Société à responsabilité limitée

ANNUAL ACCOUNTS

FOR THE PERIOD FROM JUNE 11, 2020 (DATE OF INCORPORATION)

TO DECEMBER 31, 2020

6, Rue Eugène Ruppert

L-2453 Luxembourg

R.C.S. Luxembourg: B 244.937

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Other information

Mr. Sean Barrett

Board of Managers Mr. Paolo Perin

Mr. Povilas Valencius

Corporate Service Provider Intertrust (Luxembourg) S.à r.l.

Principal Paying Agent, Note Calculation

Agent, Cash Administrator and Account Bank Elavon Financial Services DAC

Custodian Elavon Financial Services DAC, UK Branch

Trustee US Bank Trustees Limited

Calculation Agent and Collateral Manager for

Guaranteed Portfolio Barclays Bank PLC

Verification Agent for Financial Guarantee

Agreement Ernst & Young LLP

Independent Auditor KPMG Luxembourg, Société coopérative



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To the Shareholder of Colonnade Global 2020-2B S.à r.l. 6, rue Eugène Ruppert L-2453 Luxembourg Luxembourg

REPORT OF THE REVISEUR D'ENTREPRISES AGREE

Opinion

We have audited the annual accounts of Colonnade Global 2020-2B S.à r.l. ("the Company"), which comprise the balance sheet as at 31 December 2020, and the profit and loss account for the period from 11 June 2020 (date of incorporation) to 31 December 2020, and notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of the Company as at 31 December 2020 and of the results of its operations for the period from 11 June 2020 to 31 December 2020 in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

Basis for opinion

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession ("Law of 23 July 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF"). Our responsibilities under the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the «Responsibilities of the "réviseur d'entreprises agréé" for the audit of the annual accounts» section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the annual accounts, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts of the current period. These matters were addressed in the context of the audit of the annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Completeness, existence and accuracy of claims payable on the Financial Guarantee (Amounts owed to affiliated undertakings)

a) Why the matter was considered to be one of most significance in our audit of the annual accounts for the period ended 31 December 2020

The Company entered into a Financial Guarantee agreement with Barclays Bank PLC ("the Beneficiary") for credit risk protection of the Beneficiary's loan portfolio ("the Guaranteed Portfolio") for an amount of USD 90,000,000.

In accordance with the terms of the Financial Guarantee agreement, the Company has a commitment for credit losses determined in respect of a relevant defaulted guaranteed obligation and the Company is obliged to reimburse the Beneficiary after the verification of the claim by the Verification Agent.

The Company issued portfolio credit linked notes, the proceeds of which were utilised to acquire securities which serve as collateral for the Financial Guarantee. Claims payable by the Company under the Financial Guarantee agreement are ultimately borne by the noteholders.

We refer to the accounting policies in Note 2.2.5 'Non-convertible loans', Note 2.2.6 'Financial Guarantee contracts', and to Note 14 'Off balance sheet' to the annual accounts for further disclosures on the Financial Guarantee.

Due to the significance of the Company's commitment under the Financial Guarantee agreement, we consider completeness, existence and accuracy of claims payable on the Financial Guarantee (recorded in the caption 'Amounts owed to affiliated undertakings') as a key audit matter.

b) How the matter was addressed in our audit

Our procedures over the completeness, existence and accuracy of claims payable on the Financial Guarantee (Amounts owed to affiliated undertakings) included, but were not limited to, the following:

- We obtained an understanding of the key terms and conditions of the Financial Guarantee agreement by making inquiries of the Company's Management and inspecting the Financial Guarantee agreement;
- We obtained details of the claim(s) submitted to the Company by the Beneficiary for the the period ended 31 December 2020 (if any) and inquired of Management on claims notified to the Company by the Beneficiary subsequent to the period ended 31 December 2020 but related to the period ended 31 December 2020 (if any);
- We obtained confirmation from the Beneficiary for claim(s) submitted to the Company for the period ended 31 December 2020 (if any) and outstanding amounts payable by the Company in respect of those submitted claims as at 31 December 2020 (if any);
- In cases where a claim is notified to the Company by the Beneficiary, we inspected the respective claim documentation and reviewed the report(s) of the Verification Agent for eligibility and appropriateness of the amount payable to the Beneficiary under the Financial Guarantee agreement;
- We further inspected the Company's bank statements for evidence of payment of claim amounts, if any, by the Company to the Beneficiary related to the period ended 31 December 2020.



Other information

The Board of Managers is responsible for the other information. The other information comprises the information stated in the annual report but does not include the annual accounts and our report of "réviseur d'entreprises agréé" thereon.

Our opinion on the annual accounts does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the annual accounts, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the annual accounts or our knowledge obtained in the audit or otherwise appears to be materially misstated. 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 this fact. We have nothing to report in this regard.

Responsibilities of the Board of Managers for the annual accounts

The Board of Managers is responsible for the preparation and fair presentation of the annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Managers determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Managers is 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 Board of Managers either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the "réviseur d'entreprises agréé" for the audit of the annual accounts

The objectives of our audit are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the "réviseur d'entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF 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 annual accounts.

As part of an audit in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Managers.
- Conclude on the appropriateness of the Board of Managers' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the "réviseur d'entreprises agréé" to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report of the "réviseur d'entreprises agréé". However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the annual accounts of the current period and are therefore the key audit matters. We describe these matters in our report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Luxembourg, 9 July 2021

KPMG Luxembourg Société coopérative Cabinet de révision agréé

M. Eichmüller de Souza

Partner

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RCSL Nr.: B244937 Matricule: 2020,2431,276

BALANCE SHEET

Financial year from $_{01}$ $\underline{11/06/2020}$ to $_{03}$ $\underline{1/12/2020}$ $_{(in}$ $_{03}$ \underline{USD} $_{)}$

Colonnade Global 2020-2B S.à r.l.

6 rue Eugene Ruppert

L-2453 Luxembourg

ASSETS

			Reference(s)		Current year	Previous year
A.	Subs	cribed capital unpaid	1101	101	0.00	1020.00
	I. S	subscribed capital not called	1103	103	0.00	1040.00
		subscribed capital called but Inpaid	1105	105	0.00	1060.00
В.	Form	nation expenses	1107	107	0.00	1080.00
c.	Fixed	dassets	1109	109	84,982,248.15	1100.00
	I. I	ntangible assets	1111	111	0.00	1120.00
	1	. Costs of development	1113	113	0.00	1140.00
	2	 Concessions, patents, licences, trade marks and similar rights and assets, if they were a) acquired for valuable 	1115	115	0.00	116
		consideration and need not be shown under C.I.3	1117	117	0.00	1180.00
		 b) created by the undertaking itself 	1119	119	0.00	1200.00
	3	 Goodwill, to the extent that it was acquired for valuable consideration 	1121	121	0.00	122 0.00
	4	 Payments on account and intangible assets under development 			•	
	II. T	angible assets	1123		0.00	124
		•	1125		0.00	126
		. Land and buildings	1127		0.00	1280.00
	2	Plant and machinery	1129	129	0.00	130

				Reference(s)		Current year		Previous year
	3.	Other fixtures and fittings, tools and equipment	1131 _		31	0.00	132	0.00
	4.	Payments on account and tangible assets in the course of construction				0.00		0.00
	Eir	ancial assets			33	84,982,248.15		0.00
111.	-	Shares in affiliated undertakings						
						0.00		0.00
		Loans to affiliated undertakings	1139			0.00	140	0.00
		Participating interests Loans to undertakings with which the undertaking is linked by virtue of participating	1141		41	0.00	142	0.00
		interests	1143		43	0.00	144	0.00
	5.	Investments held as fixed						
		assets	1145 _		45	84,982,248.15	146	0.00
	6.	Other loans	1147 _		47	0.00	148	0.00
D. Cu	rrer	t assets	1151 _		51	2,265,484.00	152	0.00
I.	Sto	ocks	1153		53	0.00	154	0.00
	1.	Raw materials and consumables	1155		55	0.00	156	0.00
	2.	Work in progress	1157		57	0.00	158	0.00
	3.	Finished goods and goods for resale	1159		59	0.00_	160	0.00_
	4.	Payments on account	1161		61	0.00	162	0.00_
II.	D€	btors	1163		63	2,215,074.26	164	0.00
	1.	Trade debtors	1165			0.00	166	0.00
		becoming due and payable within one year				0.00		0.00
		b) becoming due and payable after more than one year	1169		69	0.00	170	0.00
	2.	Amounts owed by affiliated undertakings	1171 _4		71	2,199,399.75	172	0.00
		becoming due and payable				2,100,000110		0.00
		within one year	1173		73	2,199,399.75	174	0.00
		 b) becoming due and payable after more than one year 	1175		75	0.00	176	0.00_
	3.	Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests		,	77	0.00	178	0.00
		becoming due and payable	-		_		178	
		within one year	1179 _		79	0.00	180	0.00
		 b) becoming due and payable after more than one year 	1181		81	0.00	182	0.00
	4.	Other debtors	_	_	83	15,674.51	184	0.00
		becoming due and payable			_	10,017101		0.00
		within one year	1185	1	85	15,674.51	186	0.00
		b) becoming due and payable						
		after more than one year	1187		87	0.00	188	0.00

			Reference(s)		Current year		Previous year
	III.	Investments	1189	189	0.00	190	0.00
		1. Shares in affiliated undertakings	1191	191	0.00	192	0.00
		2. Own shares	1209	209	0.00	210	0.00
		3. Other investments	1195	195	0.00	196	0.00
	IV.	Cash at bank and in hand	1197	197	50,409.74	198	0.00
E.	Pre	payments	1199 _5	199	9,250.00	200	0.00
		TOTAL (A	ASSETS)	201	87,256,982.15	202	0.00

CAPITAL, RESERVES AND LIABILITIES

					Reference(s)		Current year		Previous year
A.	Capit	al and re	eserves	1301	7	301	13,617.60	302	0.00
	-		d capital		7.1		13,617.60		0.00
			mium account				0.00		0.00
	III. R	evaluatio	on reserve				0.00		0.00
	IV. R	eserves		1309		309	0.00	310	0.00
	1.	. Legal	reserve	1311		311	0.00	312	0.00
	2	. Reserv	e for own shares	1313		313	0.00	314	0.00
	3		es provided for by the s of association	1315		315	0.00	316	0.00
	4		reserves, including the lue reserve	1429		429	0.00	430	0.00
		a) oth	er available reserves	1431		431	0.00	432	0.00
		b) oth	er non available reserves	1433		433	0.00	434	0.00
	V. P	rofit or lo	oss brought forward	1319		319	0.00	320	0.00
	VI. P	rofit or lo	oss for the financial year	1321		321	-0.00	322	0.00
	VII. Ir	nterim di	vidends	1323		323	0.00	324	0.00
	VIII. C	apital in	vestment subsidies	1325		325	0.00	326	0.00
В.	Provi			1331		331	0.00	332	0.00
	1.		ions for pensions and robligations	****		***	0.00	***	0.00
	2		ions for taxation				0.00		0.00
			provisions				0.00		0.00
							0.00		0.00
c.	Credi			1435	8	435	87,243,364.55	436	0.00
	1.	. Deber	ture loans	1437		437	87,222,818.96	438	0.00
		a) Co	nvertible loans	1439		439	0.00	440	0.00
		i)	becoming due and payable within one year	1441		441	0.00	442	0.00
			becoming due and payable after more than one year	1443		443	0.00	444	0.00
		b) No	n convertible loans	1445	8.1	445	87,222,818.96	446	0.00
		i)	becoming due and payable within one year	1447		447	2,204,886.28	448	0.00
		ii)	becoming due and payable after more than one year	1449		449	85,017,932.68	450	0.00
	2	. Amou institu	nts owed to credit tions	1355		355	0.00	356	0.00
		a)	becoming due and payable within one year	1357		357	0.00	358	0.00
		b)	becoming due and payable after more than one year	1359		359	0.00	360	0.00

			Re	ference(s)		Current year	Previ	ous year
3.	of ord	ents received on account ers in so far as they are not n separately as deductions						
		becoming due and payable	1361		361	0.00	362	0.00
	a)	within one year	1363		363	0.00	364	0.00
	b)	becoming due and payable after more than one year	1365		365	0.00	366	0.00
4.	Trade	creditors				19,889.09	368	0.00
	a)	becoming due and payable within one year	1369		369	19,889.09	370	0.00
	b)	becoming due and payable after more than one year	1971		371	0.00	372	0.00
5.	Bills o	f exchange payable				0.00	374	0.00
	a)	becoming due and payable within one year			375	0.00	376	0.00
	b)	becoming due and payable after more than one year				0.00	578	0.00
6.	Amou	nts owed to affiliated	1377		3//	0.00	378	0.00
	under	takings	1379		379	0.00	380	0.00
	a)	becoming due and payable within one year	1381		381	0.00	382	0.00
	b)	becoming due and payable after more than one year	1383		383	0.00	384	0.00
7.	with v	nts owed to undertakings which the undertaking is by virtue of participating						
		becoming due and payable	1385		385	0.00	386	0.00
		within one year	1387		387	0.00	388	0.00
	b)	becoming due and payable after more than one year	1389		389	0.00	390	0.00
8.	Other	creditors	1451 8.3		451	656.50	452	0.00
	a)	Tax authorities				656.50	394	
	b)	Social security authorities	1395		395	0.00	396	0.00
	c)	Other creditors	1397		397	0.00	398	0.00
		i) becoming due and payable within one year	1399		399	0.00	400	0.00
		ii) becoming due and payable after more than						
		one year	1401		401	0.00	402	0.00
D. Deferr	ed inco	ome	1403		403	0.00	404	0.00
тота	L (CAP	ITAL, RESERVES AND LIAE	ILITIES)		405	87,256,982.15	406	0.00

Annual Accounts Helpdesk:

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RCSL Nr.: B244937 Matricule: 2020,2431,276

PROFIT AND LOSS ACCOUNT

Financial year from of 11/06/2020 to 02/31/12/2020 (in 03/USD)

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p@4t3фàLax 5àSu

PROFIT AND LOSS ACCOUNT

			Reference(s)		Current year		Previous year
1.	Ne	t turnover	1701	701	0.00	702	0.00
2.		riation in stocks of finished ods and in work in progress	1703	703	0.00	704 _	0.00
3.		ork performed by the undertaking its own purposes and capitalised	1705	705	0.00	706	0.00
4.	Oti	ner operating income	1713 9	713	139,t 96.04	714	0.00
5.		w materials and consumables and ner external expenses	1671 10	671	@3mt 41.1t	672	0.00
	a)	Raw materials and consumables	1601		0.00	_	0.00
	b)	Other external expenses	1603		@3mt 41.1t		0.00
6.	Sta	iff costs	1605	605	0.00	606	0.00
	a)	Wages and salaries	1607	607	0.00	608	0.00
	b)	Social security costs	1609	609	0.00	610	0.00
		relating to pensions	1653	653	0.00	654	0.00
		ii) other social security costs	1655	655	0.00	656	0.00
	c)	Other staff costs	1613	613	0.00	614 _	0.00
7.	Val	lue adjustments	1657	657	0.00	658	0.00
	a)	in respect of formation expenses and of tangible and intangible fixed assets	1659	659	0.00_	660	0.00
	b)	in respect of current assets	1661		0.00		0.00
8.	Otl	ner operating expenses	1621	621	0.00_	622	0.00

	Reference(s)		Current year	Previous year	
9. Income from participating interests	1715	715	0.00	7160.0	00
 a) derived from affiliated undertakings 	1717	717	0.00	7180.0	00
 other income from participating interests 	1719	719	0.00	7200.0	00
10. Income from other investments and loans forming part of the fixed assets	1721 11	721	4,694,040.m2	722 0.0	00
 a) derived from affiliated undertakings 	1723	723	4,63t,461.77	7240.0	00
b) other income not included under a)	1725	725	t mt 79.0t	726 0.0	<u>00</u>
11. Other interest receivable and similar					
income	1727	727	0.00	7280.0	00
 a) derived from affiliated undertakings 	1729	729	0.00	730	00
b) other interest and similar income	1731	731	0.00	732	00
Share of profit or loss of undertakings accounted for under the equity method Value adjustments in respect of financial assets and of investments	1663	663	0.00	6640.0	<u>00</u>
held as current assets	1665	665	0.00	555 0.0	00
14. Interest payable and similar expenses	1627 12	627	Q 4,694,439.21	6280.0	00
a) concerning affiliated undertakings	1629	629	0.00	630	00
b) other interest and similar expenses	1631	631	Q 4,694,439.21	632	00
15. Tax on profit or loss	1635 13	635	0.00	6360.0	00
16. Profit or loss after taxation	1667	667	6t 6.t 0	668 0.0	00
17. Other taxes not shown under items 1 to 16	1637 13	637	(5 t 6.t 0	638	00
18. Profit or loss for the financial year	1669	669	d 0.00	670 0.0	00

NOTES TO THE ANNUAL ACCOUNTS

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 1 – GENERAL INFORMATION

Colonnade Global 2020-2B S.à r.l. ("the Company") is a Luxembourg public limited liability company (Société à responsabilité limitée) incorporated in Luxembourg on June 11, 2020 for an unlimited duration and governed by the laws of August 10, 1915 on commercial companies, as subsequently amended. The Company is also subject to the Luxembourg Law of March 22, 2004 on securitisation ("the Securitisation Law"), as subsequently amended.

The registered office of the Company is established at 6, rue Eugène Ruppert, L-2453 Luxembourg, with Luxembourg Trade and Companies Register number B 244937.

The Company's financial year starts on January 1 and ends on December 31 of each year, with the exception of the first financial period which began on June 11, 2020 (date of incorporation) and ended on December 31, 2020.

The corporate objects of the Company are to enter into, perform and serve as a vehicle for any securitisation transactions as permitted under the Securisation Law.

The Company may issue securities of any nature and in any currency and borrow and raise funds in any form for the acquisition, the management and the disposal of assets described above, and to the largest extent permitted by the Securitisation Law, pledge, mortgage or charge or otherwise create security interests in and over its assets, property and rights to secure its obligations.

In accordance with the Company's articles of incorporation, the Board of Managers ("the Board") is entitled to create one or more compartments, each corresponding to a separate part of the Company's assets and liabilities.

On June 29, 2020 the Company entered into a Financial Guarantee agreement ("the Guarantee agreement") with Barclays Bank PLC ("the Beneficiary") for credit risk protection of the Beneficiary's loan portfolio ("the Guaranteed Portfolio"). The Company issued Portfolio Credit Linked Notes, the proceeds of which were utilised to acquire securities which serve as collateral for the financial guarantee under the terms of the Guarantee agreement.

As at December 31, 2020 no compartments have been created.

The Company is included in the consolidated financial statements of Barclays Bank PLC with a registered office located at 1 Churchill Place, London, E14 5HP forming the smallest body of undertakings of which the Company forms a part as a structured entity. The largest body of undertakings which draws up consolidated financial statements is Barclays PLC with a registered office located at 1 Churchill Place, London, E14 5HP. The consolidated financial statements of Barclays Bank PLC and Barclays PLC are available for consultation at its registered office.

In accordance with the legal provisions in Title II of the Law of December 19, 2002 on the register of commerce and companies and the accounting and Annual Accounts of undertakings, these Annual Accounts are presented on a non-consolidated basis for the approval of the shareholder during the Annual General Meeting.

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of presentation

The Annual Accounts have been prepared in accordance with Luxembourg legal and regulatory requirements under the historical cost convention. The Company's performance has been reviewed, including the implications from the COVID-19 outbreak and the available banking facilities, and the Managers are satisfied that the Company has adequate access to resources to enable it to meet its obligations and to continue in operational existence for the foreseeable future. For this reason, the Managers have adopted the going concern basis in preparing these Annual Accounts.

A Board meeting was held on May 25, 2021 where the Managers conducted a re-assessment of the current situation and the development of the COVID-19 emergency situation and any significant changes linked to this. The Board did not identify during the considered period any significant impact on the Company activities and financial performances. During the meeting the Board acknowledged the updated analysis on the Colonnade entities portfolio provided by Barclays Bank PLC covering the period from the previous assessment to February 2021. The Expected Credit Loss (ECL) and the related protection amount is monitored by Barclays Bank PLC on a continuous basis and the credit score matrix applied to forecast impacts on cash-flow of the reference portfolio. The guarantee fee amount paid periodically by the Beneficiary is still considered at this point sufficient to mitigate any exposure to the potential ECL.

Accounting policies and valuation rules are, besides the ones laid down by the amended Law of December 19, 2002 on the register of commerce and companies and the accounting and Annual Accounts of undertakings, determined and applied by the Board of Managers.

The preparation of Annual Accounts requires the use of certain critical accounting estimates. It also requires the Board of Managers to exercise its judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the Annual Accounts in the period in which the assumptions changed. Management believes that the underlying assumptions are appropriate and that the Annual Accounts therefore present the financial position and its results fairly.

The Company makes estimates and assumptions that affect the reported amount of assets and liabilities in the next financial year. Estimates and judgment are continually evaluated and are based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances.

The Company maintains its books and records in US Dollars (USD) and the Annual Accounts have been prepared in accordance with the valuation rules and accounting policies described below.

2.2 Significant accounting policies

2.2.1 Financial Assets

Financial assets acquired by the Company which are intended for use on a continuing basis for the purpose of the Company's activity are classified as Investments held as fixed assets. Investments held as fixed assets are initially recorded at their historical acquisition cost, including the costs to purchase the asset.

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Significant accounting policies (continued)

In case the Board of Managers deems that there is a durable depreciation in value of the financial assets, value adjustments are booked in the Profit and Loss Account under "Value adjustments in respect of financial assets and of investments held as current assets" so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply. Reversals of value adjustment are also recorded in the Profit and Loss Account under "Value adjustments in respect of financial assets and of investments held as current assets".

Discounts are reductions received on the principal balance when acquiring a financial asset. Discounts on financial assets are recognised straight line over the life of the financial assets and are recorded in the Balance Sheet under "Other debtors". At the moment when the financial assets are disposed of, the unrecognised discounts are recognised immediately in the Profit and Loss Account.

In case of premiums, this excess amount paid for the acquisition of financial assets is written-off as considered being non-recoverable and is recorded under "Value adjustments in respect of financial assets and of investments held as current assets". At the moment when the financial assets are disposed off these are recorded as a realized losses under "Interest payable and similar expenses".

2.2.2 Assets and liabilities

Unless stated otherwise, assets have been stated at their historical cost less any durable impairment and liabilities have been stated at their repayable amount.

2.2.3 Debtors

Debtors are recorded at their nominal value. They are subject to value adjustments where their recoverability is either uncertain or compromised. These value adjustments are not continued if the reason for which the value adjustments were made has ceased to apply.

2.2.4 Foreign currency translation

The presentation currency of the Company is USD.

Transactions expressed in currencies other than USD are translated into USD at the exchange rate effective at the time of the transaction.

Cash at bank is translated at the exchange rate effective at the balance sheet date. Foreign exchange differences on these items are recognised in the Profit and Loss Account of the period.

Financial assets and Non-convertible loans, expressed in foreign currencies, are translated into GBP at the exchange rate effective at the time of the transaction. At the Balance Sheet date, these assets and liabilities are converted at the exchange rates effective at the Balance Sheet date. As there is an economic link between these assets and liabilities, these are valued in total and the net unrealised exchange losses are recorded in the Profit and Loss Account whereas the net unrealised exchange gains are not recognised. The realised exchange gains and losses are recorded in the Profit and Loss Account of the period.

Other assets and liabilities are translated separately respectively at the lower or at the higher of the value converted at the historical exchange rate or the value determined on the basis of the exchange rates effective at the Balance Sheet date. Solely the unrealised exchange losses are recorded in the Profit and Loss Account. The exchange gains are recorded in the Profit and Loss Account at the moment of their realisation.

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Significant accounting policies (continued)

2.2.5 Non-convertible loans

Non-convertible loans are comprised of Portfolio Credit Linked Notes ("Notes") issued on The International Stock Exchange ("TISE") in the Channel Islands. The Notes are initially recorded at issue price and subsequently measured at their reimbursement value. The reimbursement value of the Notes is determined by taking into account the value adjustment on financial assets and claims payable by the Company under the Financial Guarantee agreement (refer Note 2.2.6).

A Notes Amortisation Amount is to be periodically calculated by the Beneficiary on the guarantee payment date in accordance with the terms disclosed in the Financial Guarantee agreement and repaid to the Noteholders following a reduction in the financial assets. The Notes Amortisation Amount relates to the Reduction (Repayment, Cancellation, FX Reduction or Overhedge Determination (as applicable)) of the total Guaranteed Portfolio in the calculation period, after taking into consideration the percentage guaranteed by the Company out of the total Guaranteed Portfolio.

Reduction in the amount payable for outstanding Notes is recorded as equalisation provision with corresponding income recorded in the Profit and Loss account as contribution from Noteholders under the caption "other interest and similar income".

Reversals of equalisation adjustments are recorded in the Profit and Loss account as "other interest and similar expenses".

2.2.6 Financial Guarantee contracts

Financial guarantee contracts are contracts that require the Company to reimburse the Beneficiary as a result of credit losses determined in respect of a relevant defaulted Guaranteed Obligation as explained in the Financial Guarantee agreement. If an event of default occurs, a borrower default notice is then raised by the Beneficiary to the Issuer and a claim is recorded with the Company which is payable by the Company after the initial verification of the claim by the Verification Agent as per the Financial Guarantee agreement. A final verification report will confirm the final loss amount.

If a final verification report in respect of a defaulted Guaranteed Obligation shows a final loss amount different than the initial loss amount, which was paid by the Company to the Beneficiary after the initial verification report was issued by the Verification Agent, then the Beneficiary shall reimburse the Company for the amount that was recovered by the Beneficiary as reported in the final verification report.

The Company makes provision for claims notified to it which is only paid after the initial verification of the claim by the Verification Agent.

In the case where no default has occurred in accordance with the Financial Guarantee agreement, however the Beneficiary has estimated the credit loss due in the future on the Guaranteed Portfolio of the Beneficiary by the application of the estimated credit loss model, such estimated credit losses on the Guaranteed Portfolio of the Beneficiary are not provisioned for, but are solely disclosed by the Company in the Annual Accounts.

The amount of credit loss guaranteed under the terms of the Financial Guarantee agreement is reduced by any defaulted guarantee obligation since inception and periodically by the Amortisation Amount.

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Significant accounting policies (continued)

The Beneficiary, acting in a commercially reasonable manner, shall calculate the Amortisation Amount in accordance with the terms disclosed in the Financial Guarantee agreement (refer Note 2.2.5).

2.2.7 Deferred income

This liability item includes income received during the financial year but relating to a subsequent financial year.

2.2.8 Interest income and expenses

Interest income and expenses are recorded on an accrual basis in the Profit and Loss Account.

2.2.9 Prepayments

This asset item includes expenditures incurred during the financial year but relating to a subsequent financial year.

2.2.10 Provisions

Provisions are intended to cover losses or debts, the nature of which is clearly defined and which, at the date of the Balance Sheet, are either likely to be incurred or certain to be incurred but uncertain as to the amount or the date on which these will arise.

Provisions may also be created to cover charges which originated in the financial year under review or in a previous financial year, the nature of which is clearly defined and which at the date of the balance sheet are either likely to be incurred or certain to be incurred but uncertain as to the amount or the date on which these will arise.

At the balance sheet date, a provision shall represent the best estimate of the expenses likely to be incurred or, in the case of a liability, of the amount required to settle that liability.

Provisions for taxation corresponding to the tax liability estimated by the Company for the financial year are recorded under the caption "Provisions for taxation".

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 3 – FINANCIAL ASSETS

Financial Assets represent money market securities acquired for use on a continuing basis and to be held as collateral under the Financial Guarantee agreement.

The Company acquired collateral securities which were financed by the Company out of the issuance of Portfolio Credit Linked Notes for an aggregate notional amount of USD 90,000,000.00 The collateral securities were purchased at a discount representing the interest income on the financial assets (refer to Note 11).

The Financial Assets mature on a quarterly basis and the proceeds are used to acquire similar assets to serve as collateral under the Financial Guarantee agreement.

ISIN	Туре	Cost	Nominal Value at maturity	Realised and receivable discount in the period (Refer Note 11)	Maturity date	Amount outstanding as at December 31, 2020
		USD	USD	USD		USD
XS2199337465	Discount	89,957,095.46	90,000,000.00	42,904.54	09/10/2020	-
XS2243564809	Discount	84,982,248.15	85,000,000.00	15,674.51	11/01/2021	84,982,248.15

Total realized gain (refer to Note 11) 58,579.05 84,982,248.15

Maturity analysis	December 31, 2020 USD
Financial assets becoming due and receivable within one year	84,982,248.15
occoming due and receivable within one year	84,982,248.15

The Board of Managers has assessed that there is no indication of permanent diminution in the value of the financial assets and consequently no value adjustment was recognized as at the period ended December 31, 2020.

NOTE 4 – DEBTORS

4.1 Amounts owed by affiliated undertakings

	December 31, 2020
	USD
Guarantee fee receivable from the Beneficiary (refer Note 11)	2,189,211.77
Reimbursement receivable from the Beneficiary (refer Note 9)	10,187.98
	2,199,399.75
4.2 Other debtors	
	December 31, 2020
	USD
Discount Receivable on Financial Assets (refer Note 11)	15,674.51
	15,674.51

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 5 – PREPAYMENTS

Prepayments recorded during the financial period amounted to USD 9,250.00 and mainly represented prepayments for Calculation agent, Cash manager, Account bank, and Trustee fees.

NOTE 6 – OWN SHARES

During the period ended December 31, 2020, the Company did not acquire or hold any of its own shares.

NOTE 7 – CAPITAL AND RESERVES

7.1 Subscribed Capital

As at December 31, 2020, the Company has an issued and fully paid up capital of USD 13,617.60 (equivalent of EUR 12,000.00) and is comprised of 1,200 ordinary shares with a nominal value of EUR 10.00 each.

7.2 Legal Reserve

Under Luxembourg law, an amount equal to at least 5% of the annual net income must be allocated to a legal reserve until such reserve equals 10% of the paid-in share capital. This reserve is not available for distribution.

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 8 – CREDITORS

<u>8.1 Non – convertible loans</u>

On June 29, 2020 the Company issued Portfolio Credit Linked Notes for an aggregate notional amount of USD 90,000,000.00. The proceeds of the note issuance were utilised to acquire collateral securities (refer Note 3) for the Company's obligations under the Financial Guarantee agreement.

The notes are listed on The International Stock Exchange (TISE) in the Channel Islands.

ISIN	Issuance date	Maturity date	Outstanding Principal Balance as at December 31, 2020
XS2198432754	29/06/2020	30/06/2028	USD 90,000,000.00
Notes Amortisation Amount – Principal redemption	s (Notes 2.2.5 and	1 2.2.6)	(4,982,067.32)
Accumulated losses – Contribution from Noteholde	rs (Note 2.2.6)		_ _
Net notes outstanding			85,017,932.68
Accrued return payable to Noteholders			2,204,886.28
Total Non-Convertible Loans			87,222,818.96

Non-convertible loans becoming due and payable are detailed below:

Maturity analysis	December 31, 2020 USD
becoming due and payable within one year	2,204,886.28
becoming due and payable after more than one year	85,017,932.68
	87,222,818.96
8.2 Trade Creditors	December 31, 2020 USD
Audit fees	15,415.62
Other trade payables	4,473.47
	19,889.09

8.3 Other Creditors

Other creditors are composed of net wealth tax amounting to USD 656.50.

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 9 – OTHER OPERATING INCOME

Other operating income represents mainly reimbursement of operational expenses by Barclays Bank PLC.

	11/06 – 31/12/2020 USD
Reimbursement from Beneficiary for operational expenses*	139,596.04
	139,596.04

^{*} In accordance with the Information Memorandum of the transaction entered into between the Company and the Beneficiary, the latter supports other external expenses of the Company.

NOTE 10 – OTHER EXTERNAL EXPENSES

Other external expenses are composed of:

	11/06 - 31/12/2020
	USD
Accounting and administration fees	(40,896.57)
Audit fees	(15,415.62)
Legal fees	(42,580.26)
Custody fees	(1,701.37)
Cash manager fees	(1,500.00)
Process agent fees	(2,009.62)
Calculation agent fees	(750.00)
Acceptance fee	(3,000.00)
Bank fees	(1,000.00)
Trustee fee	(3,000.00)
Listing agent fees	(22,267.63)
Other professional fees	(4,420.08)
	(138,541.15)

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 11 – INCOME FROM OTHER INVESTMENTS AND LOANS FORMING PART OF THE FIXED ASSETS

Income from other investments and loans forming part of the fixed assets is composed of the amortisation of discount received on the maturity of collateral securities as well as the guarantee fee received from the Beneficiary:

	11/06 – 31/12/2020 USD
Guarantee fee on Financial Guarantee agreement	
Guarantee fee received during the period	2,446,250.00
Guarantee fee receivable (refer Note 4)	2,189,211.77
Derived from affiliated undertakings	4,635,461.77
Discount on Financial Assets	
Realised discount on maturity of assets (refer Note 3)	42,904.54
Discount receivable on Financial Assets (refer Note 3 and Note 4)	15,674.51
Other income not included in a)	58,579.05
Total Income from other investments and loans forming part of the fixed assets	4,694,040.82

NOTE 12 – INTEREST PAYABLE AND SIMILAR EXPENSES

Interest payable and similar expenses are comprised of:

- a) Return paid and payable to Noteholders (classified as other interest and similar expenses) made up of Guarantee fee received and receivable on Financial Guarantee agreement (refer Note 11) for an amount of USD 4,635,461.77 and Discount received and receivable on Financial Assets (refer Note 11) for an amount of USD 58,579.05.
- b) Net foreign exchange result for an amount of USD 398.39.

NOTE 13 – TAX ON PROFIT OR LOSS AND OTHER TAXES NOT SHOWN UNDER ITEMS 1 TO 16

The Company is subject to all Luxembourg tax regulations as applicable to companies incorporated under the Luxembourg Securitisation Law.

	11/06 - 31/12/2020
	USD
Net Wealth Tax	(656.50)
	(656.50)

NOTES TO THE ANNUAL ACCOUNTS (continued)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 14 – OFF BALANCE SHEET

On June 29, 2020, the Company entered into the Financial Guarantee agreement with the Beneficiary for a credit risk protection of the Guaranteed Portfolio. The financial guarantee is provided for maximum credit loss of USD 90,000,000.00 on the Guaranteed Portfolio of the Beneficiary. The Company issued Portfolio Credit Linked Notes, the proceeds of which were utilised to acquire securities which serve as collateral for the financial guarantee under the terms of the Financial Guarantee agreement.

The amount of credit loss guaranteed under the terms of the Financial Guarantee agreement is reduced by any defaulted guarantee obligation since inception and periodically by the Amortisation Amount. The Beneficiary, acting in a commercially reasonable manner, shall calculate the Amortisation Amount in accordance with the terms disclosed in the Financial Guarantee agreement (refer Note 2.2.5 and 2.2.6). The Company is entitled to a guarantee fee at a rate of 10.30% p.a. of the total financial guarantee amount as decreased by the Amortisation Amount and any defaulted guarantee obligation since inception.

At each financial year, the Calculation Agent presents to the Board the impairment provision calculation attributable to the Guaranteed Portfolio of the Beneficiary. The impairment provision calculated on the Guaranteed Portfolio of the Beneficiary is based on an expected credit loss model which takes into account the probability of an event of default and the default amount and applies this to the forecasted exposure at such point of default. Accordingly, this method gives an estimate of the expected credit losses over the life of each item in the Guaranteed Portfolio. As at December 31, 2020 such expected credit losses on the Guaranteed Portfolio of Beneficiary amounted to USD 5,758,294.58 (equivalent to GBP 4,216,739.10).

In accordance with the terms of the Guarantee agreement, the Company only has commitment for credit losses determined in respect of a relevant defaulted Guaranteed Obligation as explained in the Financial Guarantee agreement and the Company is obliged to reimburse the Beneficiary after the verification of the claim by the Verification Agent as per the Financial Guarantee agreement. As at December 31, 2020, the Company has recorded no claim in respect of the Company's obligations under the Financial Guarantee agreement.

The Company amortised the amount of USD 4,982,067.32 during the period, reducing therefore the outstanding notional amount of the notes to USD 85,017,932.68.

As at December 31, 2020, the total Guaranteed Portfolio, for which financial guarantee was provided amounted to USD 761,588,549.12.

The credit loss guaranteed on the portfolio during the period was as follows:

Credit Loss Guaranteed Portfolio
USD
90,000,000.00
(4,982,067.32)
. <u> </u>
85,017,932.68

NOTES TO THE ANNUAL ACCOUNTS (continued and end)

For the period from June 11, 2020 (date of incorporation) to December 31, 2020

NOTE 15 – STAFF

The Company had no employee during the financial period.

NOTE 16 – ADVANCES AND LOANS GRANTED TO THE MEMBERS OF THE MANAGEMENT AND SUPERVISORY BODIES

During the financial period, no loan or advance was granted to members of the Board of Managers or other administrative bodies.

NOTE 17 – REMUNERATION GRANTED TO BOARD MEMBERS AND COMMITMENTS ENTERED INTO IN RESPECT OF RETIREMENT PENSIONS FOR FORMER BOARD MEMBERS

During the financial period, there was no emolument or obligation arising or entered into in respect of retirement pensions for former members of the Board.

NOTE 18 – RELATED PARTY TRANSACTIONS

During the financial period, there were no significant transactions entered into with shareholders and the members of the administrative, management and supervisory bodies of the Company.

The Company is consolidated at the level of Barclays Bank PLC on account of control. Barclays Bank PLC is therefore a related party for the entity. Refer to Notes 1, 4, 9, 11 and 14.

NOTE 19 – SUBSEQUENT EVENTS

During the subsequent year until the date of the approval of these annual accounts, the Company has further amortised the amount of USD 13,245,182.01, reducing therefore the outstanding notional amount of the notes to USD 71,772,750.67.

No other matters or events have occurred subsequent to December 31, 2020, which would materially affect the Annual Accounts and the related disclosures for the period ended December 31, 2020.