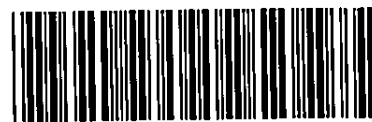


**Leek Finance Number Two plc**  
**Directors' report and financial statements**  
**for the year ended 31 December 2009**

**Registered Number 3588441**

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# **Leek Finance Number Two plc**

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# **Leek Finance Number Two plc**

## **Directors and advisors**

### **Directors**

Capita Trust Corporate Limited  
Capita Trust Corporate Services Limited  
S Lawrence  
PCSL Services No 1 Limited

### **Secretary**

TMF Corporate Administration Services Limited

### **Independent auditors**

KPMG Audit Plc  
St James Square  
Manchester  
M2 6DS

### **Solicitors**

Allen & Overy LLP  
One Bishop's Square  
London  
E1 6AD

### **Registered office**

Pellipar House, 1st Floor  
9 Cloak Lane  
London  
EC4R 2RU

### **Registered number**

3588441

## **Leek Finance Number Two plc**

### **Directors' report for the year ended 31 December 2009**

The directors present their report and the audited financial statements of the Company (Registered Company No 3588441) for the year ended 31 December 2009

#### **Principal activities**

The principal activity of the Company is to receive deferred purchase consideration for previously owned mortgage portfolios

#### **Review of business and future development**

Leek Finance Number Two plc is now a subsidiary of The Co-operative Bank plc following the merger between The Co-operative Bank plc and Britannia Building Society. The merger became effective on 1 August 2009.

During the year, the deemed loan assets and liabilities, and all associated deferred purchase consideration was settled. After the settlement of all outstanding balances, the Company will become dormant.

#### **Key performance indicators (KPIs)**

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

#### **Principal risks and uncertainties**

The financial risks faced by the Company are credit risk and liquidity risk. A summary of these risks is included below and more detail regarding the management of these risks is included in note 16 to the financial statements.

- credit risk is the risk that a customer or counterparty will not be able to meet its obligations to the Company as they become due. Credit risk arises on deemed loans and other receivables. The ability of the originator's customers to repay their loans is impacted by economic factors in the United Kingdom.
- interest rate risk arises from movements in interest rates on the Company's mortgage portfolio. From 1 August 2009, the Company's exposure to interest rate risk is managed at Group level using derivative financial instruments owned by The Co-operative Bank plc.
- liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due, or can only do so at excessive cost. Liquidity risk arises on the Company's deemed loan liabilities and other payables. Liquidity risk is considered to be minimal since the deemed loan is only payable in line with repayments received on the underlying mortgage assets.

As set out more fully in the statement of accounting policies, these financial statements have been prepared under the current International Financial Reporting Standards (IFRS) framework as endorsed by the European Union. All financial information given in this directors' report is taken solely from the statutory results prepared on the above basis.

#### **Results and dividends**

The profit for the year, after tax, amounted to £66k (2008: nil). The net liabilities of the Company at 31 December 2009 are £5k (2008: £71k). The directors do not propose a dividend for the year (2008: nil).

#### **Directors and their interests**

The directors who held office during the year are given below:

Capita Trust Company Limited (resigned 21 July 2009)  
Capita Trust Corporate Limited (appointed 21 July 2009)  
Capita Trust Corporate Services Limited  
S Lawrence (appointed 21 July 2009)  
PCSL Services No. 1 Limited

No director had any beneficial interest in the share capital of the Company or any other company in The Co-operative Bank plc at any time during the period under review.

## Leek Finance Number Two plc

### Directors' report for the year ended 31 December 2009 (continued)

#### Going concern

After preparing and reviewing forecasts and projections, stressed to take account of reasonable possible changes in assumptions, the directors are satisfied that the Company will have adequate resources to continue in business for the foreseeable future and that it is appropriate to adopt the going concern basis in preparing the financial statements

#### Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law, they have elected to prepare the financial statements in accordance with IFRS as adopted by the EU 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 judgements and estimates that are reasonable and prudent,
- state whether they have been prepared in accordance with the IFRS as adopted by the EU, 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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

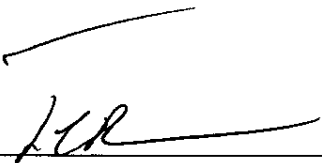
#### Disclosure of information to auditors


The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware and each director has taken all the steps that they ought to have taken as directors to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### Independent auditors

During the year PricewaterhouseCoopers LLP resigned as auditors to the Company, and the directors appointed KPMG Audit Plc to fill the vacancy arising. KPMG Audit Plc have indicated their willingness to continue in office and a resolution for their reappointment will be proposed at the forthcoming Annual General Meeting.

On behalf of the Board

Signed   
J Rowan for PCSL Services No 1 Limited  
Director  
Date 6 May 2010

Signed   
D Tweedy for PCSL Services No.1 Limited  
Director  
Date 6 May 2010

# **Leek Finance Number Two plc**

## **Independent auditors' report to the members of Leek Finance Number Two plc**

We have audited the financial statements of Leek Finance Number Two plc for the year ended 31 December 2009 set out in pages 5 to 17. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRS) as adopted by the EU.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of directors and auditors**

As explained more fully in the Statement of directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

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

### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the APB's web-site at [www.frc.org.uk/apb/scope/UKNP](http://www.frc.org.uk/apb/scope/UKNP).

### **Opinion on financial statements**

In our opinion, the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 December 2009 and of its profit for the year then ended,
- have been properly prepared in accordance with IFRS as adopted by the EU, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matters prescribed by the Companies Act 2006**

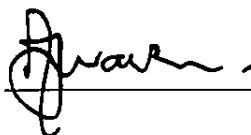
In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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

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

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

Signed



Date 6 May 2010

**Andrew Walker (Senior Statutory Auditor)**

for and on behalf of KPMG Audit Plc, Statutory Auditor

### **Chartered Accountants**

KPMG Audit Plc

St James Square

Manchester

M2 6DS

**Leek Finance Number Two plc**  
**Statement of comprehensive income for the year ended 31 December**  
**2009**

	Notes	2009 £000	2008 £000
Interest and similar income	2	135	502
Interest expense and similar charges	3	(62)	(494)
<b>Net interest income</b>		<b>73</b>	<b>8</b>
Other operating expenses	5	(7)	(8)
<b>Profit attributable to equity holders</b>		<b>66</b>	<b>-</b>

Profit is derived from continuing operations and all activities are in the UK

The accounting policies and notes on pages 8 to 17 form part of these financial statements

# **Leek Finance Number Two plc** **Balance sheet as at 31 December 2009**

	Notes	2009 £000	2008 £000
<b>Assets</b>			
Deemed loans due from group undertakings	7	-	5,494
Other receivables	8	27	212
<b>Total assets</b>		<b>27</b>	<b>5,706</b>
<b>Liabilities</b>			
Deemed loans due to group undertakings	9	-	5,743
Other payables	10	32	34
<b>Total liabilities</b>		<b>32</b>	<b>5,777</b>
<b>Equity</b>			
Called-up share capital	11	12	12
Retained earnings	12	(17)	(83)
<b>Total equity and liabilities</b>		<b>27</b>	<b>5,706</b>

The accounting policies and notes on pages 8 to 17 form part of these financial statements

Approved by the Board of directors on 6 May 2010 and signed on its behalf by

Signed   
**J Rowan for PCSL Services No.1 Limited**  
 Director

Signed   
**D Tweedy for PCSL Services No 1 Limited**  
 Director



**Leek Finance Number Two plc**  
**Statement of changes in equity for the year ended 31 December 2009**

	Share Capital £000	Retained Earnings £000	Total £000
<b>Year ended 31 December 2009</b>			
At 1 January	12	(83)	(71)
Profit for the year	-	66	66
<b>At 31 December</b>	<b>12</b>	<b>(17)</b>	<b>(5)</b>

	Share Capital £000	Retained Earnings £000	Total £000
<b>Year ended 31 December 2008</b>			
At 1 January	12	(83)	(71)
<b>At 31 December</b>	<b>12</b>	<b>(83)</b>	<b>(71)</b>

# **Leek Finance Number Two plc**

## **Statement of accounting policies**

### **for the year ended 31 December 2009**

#### **Basis of preparation**

Leek Finance Number Two plc is a company incorporated and domiciled in England and Wales

The Company's financial statements have been prepared under the historical cost convention

The Company is required to prepare its financial statements in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union (EU) and implemented in the UK, interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) and with those parts of the Companies Act 2006 applicable to organisations reporting under IFRS

Disclosed below are new IFRS and interpretations which became effective, have been adopted and are relevant to the Company

#### *IAS 1 – Presentation of Financial Statements*

This standard sets out the overall requirements for the presentation of financial statements, guidelines for their structure and minimum requirements for their content. This standard has impacted the presentation of the financial performance of the Company, in line with other financial institutions. However, it has not changed the recognition, measurement or disclosure of specific transactions and other events required by other IFRS

#### *IFRS 7 – Financial Instruments Disclosures*

The objective of this IFRS is to require entities to provide disclosures in their financial statements that enable users to evaluate

- the significance of financial instruments for the entity's financial position and performance, and
- the nature and extent of risks arising from financial instruments to which the entity is exposed during the period and at the end of the reporting period, and how the entity manages those risks. The qualitative disclosures describing management's objectives, policies and processes for managing those risks. The quantitative disclosures provide information about the extent to which the entity is exposed to risk, based on information provided internally to the entity's key management personnel

Together, these disclosures provide an overview of the entity's use of financial instruments and the exposures to risks they create

Disclosed below are the new IFRS, interpretations and amendments which as at 31 December 2009 had been issued, but were not yet effective. The Company has chosen not to early adopt the standards, as they were not considered to be relevant to the Company's operations

#### *IAS 27 – Consolidated and Separate Financial Statements*

#### *IFRS 3 – Business Combinations*

There are no significant uncertainties or key estimates applied in the basis of preparing these financial statements

#### **Functional and presentation currencies**

The financial statements are presented in sterling, which is the Company's functional currency (i.e. the primary currency in which it transacts business) and presentation currency

## **Leek Finance Number Two plc**

### **Statement of accounting policies for the year ended 31 December 2009 (continued)**

#### **Interest income and expense**

This comprises

- interest income and expenses for financial assets and liabilities are amortised at cost through the statement of comprehensive income, calculated using the effective interest rate method, and
- deferred purchase consideration

#### ***Effective interest rate***

The effective interest rate method is a method of calculating the amortised cost of a financial asset or a financial liability and allocating the interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts over the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Company estimates cash flows considering all contractual terms of the financial instrument. The calculation includes all amounts receivable or payable by the Company that are an integral part of the overall return.

When a financial asset has been written down as a result of impairment or loss, subsequent interest income continues to be recognised using the original effective interest rate applied to the reduced carrying value of the financial instrument.

#### **Tax**

Tax on the results for the year comprises current tax and deferred tax.

#### ***Current tax***

The expected tax payable on the results for the year is called current tax. It is calculated using the tax rates in force at the end of the reporting period. The current tax charge includes adjustments to tax payable in prior years.

#### ***Deferred tax***

Deferred tax is provided in full using the liability method where there are temporary differences between the carrying value of assets and liabilities for accounting and for tax purposes.

Deferred tax is calculated using the tax rates that are expected to apply when the related deferred tax asset is realised or deferred tax liability is settled.

The principle temporary differences arise due to differences in tax rules for securitisation companies.

Deferred tax assets are only recognised as an asset where it is probable that there will be future taxable profits against which to offset them.

Movements in deferred tax are recognised in the statement of comprehensive income.

#### **Cash and cash equivalents**

For the purposes of the statement of cash flows, cash and cash equivalents comprise balances with less than three months to maturity from the date of acquisition.

# **Leek Finance Number Two plc**

## **Statement of accounting policies**

### **for the year ended 31 December 2009 (continued)**

#### **Financial assets - loans and receivables**

Loans and receivables are assets with fixed or determinable payments that are not quoted in an active market. They include beneficial ownership of loans and advances to customers.

Loans and receivables are recognised when the cash is advanced. They are carried at amortised cost using the effective interest rate method, with all movements being recognised in the statement of comprehensive income.

Financial assets are derecognised when

- the rights to receive cash flows from the assets have ceased, or
- the Company has transferred substantially all the risks and rewards of ownership of the assets.

#### **Deemed loans due to and from group undertakings**

The Company purchased the beneficial title of mortgage portfolios and subsequently sold these to special purpose entities (SPEs). The beneficial ownership of the loans and advances to customers sold to and sold by the Company fail the derecognition criteria of IAS 39 and, therefore, these loans remain on the balance sheet of the originator. IAS 39, therefore, requires the Company to recognise a deemed loan financial asset on its balance sheet with the resulting deemed loan liability on the originator's balance sheet. IAS 39 also requires the Company to recognise a deemed loan financial liability for sale of beneficial title of mortgage portfolios, the resulting deemed loan asset is recognised on the SPE's balance sheet.

The deemed loan asset initially represents the consideration paid by the Company in respect of the acquisition of the beneficial ownership of loans and advances to customers and is subsequently adjusted for repayments made by the originator to the Company.

The deemed loan is carried at amortised cost using the effective interest rate method, with all movements being recognised in the statement of comprehensive income.

#### ***Deferred purchase consideration payable***

Deferred purchase consideration payable is deducted from interest income, since the Company does not recognise income to which it is not beneficially entitled. Contingent deferred purchase consideration arising in future periods is recorded in the statement of comprehensive income in the period in which it arises.

#### ***Deferred purchase consideration receivable***

Deferred purchase consideration receivable is deducted from interest expense, since the Company does not recognise expenditure, which it has not incurred. Contingent deferred purchase consideration arising in future periods is recorded in the statement of comprehensive income in the period in which it arises.

#### **Segmental reporting**

The Company operates in one business segment and all business is conducted in the UK, therefore no segmental information is presented.

**Leek Finance Number Two plc**  
**Notes to the financial statements**  
**for the year ended 31 December 2009**

**1 Profit before tax**

Profit on ordinary activities before taxation is stated after charging

	2009	2008
	£000	£000
Audit fee for the audit of the Company's financial statements	2	3

**2 Interest and similar income**

	2009	2008
	£000	£000
On financial assets not at fair value through income and expense		
Deemed loan interest receivable	132	500
Deferred purchase consideration payable	-	(9)
Interest receivable from The Co-operative Bank plc	3	11
	135	502

**3 Interest expense and similar charges**

	2009	2008
	£000	£000
On financial assets not at fair value through income and expense		
Deemed loan interest payable	132	500
Deferred purchase consideration receivable	(70)	(6)
	62	494

**4 Directors' emoluments and employees**

The directors received no emoluments from Britannia Building Society or The Co-operative Bank plc companies for services rendered during the year

One director had benefits accruing under the Britannia Building Society pension scheme (2008 nil) From 1 August 2009 no directors had benefits accruing under The Co-operative Bank plc pension scheme (2008 nil)

The Company had no employees during the current or prior year

**Leek Finance Number Two plc**  
**Notes to the financial statements**  
**for the year ended 31 December 2009 (continued)**

**5 Other operating expenses**

	2009 £000	2008 £000
Professional and accountancy fees	2	7
Directors/company secretary/trustees fees	5	1
	7	8

**6 Taxation**

There is no tax charge in the current or prior year

**Factors affecting the tax charge for the year**

The average effective rate of corporation tax assessed for the year is equal to the standard rate of corporation tax for small companies in the UK of 21% (2008 20.75%)

	2009 £	2008 £
Profit on ordinary activities before tax	66	-
Profit before tax multiplied by standard rate of tax	14	-
Effects of Utilisation of losses not previously recognised for tax	(14)	-
	-	-

**7 Deemed loans due from group undertakings**

	2009 £000	2008 £000
Deemed loans recoverable	-	5 810
Deferred purchase consideration payable	-	(316)
	-	5 494

During the year, the Company's deemed loan with Mortgage Agency Service Number Two Limited was settled

The deferred consideration payable is as follows

	2009 £000	2008 £000
Amounts owed to Mortgage Agency Services Number Two Limited	-	316
	-	316

The movements in deferred consideration are as follows

	2009 £000	2008 £000
At 1 January	316	326
Additional consideration payable	(70)	9
Repayments made during the year	(246)	(19)
At 31 December	-	316

**Leek Finance Number Two plc**  
**Notes to the financial statements**  
**for the year ended 31 December 2009 (continued)**

**8 Other receivables**

	2009	2008
	£000	£000
Amounts owed by group undertakings	27	212
	<b>27</b>	<b>212</b>

The above amounts owed by group undertakings, which are due from The Co-operative Bank plc, are expected to be settled more than 12 months after the end of the reporting period. There is no formal repayment schedule for these monies, which are contractually repayable on demand.

The effective interest rate on the above amounts owed by group undertakings is 3 month LIBOR less 50 basis points.

**9 Deemed loans due to group undertakings**

	2009	2008
	£000	£000
Deemed loan repayable	-	5,810
Deferred purchase consideration receivable	-	(67)
	<b>-</b>	<b>5,743</b>

During the year, the Company's deemed loan with Meerbrook Finance Number One Limited was settled.

**Deferred purchase consideration receivable**

	2009	2008
	£000	£000
Amounts owed by Meerbrook Finance Number One Limited	-	67
	<b>-</b>	<b>67</b>

The movements in deferred consideration are as follows:

	2009	2008
	£000	£000
At 1 January	67	80
Additional consideration receivable	-	6
Amounts received during the year	(67)	(19)
At 31 December	<b>-</b>	<b>67</b>

**Leek Finance Number Two plc**  
**Notes to the financial statements**  
**for the year ended 31 December 2009 (continued)**

**10 Other payables**

	2009	2008
	£000	£000
Amounts owed to Leek Finance Holdings Number Two Limited	27	27
Accruals and deferred income	5	7
	<b>32</b>	<b>34</b>

The above amounts owed to Leek Finance Holdings Number Two Limited are expected to be settled more than 12 months after the end of the reporting period. There is no formal repayment schedule for these monies, which are repayable on demand.

**11 Called-up share capital**

	2009	2008
	£	£
<b>Authorised</b>		
50,000 ordinary shares of £1 each	50,000	50,000
<b>Issued and fully paid</b>		
2 ordinary shares of £1 each	2	2
<b>Allotted and partially paid</b>		
49,998 ordinary shares of £1 each of which 25p paid	12,500	12,500

The Company's funding consists of share capital and intercompany funding provided by its parent Company Leek Finance Holdings Number Two Limited. Capital is managed on the whole by The Co-operative Bank plc, who are subject to the capital requirements imposed by its regulator the Financial Services Authority ("FSA"). During the period, The Co-operative Bank plc complied with the capital requirements set by the FSA.

**12 Retained earnings**

Movements in retained earnings were as follows

	2009	2008
	£000	£000
At 1 January	(83)	(83)
Profit for the year	66	-
At 31 December	<b>(17)</b>	<b>(83)</b>



**Leek Finance Number Two plc**  
**Notes to the financial statements**  
**for the year ended 31 December 2009 (continued)**

**13 Reconciliation of operating profit to net cash flows from operating activities**

	2009 £000	2008 £000
Profit before tax	66	-
(Decrease) in accruals	(2)	(1)
Cash flows from operating profits before changes in operating assets and liabilities	64	(1)
Net decrease in deemed loans due from group undertakings	5,494	1,193
Net increase in deemed loans due to group undertakings	(5,743)	(1,189)
Net decrease/(increase) in other receivables	185	(3)
<b>Net cash flows from operating activities</b>	<b>-</b>	<b>-</b>

**14 Ultimate parent undertaking and controlling entity**

The Company's immediate parent undertaking is Leek Finance Holdings Number Two Limited, a company registered in England

Royal Exchange Trust Company Limited holds 100% of the issued share capital of Leek Finance Holdings Number Two Limited, subject to terms of a declaration of trust for general charitable purposes

The Company meets the definition of a special purpose entity under IFRS. In accordance with the requirements of SIC 12 "Consolidation- Special Purpose Entities", the Company's accounts are consolidated within the group accounts of The Co-operative Bank plc for the year ended 31 December 2009

The ultimate parent undertaking of Leek Finance Number Two plc is The Co-operative Bank plc by virtue of amendments introduced by the Companies Act 2006 (International Accounting Standards and Other Accounting Amendments) Regulations 2004. The Co-operative Bank plc is wholly owned by The Co-operative Group Limited

The largest group in which the results of the Company are consolidated is that headed by The Co-operative Group Limited. The Co-operative Group Limited is a mutual organisation owned by its members and consequently has no controlling body. It is incorporated in Great Britain and registered in England and Wales under the Industrial and Provident Society Acts 1965 to 2002. The Co-operative Group Limited is the ultimate parent company and ultimate controlling party. The financial statements of the ultimate parent company are available from New Century House, Manchester, M60 4ES. The smallest group in which they are consolidated is that headed by The Co-operative Bank plc, which is incorporated in Great Britain. The financial statements of this group are available from 1 Balloon Street, Manchester, M60 4EP

# **Leek Finance Number Two plc** **Notes to the financial statements** **for the year ended 31 December 2009 (continued)**

## **15 Related party disclosures**

As stated in the note above, the Company is a subsidiary of The Co-operative Group Limited. Consequently, the directors of the Company consider The Co-operative Group Limited and its subsidiaries to be related parties of the Company. Transactions with other companies within the Group are detailed as follows:

	Interest and similar income £000	Interest expense and similar charges £000	Balance due to/(from) Leek Finance Number Two plc £000
<b>Year ended 31 December 2009</b>			
The Co-operative Bank plc	3	-	27
Leek Finance Holdings Number Two Limited	-	-	(27)
Mortgage Agency Services Number Two Limited	132	-	-
Meerbrook Finance Number One Limited	70	132	-
<b>Year ended 31 December 2008</b>			
The Co-operative Bank plc (formerly 'Britannia Building Society')	11	-	212
Leek Finance Holdings Number Two Limited	-	-	(27)
Mortgage Agency Services Number Two Limited	500	9	5,494
Meerbrook Finance Number One Limited	6	500	(5,743)

During the year £2k (2008: £2k) was paid to corporate directors in respect of the provision of management services. The amount outstanding at 31 December 2009 was nil (2008: nil).

All related party transactions were made on terms equivalent to those that prevail in arm's length transactions.

## **16 Financial instruments**

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability of another entity. The Company's financial instruments consist principally of deemed loans and amounts due from group undertakings.

### **Fair values of financial instruments**

At 31 December 2009 and 2008 the book value of the Company's financial instruments was considered to be a reasonable approximation to their fair value.

### **Risk management and control**

The financial risks faced by the Company include the following:

- credit risk,
- interest rate risk, and
- liquidity risk.

**Leek Finance Number Two plc**  
**Notes to the financial statements**  
**for the year ended 31 December 2009 (continued)**

**16 Financial instruments (continued)**

**Credit risk**

Credit risk is the risk that a customer or counterparty will not be able to meet its obligations to the Company as they become due. Credit risk arises on deemed loans and other receivables.

The table below represents a worst-case scenario of credit risk exposure to the Company at 31 December 2009 and 2008, without taking into account any collateral held or other credit enhancements attached. The exposures set out below are based on gross carrying amounts as reported in the balance sheet.

Category (as defined by IAS 39)	Class	2009 £000	2008 £000
Loans and receivables	Deemed loans	-	5,494
Loans and receivables	Other receivables	27	212
		<b>27</b>	<b>5,706</b>

**Other receivables**

Other receivable loans represent amounts due from The Co-operative Bank plc. There is no formal repayment schedule for these monies, which are repayable on demand. Due to the way the ultimate parent manages the intercompany balances, the actual credit risk on these loans is considered to be minimal.

**Liquidity risk**

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due, or can only do so at excessive cost. Liquidity risk arises on the Company's deemed loan liabilities (note 9) and other payables (note 10). Liquidity risk is considered to be minimal since the deemed loan is only payable in line with repayments received on the underlying mortgage assets.

**17 New pronouncements issued in 2009**

Further to the basis of preparation within the accounting policies, there has been one other pronouncement issued in 2009.

- IFRS 9 – Financial Instruments

This pronouncement is not mandatory for the year ended 31 December 2009, it will become effective for annual periods beginning on or after 1 January 2013, but may be applied earlier.