

DON'T
STAPLE**OS AA01**Statement of details of parent law and other
information for an overseas company

Companies House

✓ **What this form is for**
You may use this form to
accompany your accounts
disclosed under parent law.

✗ **What this form is NOT for**
You cannot use this form to
an alteration of manner of
with accounting requirements.

WEDNESDAY



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A29

28/09/2022

#152

COMPANIES HOUSE

Part 1**Corporate company name**Corporate name of
overseas company ①

THE AUTOMOBILE ASSOCIATION LIMITED

UK establishment
number

B R 0 0 4 8 7 5

→ **Filling in this form**Please complete in typescript or in
bold black capitals.All fields are mandatory unless
specified or indicated by *① This is the name of the company in
its home state.**Part 2****Statement of details of parent law and other
information for an overseas company****A1****Legislation**Please give the legislation under which the accounts have been prepared and
audited.

Legislation ②

COMPANIES (JERSEY) LAW 1991

② This means the relevant rules or
legislation which regulates the
preparation of accounts.**A2****Accounting principles**

Accounts

Have the accounts been prepared in accordance with a set of generally accepted
accounting principles?

Please tick the appropriate box.

☐ **No.** Go to **Section A3.**☒ **Yes.** Please enter the name of the organisation or other
body which issued those principles below, and then go to **Section A3.**③ Please insert the name of the
appropriate accounting organisation
or body.Name of organisation
or body ③

FINANCIAL REPORTING STANDARD 101 ("FRS 101")

OS AA01

Statement of details of parent law and other information for an overseas company

A3

Audited accounts

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box.

☒ **No.** Go to **Part 3 'Signature'**.

☐ **Yes.** Please enter the name of the organisation or other body which issued those standards below, and then go to **Part 3 'Signature'**.

● Please insert the name of the appropriate accounting organisation or body.

Name of organisation or body ●

Part 3

Signature

I am signing this form on behalf of the overseas company.

Signature

Signature

X


RS


X

This form may be signed by:
Director, Secretary, Permanent representative.


OS AA01

Statement of details of parent law and other information for an overseas company

 Presenter information	
You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	
Contact name	COMPANY SECRETARIAT
Company name	AA LIMITED
Address	FANUM HOUSE
BASING VIEW	
Post town	BASINGSTOKE
County/Region	HAMPSSHIRE
Postcode	R G 2 1 4 E A
Country	
DX	
Telephone	

 Checklist
We may return forms completed incorrectly or with information missing.
Please make sure you have remembered the following:
<input type="checkbox"/> The company name and, if appropriate, the registered number, match the information held on the public Register.
<input type="checkbox"/> You have completed all sections of the form, if appropriate.
<input type="checkbox"/> You have signed the form.

 Important information
Please note that all this information will appear on the public record.
 Where to send
You may return this form to any Companies House address:
England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.
Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1
Northern Ireland: The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.

 Further information
For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk
This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

THE AUTOMOBILE ASSOCIATION LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2022

Registered number: 00073356

THE AUTOMOBILE ASSOCIATION LIMITED

FOR THE YEAR ENDED 31 JANUARY 2022

STRATEGIC REPORT

The directors present their annual report and financial statements of The Automobile Association Limited ("the Company") for the year ended 31 January 2022.

PRINCIPAL ACTIVITY, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The Company is a wholly owned subsidiary of AA Corporation Limited.

The Company did not trade during the current or preceding year and has made neither profit nor loss, nor any other recognised gain or loss. Formerly, the principal activity of the Company was the management of onerous property transactions.

The directors believe that analysis using key performance indicators is not necessary or appropriate for an understanding of the development, performance or position of the Company.

Despite the uncertain financial market following the impact of Covid-19 in the prior year, the Company remains in a resilient position to continue to perform its primary activity and management have assessed that this will continue to be the case.

RISK MANAGEMENT FRAMEWORK

The Company is part of the AA Limited group. The Board of Basing Topco Limited, the AA investment company controlled by Warburg Pincus and TowerBrook Capital Partners, whose ultimate parent undertaking is Basing ConsortiumCo Limited, is responsible for determining the level of risk that the AA is prepared to take, or that it is willing to accept, in order to achieve its strategic objectives. The levels of risk are articulated through a series of risk appetite statements, and we monitor ourselves closely against the statements through our risk governance and our risk management framework. These controls are monitored by the Risk, Compliance and Internal Audit functions to ensure they are working effectively.

The AA's risk management framework aims to ensure that:

- risks are made visible
- risks are discussed and understood
- risks are owned and managed
- appropriate action is taken
- risks are used for opportunities
- we learn from our risk-taking

The risk management framework is comprised of the five pillars set out below.

Risk culture and governance	The processes and structures to demonstrate that effective risk management, oversight and assurance is being undertaken for all key risks faced by the AA.
Strategy and objectives	The process to ensure that risk is considered as part of strategy and objectives, including the direction it sets for taking, avoiding and considering opportunity from risk.
Risk identification and prioritisation	A set of key risk categories to identify where the AA has, or is likely to have, material risk exposures and the activities we perform to prioritise our actions.
Risk management and controls	A set of processes to review and assess the risk and control environment. Risks are assessed on an inherent (no controls), residual (with controls) and target basis to help senior management understand and manage their risk exposures. The AA will be undertaking a comprehensive review of its financial controls in 2022 as part of its continuous improvement of the risk management framework.
Risk reporting and communication	The information and reporting in place to support senior management in discharging their risk management accountabilities effectively and to help them make informed, risk-based decisions.

THE AUTOMOBILE ASSOCIATION LIMITED
FOR THE YEAR ENDED 31 JANUARY 2022
STRATEGIC REPORT (continued)

RISK MANAGEMENT FRAMEWORK (continued)

The principal risks and uncertainties facing the Company are considered to be:

Financial Risk


The Group's senior management oversees the management of financial risks, supported by the Group Treasury function. The Group Treasury function ensures that the Group's financial risks are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

The Company is an obligor of the financial indebtedness of the AA Intermediate Co Limited group which ringfences its debt within a whole business securitisation (WBS) structure. AA Intermediate Co Limited is a parent undertaking of the Company and part of the AA Limited group. The viability and financial success of the Company is therefore tied to the viability and financial success of the AA Intermediate Co Limited group.

Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk in relation to the intercompany balance due from a fellow subsidiary undertaking. The AA Limited group monitors the recoverability of intercompany balances to ensure that there are sufficient resources to meet each counterparty's obligation.

ON BEHALF OF THE BOARD



M NEVILLE
DIRECTOR
22 SEPTEMBER 2022

Registered Office: 3rd Floor, 44 Esplanade, St Helier, Jersey, JE4 9WG

THE AUTOMOBILE ASSOCIATION LIMITED
FOR THE YEAR ENDED 31 JANUARY 2022
DIRECTORS' REPORT

DIRECTORS

The directors who held office during the year and up to the date of signing the financial statements were as follows:

M Neville	
K Dangerfield	(Resigned 12 November 2021)
T Mackay	(Appointed 15 November 2021)

COMPANY SECRETARY

N Hoosen	(Resigned 31 May 2021)
Mourant Secretaries (Jersey) Limited	(Resigned 31 July 2021)
Ogier Global Company Secretary (Jersey) Ltd	(Appointed 1 August 2021)

DIRECTORS' INDEMNITY

The Company maintains directors' and officers' liability insurance, which gives appropriate cover for any legal action brought against its directors and officers. The Company has also granted indemnities to its directors and officers against all losses and liabilities incurred in the discharge of their duties, to the extent permitted by law. This is a qualifying third-party indemnity provision and was in force throughout the financial year and at the date of approval of the financial statements.

DIVIDENDS

The Company has not paid a dividend in the year (2021: £nil) and the directors do not propose the payment of a final dividend (2021: £nil).

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Directors' responsibilities for the financial statements

The directors are responsible for preparing financial statements for each financial year which give a true and fair view, in accordance with applicable Jersey law and United Kingdom Accounting Standards, of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing those 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 applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with The Companies (Jersey) Law, 1991. 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.

So far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

THE AUTOMOBILE ASSOCIATION LIMITED

FOR THE YEAR ENDED 31 JANUARY 2022

DIRECTORS' REPORT (continued)

GOING CONCERN

The Company's business activities and its exposure to financial risk are described in the principal activity, review of the business and future developments and risk management framework sections on page 1 and 2.

The directors believe that the Company has adequate financial resources due to its net current asset position and the available cash resources of the AA Limited group which can be drawn upon. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

ON BEHALF OF THE BOARD



M NEVILLE
DIRECTOR

22 SEPTEMBER 2022

Registered Office: 3rd Floor, 44 Esplanade, St Helier, Jersey, JE4 9WG

THE AUTOMOBILE ASSOCIATION LIMITED

INCOME STATEMENT

FOR THE YEAR ENDED 31 JANUARY 2022

There is no income and expenditure passing through the income statement during the year (2021: £nil).

There is no other comprehensive income, therefore no separate statement of comprehensive income is presented.

THE AUTOMOBILE ASSOCIATION LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 JANUARY

	Notes	2022 £m	2021 £m
CURRENT ASSETS			
Trade and other receivables	3	<u>1,361.4</u>	<u>1,361.4</u>
TOTAL ASSETS		<u>1,361.4</u>	<u>1,361.4</u>
NET ASSETS		<u>1,361.4</u>	<u>1,361.4</u>
EQUITY			
Called up share capital	4	0.1	0.1
Retained earnings		1,288.4	1,288.4
Capital contribution reserve		<u>72.9</u>	<u>72.9</u>
TOTAL EQUITY		<u>1,361.4</u>	<u>1,361.4</u>

These financial statements were approved by the board of directors and signed on its behalf by:



M NEVILLE
DIRECTOR

22 SEPTEMBER 2022

The accompanying notes are an integral part of this statement of financial position.

THE AUTOMOBILE ASSOCIATION LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 JANUARY

	Share capital	Retained earnings	Capital contribution reserve	Total
	£m	£m	£m	£m
At 31 January 2020	0.1	1,288.4	72.9	1,361.4
Result for the year	-	-	-	-
At 31 January 2021	0.1	1,288.4	72.9	1,361.4
Result for the year	-	-	-	-
At 31 January 2022	0.1	1,288.4	72.9	1,361.4

The accompanying notes are an integral part of this statement of changes in equity.

THE AUTOMOBILE ASSOCIATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1 PRESENTATION OF FINANCIAL STATEMENTS

The Automobile Association Limited is incorporated and domiciled in Jersey.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

The financial statements are prepared in Sterling and are rounded to the nearest £0.1m.

Going Concern

The Company's business activities and its exposure to financial risk are described in the principal activity, review of the business and future developments and risk management framework sections on page 1 and 2.

The directors believe that the Company has adequate financial resources due to its net current asset position and the available cash resources of the AA Limited group which can be drawn upon. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

2 ACCOUNTING POLICIES

2.1 Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The financial statements are prepared under the historical cost convention.

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- IAS 1 paragraphs 10(d) and 10(f),
- IAS 1 paragraph 16 (statement of compliance with all IFRS),
- IAS 1 paragraph 38A (requirement for minimum of two primary statements, including cash flow statements),
- IAS 1 paragraph 111 (cash flow statement information),
- IAS 1 paragraphs 134-136 (capital management disclosures),
- IFRS 7 'Financial Instruments Disclosures',
- IAS 7 'Statement of cash flows',
- IAS 8 paragraphs 30 and 31 (IFRS issued but are not yet effective),
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group,
- IFRS 13 'Fair Value Measurement',
- IAS 24 'Related party disclosures' (key management compensation).

The Company did not identify any new accounting standards coming into effect in the current year with a material impact on the financial statements.

2.2 Critical accounting estimates and judgements

Management have exercised judgement in applying the Company's accounting policies and in making critical estimates. The principle judgements involving a higher degree of judgement and complexity, where the assumptions and estimates are significant to the financial statements relates to the assessment of credit loss allowances for intercompany receivables which requires judgement to assess the collectability of intercompany balances.

THE AUTOMOBILE ASSOCIATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

2 ACCOUNTING POLICIES (continued)

2.3 Significant accounting policies

Trade receivables

Trade and other receivables

Trade and other receivables are amounts due from fellow subsidiary undertakings of the AA Limited group. They are generally due for settlement on demand and are therefore all classified as current. They are recognised at fair value and are subsequently held at amortised cost. The Company applies the IFRS 9 simplified approach to measuring expected credit losses (ECLs) which uses a lifetime expected loss allowance for all receivables.

3 TRADE AND OTHER RECEIVABLES

	2022 £m	2021 £m
Amounts owed by group undertakings	1,361.4	1,360.9
Other receivables	-	0.5
	<u>1,361.4</u>	<u>1,361.4</u>

Amounts owed by group undertakings are unsecured, have no repayment terms and bear no interest.

4 CALLED UP SHARE CAPITAL

	2022 £m	2021 £m
Allotted, called up and fully paid		
50,000 (2021: 50,000) ordinary shares of £1 each	<u>0.1</u>	<u>0.1</u>

The Company has 50,000 authorised shares of £1 each.

5 GUARANTEES AND COMMITMENTS

Cross company guarantees

The Company is an obligor to the bank loans and bond debt of the AA Intermediate Co Limited group. At 31 January 2022, the principal outstanding on the AA Intermediate Co Limited group debt was £2,325.0m (2021: £2,766.7m).

The covenants governing the bank loans and bond debt of the AA Intermediate Co Limited group place restrictions on the group's ability to distribute cash from the key trading companies to pay external dividends and finance activities unconstrained by the restrictions embedded in the debts. We do not anticipate the bank loans or bond debt being called upon in the 12 months after the signing of these financial statements.

THE AUTOMOBILE ASSOCIATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

6 ULTIMATE PARENT UNDERTAKING AND ULTIMATE CONTROLLING PARTY

The Company is a wholly owned subsidiary of AA Corporation Limited, a Company registered in England and Wales, UK and a wholly owned indirect subsidiary of AA Intermediate Co Limited.

The parent of the smallest group to consolidate these financial statements is AA Intermediate Co Limited and the parent of the largest group to consolidate these financial statements is AA Limited, both of whose registered office is Fanum House, Basing View, Basingstoke, Hampshire, RG21 4EA.

At 31 January 2022, the ultimate controlling party and parent undertaking, was Basing Consortium Co Limited whose registered office is 3rd Floor 44 Esplanade, St Helier, JE4 9WG, Jersey.

Copies of the AA Limited financial statements are available from the website www.theaacorporate.com/investors.

7 EVENTS AFTER THE REPORTING PERIOD

On 13 July 2022, the AA Limited group completed a refinancing of its outstanding A6 notes, issuing £250m of A10 notes at a coupon of 7.38%.