



**RCB Bonds PLC**  
**Unaudited Condensed Financial Statements**  
**for the 6 months ended 29 February 2024**

Registered number: 8940313

## **RCB Bonds PLC**

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**RCB Bonds PLC**  
**Reference and Administrative Details**  
**for the 6 months ended 29 February 2024**

DIRECTORS:	John Tattersall (Chairman) Ian Coleman (Member of Audit Committee and Review Committee) Thomas Hackett (Chairman, Review Committee and Member of Audit Committee) Timothy Jones Philip Wright (Chairman, Audit Committee) Clare Bates (Member of Review Committee) Naomi Roper (Member of Review Committee) Amelie Montague (Member of Review Committee) Ram Goyal
SECRETARY:	Jane Thompson
REGISTERED OFFICE:	Future Business Centre Kings Hedges Road Cambridge CB4 2HY
COMPANY NUMBER:	8940313
AUDITOR:	Price Bailey LLP Tennyson House Cambridge Business Park Cambridge CB4 0WZ
PRINCIPAL BANKERS:	National Westminster Bank plc 135 Bishopsgate London EC2M 3UR
SOLICITORS	Linklaters LLP One Silk Street London EC2Y 8HQ

**RCB Bonds PLC  
Strategic Report  
for the 6 months ended 29 February 2024**

**Summary and highlights**

**Results**

The Directors present unaudited condensed financial statements for the 6 months to 29 February 2024.

The results of RCB Bonds PLC (the "Company") are set out on page 10. The articles of the Company do not permit the payment of a dividend.

**Business model and strategy**

RCB Bonds PLC is a special purpose vehicle created by Allia Ltd, a national charity and social finance specialist. The Company's objectives are issuing bonds and using the proceeds to make or acquire loans to charities and ethical companies in the United Kingdom for the purpose of promoting social and/or environmental impact. It will not engage in any activities which are not related to this purpose.

The Company is governed by an independent Board of Directors, acting on a pro-bono basis, who will review applications by appropriate established organisations seeking loan finance.

As a special purpose issuing vehicle it has no employees and all management and administrative services are carried out, under a services agreement, by Allia Bond Services Limited (ABS) a wholly-owned subsidiary of Allia C&C Ltd (trading as Allia C&C).

The shares of the Company are principally held by RC Bond Holdings Ltd, an independent holding company.

One special share is held by Allia Ltd which provides that the articles of the Company cannot be changed without the consent of Allia Ltd.

**Business review**

The Company made a profit after tax of £2k (2023: £2k).

In the 6 months to 29 February 2024, the Company issued a total of £Nil bonds (2023: £Nil).

The balance sheet position at period end shows net assets of £71k (2023:£69k).

ABS continued to undertake all activities relating to administration and management. Allia C&C has the responsibility to act as origination manager to identify further suitable borrowers who would benefit from being able to access finance through an issue of bonds by the Company. Allia C&C is a subsidiary of Allia Ltd.

**Key performance indicators**

The entity operates as a funding vehicle and as such has no specific key performance indicators. The entity is monitored against the original performance model and its annual objective is to break even.

**Principal risks and uncertainties**

The principal risk for the Company is the credit risk, discussed below.

**RCB Bonds PLC  
Strategic Report  
for the 6 months ended 29 February 2024**

***Financial risk management***

The Company's operations expose it to a variety of financial risks that include the effects of interest rate risk, liquidity risk and credit risk.

- ***Interest rate risk***

As at 29 February 2024 100% of the Company's debt was on fixed rate terms. There is no intention to repay any debt prior to maturity; therefore, any movement in the market value of debt due to changes in interest rates is not deemed material to the ongoing operations of the Company.

- ***Liquidity risk***

The Company actively lends the full amount of the loans it borrows, thus it has assets to fully offset its liabilities and interest receivable to offset its interest payable.

- ***Credit risk***

The Company is reliant on the interest paid on its loans to fund the interest owing to bondholders. The Company's rights to receive payments from the borrowers under the loans and certain related assets under the issue documents for the bonds (the "Charged Assets") are charged as security for the benefit of the investors in each series of bonds. As each bond prospectus stipulates that the obligations of the Company to pay amounts due on the bonds are limited to the relevant Charged Assets, the bondholders do not have recourse to any general assets of the Company and the risk of default by the borrowers is fully borne by the investors in the bonds.

***Operational risks***

Since the Company has no employees, it relies entirely on ABS to provide management and administrative services. Any disruptions in the servicing arrangements could have an adverse effect on the Company. Having considered the complexity and volume of the transactions and the capability of ABS, this risk is judged to be low.

***Governance and compliance risks***

ABS administers the payment of its own fee; all such fees are reviewed and approved by the Board. There are also a number of risks associated with compliance with applicable regulations and listing rules; the Directors are satisfied that such risks are appropriately managed by ABS.

***Future outlook***

The Directors are satisfied with the results for the period and expect future performance to continue on the same basis.

The Company expects to issue further bonds in the next six months and beyond.

**RCB Bonds PLC  
Strategic Report  
for the 6 months ended 29 February 2024**

***S172 statement***

Throughout the period the Board of Directors has given consideration during its discussions and decision-making of the matters set out in section 172 of the Companies Act 2006. Set out below is a description of how the Directors have had regard to the matters set out in section 172 (1) when performing their duties under section 172.

The Company is a special purpose vehicle; its only business is issuing bonds and using the proceeds to make or acquire loans to charities and ethical companies in the United Kingdom for the purpose of promoting social and/or environmental impact.


The Company has no employees and therefore there are no matters relevant in this regard.

Allia C&C, part of the Allia group, provides debt advisory and arranging services, and arranges bond issues on behalf of borrowers. It also acts as lead manager on new issues and supports secondary market trading of bonds for institutional and professional investors.

As the Board of Directors, our intention is to behave responsibly and ensure that ABS operates the business for the Company in a responsible manner, operating within the high standards of business conduct and good governance expected for this special purpose vehicle.

The Company is a wholly owned subsidiary of RC Bond Holdings Limited, and the Directors believe that in the course of business for the year, the Company has acted fairly and transparently in the interests of the parent company.

By order of the board

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John Tattersall  
Chairman  
Signed: 15 April 2024

**RCB Bonds PLC  
Directors' Report  
for the 6 months ended 29 February 2024**

**Incorporation**

The Company was incorporated in England and Wales on 14 March 2014. Its ultimate parent undertaking is RC Bond Holdings Limited.

Consumption by the Company is less than 40,000 kWh of energy, therefore a statement of greenhouse gas emissions, energy consumption and energy efficiency disclosures is not given for that reason.

**Principal activities**

The principal activity of the Company is to act as a special purpose vehicle for the purpose of issuing bonds and using the proceeds to make or acquire loans to charities and ethical companies in the United Kingdom for the purpose of promoting social and/or environmental impact. It will not engage in any other business activity.

The Directors of the Company who have served during the period and to the date of the financial statements are:

John Tattersall (Chairman)  
Ian Coleman (Member of Audit Committee and Review Committee)  
Thomas Hackett (Chairman, Review Committee and Member of Audit Committee)  
Timothy Jones  
Philip Wright (Chairman, Audit Committee)  
Clare Bates (Member of Review Committee)  
Naomi Roper (Member of Review Committee)  
Amelie Montague (Member of Review Committee)  
Ram Goyal

**Directors' remuneration**

None of the Directors received any remuneration from the Company.

**Directors' insurance**

The Company has purchased insurance against Directors' liability for the benefit of the Directors of the Company.

**Corporate Governance Statement**

**Internal control**

The Board has established two committees:

1. The Review Committee is responsible for reviewing all loans to be made by the Company and recommending them to the Board for approval, and for recommending to the Board for approval any bond issues and the particular disclosures to be made in the relevant prospectus.
2. The Audit Committee is responsible for the Company's relationship with its external auditors, including advising the Board on selection and remuneration, and for reviewing of the financial statements and the operation of its internal controls as carried out on its behalf by ABS.

The Company regards the successful identification, monitoring and control of risk as an essential part of its operations. To do so, it relies on the following procedures carried out by ABS on its behalf:

**RCB Bonds PLC  
Directors' Report  
for the 6 months ended 29 February 2024**

- All relevant details for each bond issue, such as amounts, contract details, timings are documented and confirmed by ABS and by the relevant borrower. At the same time a schedule of all transactions relating to the life of the bonds is prepared and agreed by all parties.
- Separate bank accounts are maintained for each series of bonds and also to separate general transactions from retained profits. All accounts are operated online with the usual bank security provisions, with dual authorisation required for any payment.
- Every bank account is reconciled monthly.
- Payments of bond interest are made through a professional paying agent.
- All accounting entries are recorded on Sage 200, which is provided with a full support package and which is backed up regularly. Appropriate anti-virus software is installed and updated as required.

**Strategic Report**

The Company has chosen, in accordance with section 414C(11) of the Companies Act 2006, to set out in the Company's strategic report information required by schedule 7 of the large and medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 to be contained in the Directors' Report. It has done so in respect of its review of financial risk management and future outlook. The Company has no direct relationships other than ABS and it relies on ABS to foster business relationships with suppliers, customers and others.

**Statement of Directors' Responsibilities**

The Directors are responsible for preparing the Strategic Report and 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the Directors are required to:

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

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.



**RCB Bonds PLC  
Directors' Report  
for the 6 months ended 29 February 2024**

**Directors' statement pursuant to the Disclosure and Transparency Rules**

Each of the Directors, whose names and functions are listed in the principal activities section above, confirm that, to the best of each person's knowledge:

- (a) The financial statements, prepared in accordance with United Kingdom Generally Accepted Accounting Practice, give a true and fair view of the assets, liabilities, financial position and profit of the Company; and
- (b) The strategic report contained in the Annual 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.

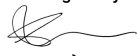
The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

In accordance with Section 418 of the Companies Act 2006, each Director in office at the date of the Directors' Report confirms that:

- (a) so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- (b) they have taken all steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

By order of the board

DocuSigned by:  
  
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John Tattersall  
Chairman  
Signed: 15 April 2024

**RCB Bonds PLC**  
**Statement of Comprehensive Income**  
**for the 6 months ended 29 February 2024**

		6 months ended 29 February 2024	6 months ended 28 February 2023
	Notes	£'000	£'000
Turnover	2	231	206
Interest receivable and similar income	4	6,344	6,010
Administrative expenditure		(229)	(204)
Interest payable and similar charges	5	(6,344)	(6,010)
		<hr/>	<hr/>
<b>Profit before taxation</b>		2	2
Taxation	6	-	-
		<hr/>	<hr/>
<b>Profit and total comprehensive income for the period</b>		<u>2</u>	<u>2</u>

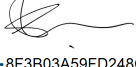
All amounts for both the period ended 29 February 2024 and 28 February 2023 relate to continuing activities.

The notes on pages 14 to 24 form part of these financial statements.

**(Registered number: 8940313)**  
**RCB Bonds PLC**  
**Statement of Financial Position**  
**as at 29 February 2024**

	Notes	As of 29 February 2024 £'000	As of 28 February 2023 £'000
<b>Non-current assets</b>			
Debtors: amounts due after more than one year	7	283,573	273,571
		<u>283,573</u>	<u>273,571</u>
<b>Current assets</b>			
Debtors: amounts due after less than one year	8	3,446	3,127
Cash at bank and in hand		231	211
		<u>3,677</u>	<u>3,338</u>
<b>Current liabilities</b>			
Amounts falling due within one year	9	(3,606)	(3,269)
		<u>71</u>	<u>69</u>
<b>Net current assets</b>			
		71	69
<b>Non-current liabilities</b>			
Amounts falling due after one year	10	(283,573)	(273,571)
		<u>71</u>	<u>69</u>
<b>Net assets</b>			
		<u>71</u>	<u>69</u>
<b>Capital and reserves</b>			
Share capital	13	50	50
Profit and loss account		21	19
		<u>71</u>	<u>69</u>
<b>Shareholder's funds</b>			
		<u>71</u>	<u>69</u>

The financial statements were approved by the Directors on 15 April 2024 and were signed on their behalf by:

DocuSigned by:  
  
 15 April 2024  
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 JOHN TATTERSALL - CHAIRMAN

The notes on pages 14 to 24 form part of these financial statements.

**(Registered number: 8940313)**  
**RCB Bonds PLC**  
**Statement of Changes in Equity**  
**For the 6 months ended 29 February 2024**

	Share capital	Profit and loss account	TOTAL
	£'000	£'000	£'000
<b>Balance at 28 February 2023</b>	50	19	69
Profit and total comprehensive income for the period	-	-	-
<b>Balance at 31 August 2023</b>	<u>50</u>	<u>19</u>	<u>69</u>
Profit and total comprehensive income for the period	-	2	2
<b>Balance at 29 February 2024</b>	<u>50</u>	<u>21</u>	<u>71</u>

The notes on pages 14 to 24 form part of these financial statements.

**RCB Bonds PLC**  
**Statement of Cash Flows**  
**for the 6 months ended 29 February 2024**

	6 months ended 29 February 2024 £'000	6 months ended 28 February 2023 £'000
<b>Reconciliation of profit to net cash inflow</b>		
<b>Cash flow from operating activities</b>		
Profit	2	2
Interest receivable on loans	(6,344)	(6,010)
Corporation tax charge	-	-
Corporation tax paid	-	-
Increase in debtors	(26)	(5)
Interest payable on notes	6,344	6,010
Increase in creditors	9	104
	(15)	101
<b>Cash flow from investing activities</b>		
Interest received on loans	6,132	5,820
Loans to borrowers	-	-
	6,132	5,820
<b>Cash flow from financing activities</b>		
Receipt of bond proceeds	-	-
Interest paid on notes	(6,132)	(5,820)
	(6,132)	(5,820)
<b>Net cash (outflow)/inflow</b>	(15)	101
<b>CASHFLOW FOR THE PERIOD</b>		
<b>Increase / (decrease) in cash</b>	(15)	101
Cash brought forward	246	110
<b>Net cash resources at period end</b>	231	211

The comparative figures are for the same period last year and therefore are not consecutive. The cash brought forward balance represents the closing balance at the end of the financial year.

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

**1. GENERAL INFORMATION**

RCB Bonds PLC (the "Company") is a public limited company limited by shares domiciled in the United Kingdom and registered in England and Wales.

The address of the Company's registered office and principal place of business is shown on page 3.

The Company's principal activities are disclosed in the Directors' Report.

**ACCOUNTING POLICIES**

*Basis of preparation*

These condensed financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006, including the provisions of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

The financial statements are prepared in sterling, which is the functional currency of the Company. Monetary amounts in these financial statements are rounded to the nearest whole £1,000, except where otherwise indicated.

A summary of the more important accounting policies, which have been consistently applied, are set out below:

*Going concern*

At the time of approving the financial statements the Directors have a reasonable expectation that the company will continue in operational existence and be able to meet its liabilities as they fall due for at least 12 months following the approval of the financial statements. The Company operates as a special purpose vehicle as explained in the Directors report. The nature of the Company is such that it has no employees and requires no fixed assets and only minimal reserves as the day to day operations are contracted out to ABS. The arrangements are structured to ensure the Company can at least break even. Consequently, the Directors continue to adopt the going concern basis of preparation.

*Financial instruments*

Financial instruments are classified and accounted for according to the substance of the contractual arrangement. The Company considers that all of its financial instruments are "Basic Financial Instruments" and has applied the provisions of Section 11 of FRS 102 accordingly.

Basic financial assets, which include amounts owed from related parties and other debtors, accrued income and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest rate method.

Bonds and loans are held at amortised cost using the effective interest rate method. The discount/premium and issue costs of each series of bonds are amortised over the life of the series to which they relate.

Basic financial liabilities, including trade and other creditors and accrued expenses are initially recognised at transaction price and subsequently carried at amortised cost, using the effective interest rate method.

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

*Taxation*

The Directors are satisfied that the Company meets the definition of a 'securitisation company' as defined by both The Finance Act 2005 and the subsequent secondary legislation and that no incremental unfunded tax liabilities will arise. As a result, no deferred tax amounts are recognised.

Under the powers conferred by the Act, secondary legislation was enacted in 2006 which ensures that, subject to certain conditions being met and an election being made, corporation tax for a 'securitisation company' will be calculated by reference to the profit of the securitisation company required to be retained in accordance with the relevant capital market arrangement.

*Bond issuing costs*

Costs in respect of the issue of a new series of bonds are deducted from proceeds and amortised to the profit and loss account over the expected life of the bonds.

*Impairment*

The Company policy assesses at each balance sheet date whether there is any objective evidence that a financial asset is impaired. A financial asset or portfolio of financial assets is impaired and an impairment loss incurred if there is objective evidence that an event or events since initial recognition of the asset have adversely affected the amount or timing of future cash flows from the asset.

If there is objective evidence that an impairment loss on a financial asset classified as loans and receivables has been incurred, the Company measures the amount of the loss as the difference between the carrying amount of the asset and the present value of estimated future cash flows from the asset discounted at the effective interest rate of the instrument at initial recognition.

Impairment losses are recognised in the statement of comprehensive income and the carrying amount of the financial asset reduced by establishing an allowance for impairment losses and the reduction can be ascribed to a future event after the impairment was recognised, the previously recognised loss is reversed by adjusting the allowance. Once an impairment loss has been recognised on a financial asset, interest income is recognised on the carrying amount using the rate of interest at which estimated future cash flows were discounted on measuring impairment.

*Turnover*

The turnover shown in the statement of comprehensive income represents fees for the arrangement of bond issues, including fees incurred on behalf of borrowers for legal costs, and for the servicing of existing bonds and is recognised by the Company in line with the provision of services, exclusive of Value Added Tax.

*Segmental analysis*

The whole Company's operations are carried out in the United Kingdom and the results and net assets are derived from bonds issued in the United Kingdom, so therefore the Directors only report one business and one geographic segment.

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

*Loans*

The Company's loans are non-derivative financial assets with fixed or determinable repayments and are not quoted in an active market. They are classified as loans and receivables. In accordance with FRS 102 'Financial Instruments: Recognition and Measurement' each loan is measured at initial recognition at cost, and is subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in the statement of comprehensive income when there is objective evidence that the asset is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

*Interest receivable*

Interest receivable represents the amounts receivable as compound interest on the loan advances made and is calculated using the effective interest rate basis.

*Interest payable*

Interest payable represents the amounts payable as compound interest on the bonds issued and is calculated using the effective interest rate basis.

*Cash and cash equivalents*

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

*Debtors and creditors receivable/payable within one year*

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price.



**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

**CRITICAL ACCOUNTING ESTIMATES AND AREAS OF JUDGEMENT**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

*Critical areas of judgement*

The Company makes judgements concerning the future.

The key judgement that has a potential risk of causing a material adjustment to the carrying amounts of assets and liabilities is the carrying value of loans receivable of £283,573,000 (2023: £273,571,000).

The Directors are satisfied that, because each bond prospectus stipulates that the obligations of the Company to pay amounts due on the relevant bonds are limited to the relevant Charged Assets (as described in note 11), the risk of default by the borrowers is fully borne by the investors in the bonds.

*Critical accounting estimates and assumptions*

There are no critical accounting estimates and assumptions included within the financial statements.

**2. TURNOVER**

Turnover was all derived from trading in the UK.

	6 months ended 29 February 2024	6 months ended 28 February 2023
	£'000	£'000
Fees for the administration of bonds in issue	231	206
	<u>          </u>	<u>          </u>

During the period no transactions with a single external customer amounted to 10% or more of the total annual turnover (2023: Nil).

**3. STAFF COSTS**

The Company employs no staff. Allia C&C has the responsibility of origination management, with administration activities undertaken by ABS. None of the Directors received remuneration for their services (2023: Nil).

**4. INTEREST RECEIVABLE AND SIMILAR INCOME**

	6 months ended 29 February 2024	6 months ended 28 February 2023
	£'000	£'000
Interest receivable on loans	6,344	6,010
	<u>          </u>	<u>          </u>

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

**5. INTEREST PAYABLE AND SIMILAR CHARGES**

	6 months ended 29 February 2024 £'000	6 months ended 28 February 2023 £'000
Interest payable to bond holders	6,344	6,010

**6. TAX ON PROFIT ON ORDINARY ACTIVITIES**

	6 months ended 29 February 2024 £'000	6 months ended 28 February 2023 £'000
Analysis of tax charge in the period		
UK corporation tax	-	-
Tax on profit	-	-

The tax assessed for the year is equal to the standard rate of corporation tax in the UK at 19% (2023: 19%).

	6 months ended 29 February 2024 £'000	6 months ended 28 February 2023 £'000
Profit for the period before taxation	2	2
UK corporation tax at 19% (2023: 19%)	-	-
Current tax charge for the period	-	-

For UK corporation tax purposes, the Company has been considered as a 'Securitisation Company' under the 'Taxation of Securitisation Companies Regulations 2006 (SI 2006/3296)'. Therefore, the Company is not required to pay corporation tax on its accounting profit or loss. Instead, the Company is required to pay tax on a pre-defined proportion of its retained profits as specified in the documentation governing the transaction.

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

**7. DEBTORS: AMOUNTS DUE AFTER MORE THAN ONE YEAR**

	At 29 February 2024 £'000	At 28 February 2023 £'000
Loans receivable	283,573	273,571
	<u>283,573</u>	<u>273,571</u>

The loans are unsecured (see note 10 and 11 for further details). The Company's rights to receive payments from the borrowers under the loans and certain related assets under the issue documents for the bonds are charged as security for the benefit of the investors in each series of bonds.

The respective loans and bonds and the terms on which they were made are shown in note 11.

**8. DEBTORS: AMOUNTS DUE WITHIN ONE YEAR**

	At 29 February 2024 £'000	At 28 February 2023 £'000
Other debtors	53	46
Amounts owing from related companies	50	50
Accrued interest on loans made	3,343	3,031
	<u>3,446</u>	<u>3,127</u>

**9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	At 29 February 2024 £'000	At 28 February 2023 £'000
Trade creditors	35	21
Other creditors	136	133
Deferred income	73	69
Accrued interest on bonds	3,343	3,031
Other accruals	19	15
	<u>3,606</u>	<u>3,269</u>

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

**10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	At 29 February 2024 £'000	At 28 February 2023 £'000
Bonds issued to fund loans made	283,573	273,571

Each bond prospectus stipulates that the obligations of the Company to pay amounts due on the bonds are limited to the Charged Assets. Therefore, the risk of default by the borrowers is fully borne by the investors in the bonds.

The borrowings are due as follows:

	At 29 February 2024 £'000	At 28 February 2023 £'000
Due in less than five years	195,483	195,374
Due in more than five years	88,090	78,197
	283,573	273,571

The loans are unsecured (see note 7 and 11 for further details). All are repayable in full at the end of the related bond term at the maturity dates shown in note 11. The Company's rights to receive payments from the borrowers under the loans and certain related assets under the issue documents for the bonds are charged as security for the benefit of the investors in each series of bonds.

**11. BREAKDOWN OF DEBTORS AND CREDITORS: AMOUNT FALLING DUE AFTER MORE THAN ONE YEAR**

As noted above, each series of bonds is secured against a corresponding loan issued on the same terms and for the same duration. These are listed below:

**RCB Bonds PLC**  
**Notes to the Financial Statements**  
**for the 6 months ended 29 February 2024**

**11. BREAKDOWN OF DEBTORS AND CREDITORS: AMOUNT FALLING DUE AFTER MORE THAN ONE YEAR (Continued)**

	Loan asset	Bond liability	Interest rate	Maturity date
Hightown Housing Association	26,968,026	26,968,026	4.40%	30/04/2025
Greensleeves Homes Trust	49,988,809	49,988,809	4.25%	30/03/2026
Charities Aid Foundation	7,114,725	7,114,725	5.00%	12/04/2026
Belong	36,908,481	36,908,481	4.50%	20/06/2026
Dolphin Living	24,926,695	24,926,695	4.25%	06/07/2026
Hightown Housing Association	31,402,395	31,402,395	4.00%	31/10/2027
Golden Lane Housing	18,174,168	18,174,168	3.90%	23/11/2027
RMBI Care Company	9,862,447	9,862,447	6.25%	07/03/2029
Alnwick Garden Trust	12,412,535	12,412,535	5.00%	27/03/2030
Greensleeves Homes Trust	25,163,682	25,163,682	5.00%	17/12/2030
Golden Lane Housing	10,883,636	10,883,636	3.25%	22/07/2031
Charities Aid Foundation	29,767,787	29,767,787	3.50%	08/12/2031
	283,573,386	283,573,386		

**12. RETAINED BONDS**

When bonds are issued, the total is often higher than the amount initially placed. The balance is retained and may be sold at a later date, with the proceeds of such sale funding a further advance to the relevant borrower under the relevant loan agreement.

The amount of retained bonds held is as follows:

	At 29 February 2024 £'000	At 28 February 2023 £'000
Retained bonds held	79,100	69,100
	79,100	69,100

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**13. SHARE CAPITAL**

	At 29 February 2024 £'000	At 28 February 2023 £'000
Authorised issued shares of £1 each	50	50
Allotted, called up, but not paid	50	50

No shares were issued during the period.

50,000 of the issued £1 ordinary shares are allotted, called up, and paid (2023: 50,000)

The Directors are happy that the intercompany arrangement between RCB Bonds and RC Bond Holdings meet the payment requirements as per the Companies Act 2006.

In addition, there is one issued £1 special share, which is designated as a "Special Share" which is called up and paid. In respect of any resolution proposed in relation to any alteration in the articles of association of the Company, the holder of the Special Share is entitled to cast such number of votes as is necessary to defeat the resolution and, in the event that the holder of the Special Share has not voted in respect of any such resolution, such resolution will be deemed not to have been passed. The holder of the Special Share shall not be entitled to vote in relation to any matter other than a proposed alteration in the articles of association of the Company.

**14. RELATED PARTIES**

John Tattersall is a Director of the Company; he owns £10,000 (2023: £10,000) of the bonds in relation to Hightown Housing Association Limited issued by the Company in 2015, £8,300 (2023: £8,300) of the bonds in relation to Dolphin Square Charitable Foundation issued by the Company in 2017 and £8,100 (2023: £8,100) of the bonds in relation to Greensleeves Homes Trust issued by the Company in 2017. The Director received interest of £1,100 (2023: £1,100) which is in line with the published return on the bonds.

Philip Wright, a Director of the Company, is also a Trustee of Allia Ltd. Timothy Jones, a Director of the Company, is also the Chairman of Allia Ltd and Allia C&C. During the period 6 months ended 29 February 2024 ABS charged the Company £135,000 (2023: £132,000); ABS is a wholly owned subsidiary of Allia C&C. At 29 February 2024 the Company owed £135,000 to ABS (2023: £132,000).

In addition, Allia Ltd holds the £1 Special Share described in note 13.

During this period and the prior period, the Company employed no staff and had no key management other than the Directors. All services are provided to the Company by ABS and Allia C&C. None of the Directors received remuneration for their services (2023: £nil). One Director is remunerated by Allia C&C but it is not practical to split out the element of their remuneration relating to services to the Company.

**RCB Bonds PLC**  
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**15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

The ultimate parent undertaking and controlling party is RC Bond Holdings Limited, which is a company limited by guarantee (registered company number 8936422).

The largest group in which the results of the Company are consolidated is that headed by RC Bond Holdings Limited. No other consolidated financial statements include the results of the Company.

A copy of the consolidated financial statements for the year ended 31 August 2023 can be obtained from RC Bond Holdings Limited, Future Business Centre, Kings Hedges Road, Cambridge, CB4 2HY, United Kingdom.

**16. NET DEBT RECONCILIATION**

	At 28 February 2023	Cash Flows	Other non-cash changes	At 29 February 2024
	£'000	£'000	£'000	£'000
<i>Cash and cash equivalents</i>	211	20	-	231
	211	20	-	231
<i>Borrowings</i>				
Debt due within one year	-	-	-	-
Debt due after one year	(273,571)	(9,811)	(191)	(283,573)
	(273,571)	(9,811)	(191)	(283,573)
Net debt total	(273,360)	(9,791)	(191)	(283,342)

Other non-cash changes are due to the effective interest rate adjustment.

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**17. FINANCIAL INSTRUMENTS**

The carrying amounts of the Company's financial instruments, all of which are measured at amortised cost, were as follows:

	At 29 February 2024 £'000	At 28 February 2023 £'000
<i>Financial assets:</i>		
Loans	286,917	276,602
Trade and other debtors	103	96
Cash at bank and in hand	231	211
	<u>287,251</u>	<u>276,909</u>
<i>Financial liabilities:</i>		
Notes	(286,917)	(276,602)
Trade and other creditors	(189)	(169)
	<u>(287,106)</u>	<u>(276,771)</u>

Financial assets that are debt instruments measured at amortised cost comprise loan notes, trade and other debtors and cash at bank and in hand.

Financial liabilities measured at amortised cost comprise bond notes, trade and other creditors.