Group was unable to continue as a going concern. Further disclosure can be found in Note 2.1 of the Thame and London Limited financial statements.

Secretaries
The secretaries of the Company during the year to 31 December 2020 and subsequently were as follows:
Joanna Boydell
Crestbridge Corporate Services Limited

Independent Auditors
The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

Registered Office
47 Esplanade
St Helier
Jersey
JE1 0BD

By order of the Board

Joanna Boydell
Company Secretary

23 April 2021

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for 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 (Jersey) Law.

Directors' confirmations
Each of the directors, whose names and functions are listed in company information confirm that, to the best of their knowledge:

- the company financial statements, which have been prepared in accordance with United Kingdom Accounting Standards, comprising FRS 102, give a true and fair view of the assets, liabilities, financial position and result of the company; and
- the directors' report includes a fair review of the development and performance of the business and the position of the company, together with a description of the principal risks and uncertainties that it faces.

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the Board

Joanna Boydell
Director

23 April 2021

Independent auditors' report to the members of TVL Finance plc

Report on the audit of the financial statements (continued)

Opinion

In our opinion, TVL Finance plc's financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its result for the year then ended;
- have been properly prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies (Jersey) Law 1991.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2020; the Statement of Income and Retained Earnings for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

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

Independence

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

Material uncertainty related to going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1.6 to the financial statements concerning the Company's ability to continue as a going concern. The Company is reliant on the support of its parent company, Thame and London Limited ("the Parent Company") and a letter of support is in place to provide financial support to the Company if required. The following paragraphs describe the material uncertainty related to the going concern of the Parent Company and its subsidiaries ("the Group") and hence to the Company.

The global pandemic has had a significant impact on the hotel sector, with the Group's hotels being closed for a significant period during 2020 and 2021 to date. The Group entered into a CVA in June 2020, as part of which it negotiated a significant rent reduction of £140m to the end of 2021, fully drew down on its existing facilities other than the £30m letter of credit facility, obtained additional funding and took advantage of government support schemes. The Group agreed covenant waivers on pre-existing financial covenants until September 2021 and agreed revised covenant terms with its lenders. The revised revolving credit facility introduces a £10m minimum liquidity covenant for the period of the net leverage covenant waiver and the new super senior facility also has the £10m minimum liquidity covenant and a new minimum EBITDA covenant, tested from June 2022. In light of the ongoing global pandemic, there remain significant uncertainties over the short term in respect of the impact that this will continue to have on the Group and the wider industry in which it operates.

Management's basis of preparation in note 2 to the Thame and London Limited financial statements sets out the key assumptions in respect of both the base case and severe but plausible downside forecasts.

Independent auditors' report to the members of TVL Finance plc

Report on the audit of the financial statements (continued)

In respect of the base case, this currently forecasts sufficient liquidity for the going concern period, however it is sensitive to the timing of the easing of government restrictions and the speed of recovery of demand for hotel accommodation as well as any further increases in government restrictions as a result of Covid-19, including further lockdowns in the going concern period. In the event of any of these downsides transpiring then changes to the minimum liquidity or leverage covenants and further liquidity may be required in December 2021, or earlier if there is a combination of factors or a longer lockdown as detailed in the severe but plausible downside scenarios outlined in note 2 of the Thame and London Limited financial statements.

These conditions, along with the other matters explained in note 1.6 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Company were unable to continue as a going concern.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Audit procedures performed

Our evaluation of the directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included:

- obtaining the directors' paper and supporting models that support the assessment and conclusions with respect to the going concern status of the Group and Company;
- reviewing the letter of support from the Parent Company to confirm that this financial support applies for a period of at least a year from the date of signing these financial statements; and
- evaluating the directors' assessment of the estimated speed of recovery of demand for hotel accommodation and the potential impact of further government restrictions as a result of Covid-19 including further lockdowns, changes to the timing of contractual cash flows, and the ability of the Group to manage costs, agreeing to evidence where available and ensuring they align to our understanding of the business. Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

In assessing the impact of the scenarios referred to in note 2 of the Thame and London Limited financial statements we performed the following procedures on the Directors' assessment that the Group and Company will continue as a going concern:

- agreed the underlying cash flow projections to management approved forecasts, and assessed how these forecasts are compiled;
- checked the mathematical accuracy of the spreadsheet used to model future financial performance;
- assessed the accuracy of management's forecasts by reviewing historical performance against budget, current year to date performance and bookings and in the context of third-party industry and analysts' reports where available;
- applied appropriate sensitivities to the growth projections where required;
- assessed the impact of the mitigating factors available to management in respect of reducing cash flows over the going concern period;
- reviewed loan agreements and terms and ensured covenant calculations were in line with the agreements and determined in what circumstances there was a risk that the covenants may be breached; and
- assessed whether the disclosures in the financial statements reflect the going concern assessment and adequately explain the material uncertainty.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Independent auditors' report to the members of TVL Finance plc

Report on the audit of the financial statements (continued)

Our audit approach

Overview

Audit scope

- The focus of our work was the entity TVL Finance plc, which holds the Group's listed debt.

Key audit matters

- Covid-19

Materiality

- Overall materiality: £2,500,000 (2019: £3,000,000) based on 1% of total external debt, capped at 95% of the Group materiality.
- Performance materiality: £1,900,000.

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements.

Capability of the audit in detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined in the Auditors' responsibilities for the audit of the financial statements section, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the Company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation and Data Protection Regulation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies (Jersey) Law 1991. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate reported results. Audit procedures performed by the engagement team included:

- Evaluating management's controls designed to prevent and detect irregularities;
- Making enquiries with management, including consideration of known or suspected instances of non-compliance with laws and regulations;
- Reviewing Board meeting and other minutes to identify any non-compliance; and
- Testing unusual or unexpected journal entries.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements.

Independent auditors' report to the members of TVL Finance plc

Report on the audit of the financial statements (continued)

Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to going concern, described in the Material uncertainty related to going concern section above, we determined the matters described below to be the key audit matters to be communicated in our report. This is not a complete list of all risks identified by our audit.

Covid-19 is a new key audit matter this year. Otherwise, the key audit matters below are consistent with last year.

Key audit matter	How our audit addressed the key audit matter
Covid-19 Management and the Board have considered the potential impact of the Covid-19 global pandemic on the current and future operations of the Company and the wider group. In doing so, management has had particular focus on the Group's ability to continue as a going concern. Management's assessment of going concern is explained in note 1.6 to the financial statements.	Our work and conclusions reached in respect of going concern are detailed within the 'Material uncertainty related to going concern' section above.

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the company, the accounting processes and controls, and the industry in which it operates.

The focus of our work was the entity TVL Finance plc, which holds the Group's listed debt.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Independent auditors' report to the members of TVL Finance plc

Report on the audit of the financial statements (continued)

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Overall company materiality	£2,500,000 (2019: £3,000,000).
How we determined it	1% of total external debt, capped at 95% of the Group materiality
Rationale for benchmark applied	The external debt is the only significant balance in this entity

We use performance materiality to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Our performance materiality was 75% of overall materiality, amounting to £1,900,000 for the Company financial statements.

In determining the performance materiality, we considered a number of factors - the history of misstatements, risk assessment and aggregation risk and the effectiveness of controls - and concluded that an amount at the upper end of our normal range was appropriate.

We agreed with those charged with governance that we would report to them misstatements identified during our audit above £120,000 (2019: £150,000) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' responsibilities in respect of the financial statements , the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Independent auditors' report to the members of TVL Finance plc

Report on the audit of the financial statements (continued)

Auditors' responsibilities for the audit of the financial statements

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

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

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

Use of this report

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Article 113A of the Companies (Jersey) Law 1991 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies (Jersey) Law 1991 exception reporting

Under the Companies (Jersey) Law 1991 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- proper accounting records have not been kept by the Company, or proper 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.

We have no exceptions to report arising from this responsibility.

Nigel Reynolds
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
23 April 2021

TVL FINANCE PLC

STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 DECEMBER 2020

	Notes	**Year ended 31 December 2020 £m**	**Year ended 31 December 2019 £m**
OPERATING RESULT	3	**-**	**-**
Interest receivable and similar income	4	27.2	30.5
Interest payable and similar expenses	5	(27.2)	(30.5)
RESULT BEFORE TAXATION		**-**	**-**
Tax on result	6	-	-
RESULT FOR THE FINANCIAL YEAR	11	**-**	**-**
Retained earnings at 1 January	11	-	-
RETAINED EARNINGS AT 31 DECEMBER	11	**-**	**-**

There was no other comprehensive income for the year other than as shown above. There is no material difference between the result before taxation and the result for the financial year stated above and their historical cost equivalents.

All results are derived from continuing operations.

TVL FINANCE PLC

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2020

	Note	31 December 2020 £m	31 December 2019 £m
CURRENT ASSETS			
Debtors	7	509.7	447.5
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	8	(5.3)	(5.8)
NET CURRENT ASSETS		504.4	441.7
TOTAL ASSETS LESS CURRENT LIABILITIES		504.4	441.7
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR			
Bond related debt	9	(494.8)	(432.1)
NET ASSETS		9.6	9.6
CAPITAL AND RESERVES			
Called up share capital	10	-	-
Share premium account	10	9.6	9.6
Retained earnings	11	-	-
TOTAL SHAREHOLDERS' FUNDS	12	9.6	9.6

These financial statements on pages 10 to 16 were approved by the Board of Directors and signed on their behalf by:

Joanna Boydell
Director

23 April 2021

TVL FINANCE PLC Company registration number 121092

1 ACCOUNTING POLICIES

TVL Finance Plc is a public company limited by share capital, and is incorporated and domiciled in Jersey. The address of its registered office is disclosed on page 1. The principal place of business is Sleepy Hollow, Aylesbury Road, Thame OX9 3AT. The Company is a financing company within the Travelodge Group.

1.1 Basis of Accounting

These financial statements have been prepared in accordance with sections 11 and 12 of Financial Reporting Standard 102 (FRS102) with certain exemptions of the reduced disclosure framework applied as detailed below. FRS102 was adopted by the Company from incorporation.

These financial statements are prepared under the historical cost convention and in accordance with Companies (Jersey) Law 1991 applicable to the Company reporting at 31 December 2020.

The preparation of financial statements in conformity with FRS102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in the process of applying the Company's accounting policies. There are no areas involving a higher degree of judgement or complexity or areas where assumptions and estimates are significant to the financial statements.

The principal accounting policies are set out below and have been applied consistently throughout the year.

1.2 Group financial statements

The Company is a wholly-owned subsidiary of Thame and London Limited. The consolidated financial statements of Thame and London Limited are publicly available. Therefore the Company is exempt by virtue of it being a wholly-owned subsidiary from the requirement to prepare consolidated financial statements.

1.3 Cash flow statement

Under FRS102 (section 1), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that its parent company (Thame and London Limited) includes the Company's cash flows in its own published consolidated financial statements.

1.4 Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Group are recorded at the proceeds received net of any direct issue costs.

Financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

1.5 Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is recognised as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted in the foreseeable future.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis.

1 ACCOUNTING POLICIES (CONTINUED)

1.6 Going concern

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate controlling parent company Thame and London Limited. The Directors have received confirmation that Thame and London Limited intends to support the company for at least one year after these financial statements are signed. However, we are likely to continue to be subject to the impact of Covid-19 and at this stage, we are unable to predict with any certainty the extent or duration of this impact on the Group. There are severe but plausible downside scenarios in which the Group and Company would not have adequate resources to continue as a going concern for the foreseeable future. This indicates the existence of a material uncertainty which may cast significant doubt about the Group's and Company's ability to continue as a going concern. The Consolidated Financial Statements, as drafted, do not include the adjustments that would result if the Group or Company were unable to continue as a going concern. The Financial Statements, as drafted, do not include the adjustments that would result if the Group was unable to continue as a going concern. Further disclosure can be found in Note 2.1 of the Thame and London Limited financial statements.

2 INFORMATION REGARDING DIRECTORS AND EMPLOYEES

Information regarding Directors' emoluments is disclosed in the financial statements of Thame and London Limited, the intermediate parent company. Directors of the Company received no remuneration for services provided to this Company in the current year (2019: £nil). There were no employees in the current year (2019: nil).

3 OPERATING RESULT

The audit fee of £3,000 (2019: £3,000) is borne by a fellow Group company.

4 INTEREST RECEIVABLE AND SIMILAR INCOME

	Year ended 31 December 2020 £m	**Year ended 31 December 2019 £m**
Interest receivable from Group undertakings	27.2	30.5
Interest receivable	27.2	30.5

5 INTEREST PAYABLE AND SIMILAR EXPENSES

	Year ended 31 December 2020 £m	**Year ended 31 December 2019 £m**
Finance fees amortised	1.5	1.4
Interest on fixed and floating rate bonds	25.7	29.1
Interest payable	27.2	30.5

6 TAX ON RESULT

	Year ended 31 December 2020 £m	Year ended 31 December 2019 £m
Current Tax:		
UK corporation tax on result for the year	-	-
Total current tax	-	-
Tax on result	**-**	**-**

The differences between the total tax shown and the amount calculated by applying the standard rate of tax for the year of 19.0% (2019: 19.0%) to the result before tax are as follows:

	Year ended 31 December 2020 £m	Year ended 31 December 2019 £m
Result before taxation	**-**	**-**
Tax charge at 19.0% (2019: 19.0%)	**-**	**-**
Effects of:		
Expenses not deductible for tax purposes	-	-
Tax relieved by Group losses / losses surrendered to Group companies for nil consideration	-	-
Total tax charge for the year	**-**	**-**

No provision for UK corporation tax has been made for the year ended 31 December 2020 due to the tax relief available from Group losses.

The Company is UK tax resident.

The main rate of UK corporation tax was 19.0%. As announced in the 2020 budget, the main rate of corporation tax will now remain at 19.0%.

7 DEBTORS

	31 December 2020 £m	31 December 2019 £m
Amounts owed by Group undertakings	509.7	447.5
	509.7	447.5

Amounts owed by Group undertakings are unsecured and repayable on demand and are non-interest bearing.

8 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 December 2020 £m	31 December 2019 £m
Amounts owed to Group undertakings	-	(0.1)
Accrued interest	(5.3)	(5.7)
	(5.3)	(5.8)

9 BOND RELATED DEBT

	31 December 2020 £m	31 December 2019 £m
External debt redeemable:		
Fixed Rate Bond	(65.0)	-
Floating Rate Bond	(440.0)	(440.0)
Issue Costs	10.2	7.9
External debt	(494.8)	(432.1)

On 5 July 2019 new senior secured floating rate sterling denominated notes of £440.0m were issued with a termination date of 15 July 2025. Interest is floating at three month LIBOR plus a margin of 5.375%. Interest is payable quarterly each January, April, July and October, commencing in October 2019. The notes may be redeemed at any time on or after 15 July 2020, at par.

Costs incurred in issuing the senior secured sterling denominated notes have been deducted from the fair value of the notes and facilities, which are carried at amortised cost.

The bonds were variably secured on leases owned by certain subsidiary undertakings and charges over shares in subsidiary undertakings.

On 18 December 2020 new senior secured fixed rate sterling denominated notes of £65.0m were issued with a termination date of 15 January 2025. Interest was fixed at 9.000% and payable on a semi-annual basis.

10 CALLED UP SHARE CAPITAL AND SHARE PREMIUM ACCOUNT

	31 December 2020 & 2019 Number of shares	31 December 2020 & 2019 £
Authorised, allotted and fully paid		
Ordinary shares of £1 each	3	3

	31 December 2020 £m	31 December 2019 £m
Share premium account:		
Ordinary shares of £1 each	9.6	9.6

11 RETAINED EARNINGS

	2020 £m	2019 £m
At 1 January	-	-
Result for the financial year	-	-
At 31 December	**-**	**-**

12 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2020 £m	2019 £m
Opening shareholders' funds	9.6	9.6
Result for the financial year	-	-
Closing shareholders' funds	9.6	9.6

13 RELATED PARTY TRANSACTIONS AND ULTIMATE CONTROLLING PARTY

The immediate parent company is Full Moon Holdco 5 Limited.

The Company has taken advantage of the exemption in FRS102 (section 33) 'Related party disclosure' not to disclose transactions with other members of the Group.

The Directors regard Anchor Holdings SCA as the ultimate controlling party and regard Thame and London Limited as the controlling party of the largest Group of which the Company is a member and which is the only company within the group where consolidated financial statements are drawn up. Copies of these consolidated financial statements are available from Sleepy Hollow, Aylesbury Road, Thame, Oxon, OX9 3AT.

Of the total fees paid as part of the Group's refinancing, an amount of £0.6m (2019: £3.1m) was paid to a financial institution which is related to one of the parent undertakings.