

# **Lloyds Bank Asset Finance Limited**

Annual report and accounts  
for the year ended 31 December 2019

**Registered office**

25 Gresham Street  
London  
EC2V 7HN

**Registered number**

00615235

**Current directors**

B D Bos  
R A Jones  
R Poole

**Company Secretary**

D D Hennessey

## Strategic report

For the year ended 31 December 2019

The directors present their Strategic report and the audited financial statements of Lloyds Bank Asset Finance Limited (the "Company") for the year ended 31 December 2019.

### Business overview

The Company acted as a holding company for its subsidiaries during the year ended 31 December 2019. It did not act in any other capacity.

The Company's result for the year shows a Profit before tax of £71,000,000 (2018: £289,000,000). During the year, the Company received a dividend of £249,000,000 from ACL Autolease Holdings Limited, a subsidiary undertaking.

On 5th July 2019 a total of 1,250,000,000 ordinary shares of £0.20 each were allotted and issued by the Company to its immediate parent company, Lloyds Bank plc increasing the issued share capital to £486,100,000. As at 31 December 2019 the Company had Net assets of £1,501,000,000 (2018: £1,005,000,000).

### Future outlook

There are no expected changes in the nature and extent of the Company's operation.

Following the UK's exit from the EU, significant negotiation is now required on the terms of the future trade agreement. As a result, the possibility of a limited or no deal at the end of the transition period remains and could manifest in prolonged business uncertainty across the UK, including in the financial services sector. This continued lack of clarity over the UK's relationship with the EU and other foreign countries, and on-going challenges in the Eurozone, including weak growth, raise additional uncertainty for the UK's economic outlook. There also remains the possibility of a further referendum on Scottish independence. The Company is part of the wider Lloyds Banking Group, and, it is at that level that consideration of the many potential implications this may have has been undertaken.

The impact on the Company is indirect and would manifest by way of a potential impact upon the carrying value of its investments in trading entities. Work continues to assess the impact of EU exit at the level of the Lloyds Banking Group, as well as for the Company (and its subsidiary undertakings), upon customers, colleagues and products. This assessment includes all legal, regulatory, tax, finance and capital implications.

Details of the expected impact of Covid-19 are given in the Directors' report.

### Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are managed within the framework established for the Group and are not managed separately for the Company. Further details of the Company's and Group's risk management policy are contained in note 15 to the financial statements.

### 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.

### Section 172(1) Statement

In accordance with the Companies Act 2006 (the 'Act'), for the year ended 31 December 2019, the directors provide the following statement describing how they have had regard to the matters set out in section 172(1) of the Act, when performing their duty to promote the success of the Company under section 172.

### Statement of Engagement with Employees and Other Stakeholders

In accordance with the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, the following statement also provides details on how the directors have engaged with, and had regard to, the interest of key stakeholders.

The Company holds the contracts of service for a significant number of employees within the Retail Division of the Lloyds Banking Group. However, all staff costs are recharged to operating subsidiaries with a significant element of staff costs recharged to the subsidiary undertaking, Black Horse Limited, which is one of the main trading entities within the Retail Division. The approach to employee matters and employee engagement is aligned to that of the Group, where colleagues take pride in working for an inclusive and diverse organisation which continues to work towards building a culture in which everyone feels included, empowered and inspired to do the right thing for customers. In 2019, the LBG Board agreed how LBG, including the Company, would engage the workforce. The definition of 'workforce', as agreed by the LBG Board is permanent employees, contingent workers and third-party suppliers that work on LBG premises delivering services to customers and supporting key business operations.

As a subsidiary of Lloyds Banking Group plc, the Company follows many of the processes and practices of Lloyds Banking Group plc which are further referred to in this statement, where relevant.

## **Strategic report (continued)**

For the year ended 31 December 2019

### **Section 172(1) Statement (continued)**

#### ***Shareholders***

The Company is a wholly owned subsidiary of Lloyds Banking Group plc, forming part of Lloyds Banking Group plc's Retail Division. As a wholly owned subsidiary, the directors ensure that the strategy, priorities, processes and practices of the Company are fully aligned where required to those of Lloyds Banking Group plc, ensuring that the interests of Lloyds Banking Group plc as the Company's sole shareholder are duly acknowledged. Further information in respect of the relationship of Lloyds Banking Group plc with its shareholders is included within the Strategic Report within the Lloyds Banking Group plc Annual Report and Accounts for 2019, which does not form part of this report, available on the Lloyds Banking Group plc website.

#### ***How stakeholder interest has influenced decision making***

The directors' acknowledge that one of the primary responsibilities of the board is to ensure the strategy of the Company, as aligned to that of Lloyds Banking Group plc, is to effectively manage the Company to generate sustainable returns, central to which is ensuring engagement with stakeholders, and considering in all instances the long-term implications of decisions made, acting at all times to maintain the highest possible standards of conduct.

Approved by the board of directors and signed on its behalf by:



R A Jones  
**Director**

9 October 2020

## Directors' report

For the year ended 31 December 2019

The directors present their report for the year ended 31 December 2019.

### General information

The Company is a private limited company incorporated in the United Kingdom, registered and domiciled in England and Wales (registered number: 00615235).

The principal activity of the Company is to act as a holding company for its subsidiaries. It has not traded in any other capacity during the year.

The Company is funded entirely by other companies within the Lloyds Banking Group ("the Group").

On 5th July 2019 a total of 1,250,000,000 ordinary shares of £0.20 each were allotted and issued by the Company to its immediate parent company, Lloyds Bank plc increasing the issued share capital to £486,100,000.

### Post balance sheet event

In March 2020 the World Health Organisation declared the outbreak of Covid-19 a global pandemic. The outbreak and the action taken by governments across the world are causing widespread disruption to financial markets and normal patterns of business activity across the world, including the UK. The directors assess this event to be a non-adjusting post balance sheet event given the limited number of cases reported as at 31 December 2019.

In view of its currently evolving nature, the directors continue to monitor the developments closely. The main considerations for the Company is the impact on its investment in Black Horse Group Limited, which itself holds Black Horse Limited (one of the main trading companies of the Retail division). Based upon an initial assessment of the likely impact of the pervasive disruption experienced in the UK, the Black Horse Limited directors assessed an additional credit impairment provision of £160.2m during the first half of 2020. In addition, the disruption to the economy and the used car market is expected to impact both customer behaviour and used car prices in the near future and the Company's market impairment provision was also increased by a £17.6m during the first half of 2020, based upon an assessment of the impact on the future volume and value of vehicles returned to the Company by lessees either early or at the end of the lease.

### Dividends

There were no dividends paid or declared during the year (2018: £282,000,000).

### Going concern

The directors are satisfied that it is the intention of Lloyds Banking Group plc that its subsidiaries, including the Company, will continue to have access to adequate liquidity and capital resources for the foreseeable future and, accordingly, the financial statements have been prepared on a going concern basis.

### Directors

The current directors of the Company are shown on the front cover.

The following change has taken place between the beginning of the reporting period and the approval of the Annual report and accounts:

R Poole (appointed 14 April 2019)

### Information included in the Strategic report

The disclosures for Principal risks and uncertainties and Key performance indicators that would otherwise be required to be disclosed in the Directors' report can be found in the Strategic report on page 1.

### Directors' indemnities

Lloyds Banking Group plc has granted to the directors of the Company a deed of indemnity through deed poll which constituted 'qualifying third party indemnity provisions' for the purposes of the Companies Act 2006. The deed was in force during the whole of the financial year and at the date of approval of the financial statements or from the date of appointment in respect of directors who join the board of the Company during the financial year. Directors no longer in office but who served on the board of the Company at any time in the financial year have the benefit of this contract of indemnity during that period of service. The indemnity remains in force for the duration of the directors' periods of office. The deed indemnifies the directors to the maximum extent permitted by law. Deeds for existing directors are available for inspection at the registered office of Lloyds Banking Group plc. In addition, the Group has in place appropriate directors and officers liability insurance cover which was in place throughout the financial year.

## Directors' report (continued)

For the year ended 31 December 2019

### Statement of directors' responsibilities

The directors are responsible for preparing the Annual report and accounts in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union. 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable IFRSs as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business.

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

### Disclosure of information to Auditors

In accordance with Section 418 of the Companies Act 2006, in the case of each director in office at the date the Directors' report is approved:

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

PricewaterhouseCoopers LLP are deemed to be re-appointed as auditors under section 487(2) of the Companies Act 2006.

Approved by the board of directors and signed on its behalf by:



R A Jones  
Director

9 October 2020

## Statement of comprehensive income

For the year ended 31 December 2019

	Note	2019 £'m	2018 £'m
Interest income		91	141
Interest expense		(87)	(138)
<b>Net interest income</b>	3	4	3
Income from investments	4	249	282
Other operating (expenses)/income	5	(6)	4
<b>Profit before tax</b>		247	289
Taxation	8	(1)	-
<b>Profit for the year, being total comprehensive income</b>		246	289

The accompanying notes to the financial statements are an integral part of these financial statements.

## Balance sheet

As at 31 December 2019

	Note	2019 £'m	2018 £'m
<b>ASSETS</b>			
Trade and other receivables	10	1,317	13,629
Investment in subsidiary undertakings	11	1,423	998
<b>Total assets</b>		<b>2,740</b>	<b>14,627</b>
<b>LIABILITIES</b>			
Borrowed funds	12	1,238	13,622
Current tax liability		1	-
<b>Total liabilities</b>		<b>1,239</b>	<b>13,622</b>
<b>EQUITY</b>			
Share capital	13	486	236
Retained earnings		1,015	769
<b>Total equity</b>		<b>1,501</b>	<b>1,005</b>
<b>Total equity and liabilities</b>		<b>2,740</b>	<b>14,627</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

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



R A Jones  
Director

9 October 2020

## Statement of changes in equity

For the year ended 31 December 2019

	Note	Share capital £'m	Retained earnings £'m	Total equity £'m
<b>At 1 January 2018</b>		236	762	998
Profit for the year being total comprehensive income		-	289	289
Dividend paid to equity holders of the Company	9	-	(282)	(282)
<hr/>				
<b>At 31 December 2018</b>		<b>236</b>	<b>769</b>	<b>1,005</b>
Profit for the year being total comprehensive income		-	246	246
Share capital issued		250	-	250
<hr/>				
<b>At 31 December 2019</b>		<b>486</b>	<b>1,015</b>	<b>1,501</b>

The accompanying notes to the financial statements are an integral part of these financial statements.



## Cash flow statement

For the year ended 31 December 2019

	Note	2019 £'m	2018 £'m
<b>Cash flows (used in)/generated from operating activities</b>			
Profit before tax		247	289
Adjustments for:			
- Interest income		(91)	(141)
- Interest expense		87	138
<b>Cash generated from operations</b>		<b>243</b>	<b>286</b>
Net cash generated from operating activities		243	286
<b>Cash flows used in investing activities</b>			
Increase in Investment in subsidiary undertakings (see note 11)		(425)	-
Net cash used in investing activities		(425)	-
<b>Cash flows generated from/(used in) financing activities</b>			
Dividends paid	9	-	(282)
Share capital issued		250	-
Increase in net lending to group undertakings		(72)	(7)
Interest received		91	141
Interest paid		(87)	(138)
Net cash generated from/(used in) financing activities		182	(286)
<b>Change in cash and cash equivalents</b>		<b>-</b>	<b>-</b>
Cash and cash equivalents at beginning of year		-	-
<b>Cash and cash equivalents at end of year</b>		<b>-</b>	<b>-</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

# Notes to the financial statements

For the year ended 31 December 2019

## 1. Accounting policies

### 1.1 Basis of preparation

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

These financial statements have been prepared in accordance with applicable IFRSs as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRSs. IFRSs comprise accounting standards prefixed IFRS issued by the International Accounting Standards Board ("IASB") and those prefixed IAS issued by the IASB's predecessor body, as well as interpretations issued by the IFRS Interpretations Committee ("IFRS IC") and its predecessor body.

There are no new IFRS pronouncements relevant to the Company that have been adopted in these financial statements.

Details of those pronouncements which will be relevant to the Company but which were not effective at 31 December 2019 and which have not been applied in preparing these financial statements are given in note 19. No standards have been early adopted.

These financial statements contain information about the Company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemptions under IFRS 10 Consolidated Financial Statements and Section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. The Company and its subsidiaries are included in the consolidated financial statements of the Company's ultimate parent company.

The financial statements have been prepared on a going concern basis as detailed in the Directors' report and under the historical cost convention.

### 1.2 Income recognition

#### Dividend income

Dividend income is recognised in the period in which it is declared.

#### Income and expense from financial instruments

Interest income and expense are recognised in the Statement of comprehensive income for all interest bearing financial instruments, including loans and advances, using the effective interest rate method. The effective interest rate method is a method of calculating the amortised cost of a financial asset or liability and of allocating the interest income or interest expense to a period of account. The effective interest rate is the rate that discounts the estimated future cash payments or receipts over the expected life of the instrument to the net carrying amount of the financial asset or financial liability.

Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognised on the net lending balance.

### 1.3 Financial assets and liabilities

Financial assets comprise Amounts due from group undertakings. Financial liabilities comprise Amounts due to group undertakings.

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are derecognised when the rights to receive cash flows, or obligations to pay cash flows, have expired.

Interest bearing financial assets and financial liabilities are recognised and measured at amortised cost inclusive of transaction costs, using the effective interest rate method.

Amounts due from group undertakings are assessed at the reporting date for impairment on a forward looking basis and, where appropriate, an expected credit loss ("ECL") is recognised based on reasonable and supportable information.

## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 1. Accounting policies (continued)

#### 1.4 Dividends paid

Dividends on ordinary shares are recognised through equity in the period in which they are paid.

#### 1.5 Cash and cash equivalents

For the purposes of the Balance sheet and Cash flow statement, cash and cash equivalents comprise balances with less than three months' maturity.

#### 1.6 Taxation

Tax expense comprises current tax. Current tax is charged or credited in the income statement except to the extent that the tax arises from a transaction or event which is recognised, in the same or a different period, outside the income statement (either in other comprehensive income, directly in equity, or through a business combination), in which case the tax appears in the same statement as the transaction that gave rise to it.

Current tax is the amount of corporate income taxes expected to be payable or recoverable based on the profit for the period as adjusted for items that are not taxable or not deductible, and is calculated using tax rates and laws that were enacted or substantively enacted at the Balance sheet date.

Current tax includes amounts provided in respect of uncertain tax positions when management expects that, upon examination of the uncertainty by Her Majesty's Revenue and Customs or another tax authority, it is more likely than not that an economic outflow will occur. Provisions reflect management's best estimate of the ultimate liability based on their interpretation of tax law, precedent and guidance, informed by external tax advice as necessary. Changes in facts and circumstances underlying these provisions are reassessed at each Balance sheet date, and the provisions are re-measured as required to reflect current information.

#### 1.7 Investment in subsidiary undertakings

Investment in subsidiary undertakings is stated in the Balance sheet at cost less any provision for impairment.

Investment in subsidiary undertakings is reviewed for impairment losses at the end of each period and whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised in the Statement of comprehensive income for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's net realisable value and value in use. For the purposes of assessing impairment, investments are grouped at the lowest level at which cash flows are separately monitored by management.

In the event that the assessment for impairment has indicated that the recoverable amount is higher than the carrying value at the date of the assessment, then amounts in respect of previous impairment losses are reversed to bring the carrying amount to the lower of its recoverable amount or original cost of investment.

### 2. Critical accounting estimates and judgements in applying accounting policies

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although those estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

In the course of preparing these financial statements, no critical judgements have been made in the process of applying the Company's accounting policies, other than those involving estimations which are disclosed separately below.

The following are critical accounting estimates that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 2. Critical accounting estimates and judgements in applying accounting policies (continued)

#### Impairment of Investment in subsidiary undertakings

The Company regularly reviews its investment in subsidiary undertakings (see note 11) for indicators of impairment. In determining whether impairment has occurred the Company uses a value in use model.

Value in use for the investment in Black Horse Group Limited, the Company's significant subsidiary investment, is calculated by considering the anticipated future cash flows generated by its subsidiaries. Cash flows include income based on the maturity profile of the existing loan books and projected income from new business.

Given the decision of Black Horse Limited (the principal subsidiary of Black Horse Group Limited) to resume writing new business from April 2017, as discussed above within the Business overview in the Strategic report, the key judgements in the value in use calculation include:

- the growth in new business. A growth rate of +/- 2% has been assumed.
- cash outflows in respect of Payment Protection Insurance ("PPI") claims have been assumed to occur on a decreasing basis over a 2 year period in line with the expected pay-outs, until the Financial Conduct Authority's ("FCAs") deadline of 29th August 2019.
- cash flows have been discounted back to their current value to take into account the time value of money at a rate of 9.75% which is the directors' assessment of the Company's weighted average cost of capital.

### 3. Net interest income

	2019 £'m	2018 £'m
<b>Interest income</b>		
Group interest income (see note 14)	91	141
<b>Interest expense</b>		
Group interest expense (see note 14)	(87)	(138)
<b>Net interest income</b>	<b>4</b>	<b>3</b>

### 4. Income from investments

	2019 £'m	2018 £'m
<b>Dividend income</b>		
ACL Autolease Holdings Limited	249	252
Black Horse Group Limited	-	30
	<b>249</b>	<b>282</b>

### 5. Other operating expenses

Fees payable to the Company's auditors for the audit of the financial statements of £6,000 (2018: £6,000) have been borne by a fellow group company and are not recharged to the Company. Accounting and administration services are provided by a fellow group undertaking and are not recharged to the Company.

### 6. Staff costs

The Company holds the contracts of service for a significant number of employees within the Retail Division. The average monthly number of employees during the year was 561 (2018: 429). However, all staff costs are recharged to operating subsidiaries with a significant element of staff costs recharged to the subsidiary undertaking, Black Horse Limited, which is one of the main trading entities within the Retail Division.

## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 7. Directors' emoluments

No director received any fees or emoluments from the Company during the year (2018: £nil). Whilst the Company holds the contracts of service for one of the directors (2018: one), the cost is recharged to other subsidiary undertakings. The directors consider that their services to the Company are incidental to their other responsibilities within the Group (see also note 14).

### 8. Taxation

	2019 £'m	2018 £'m
<b>a) Analysis of charge for the year</b>		
UK corporation tax:		
- Current tax on taxable profit for the year	1	-

Corporation tax is calculated at a rate of 19.00% (2018: 19.00%) of the taxable profit for the year.

#### b) Factors affecting the tax charge for the year

A reconciliation of the charge that would result from applying the standard UK corporation tax rate to the profit before tax to the actual tax charge for the year is given below:

	2019 £'m	2018 £'m
Profit before tax	247	289
Tax charge thereon at UK corporation tax rate of 19.00% (2018: 19.00%)	47	55
Factors affecting charge:		
- Disallowed items	1	-
- Non taxable items	(47)	(55)
Tax charge on profit on ordinary activities	1	-
Effective rate	0.33%	0.13%

### 9. Dividends

No dividends were paid in 2019. In the prior year, dividends totalling £0.24 per share were paid, representing a total dividend of £282,000,000.

### 10. Trade and other receivables

	2019 £'m	2018 £'m
Amounts due from group undertakings (see note 14)	1,317	13,629

Amounts due from group undertakings is unsecured and repayable on demand. Amounts due from Black Horse Limited are interest bearing based on 3 month LIBOR. Amounts due from Lloyds Bank plc are interest bearing on the net amount due at both fixed rates and variable rates based on LIBOR. Amounts due from all other counterparties were not interest bearing.

All Amounts due from group undertakings are included within stage 1 for IFRS 9 purposes. The expected credit loss ("ECL") is negligible in both years.

## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 11. Investment in subsidiary undertakings

	2019 £'m	2018 £'m
<b>Cost</b>		
Cost brought forward	998	998
Additions	425	-
Cost at 31 December	1,423	998
<b>Provision for impairment</b>		
Provision brought forward	-	-
Credit for the year	-	-
Provision at 31 December	-	-
<b>Carrying value of investments at 31 December</b>	<b>1,423</b>	<b>998</b>

Investment in subsidiary undertakings is stated at cost less impairment. As permitted by section 611 of the Companies Act 2006, where the relief afforded under section 612 of the Companies Act 2006 applies, cost is the aggregate of the nominal value of the relevant number of the Company's shares and the fair value of any other consideration given to acquire the share capital of the subsidiaries.

During 2019 the Company increased its investment in Black Horse Group Limited. First, in July, 250,000,000 shares were allotted and issued by Black Horse Group Limited to the Company and then in October another 175,000,000 were allotted and issued. This increased the Company's investment in Black Horse Group Limited by £425,000,000.

Subsidiary undertakings	Company interest	Principal activities	Registered Address
ACL Autolease Holdings Limited	100.00%	Holding Company	25 Gresham Street, London, EC2V 7HN
Black Horse Finance Holdings Limited	100.00%	Holding Company	25 Gresham Street, London, EC2V 7HN
Black Horse Finance Management Limited	100.00%	Holding Company	25 Gresham Street, London, EC2V 7HN
Black Horse Group Limited	100.00%	Holding Company	25 Gresham Street, London, EC2V 7HN
<b>Indirect subsidiaries</b>			
ACL Limited <sup>1</sup>	100.00%	Now dormant	25 Gresham Street, London, EC2V 7HN
AG Finance Limited	50.01%	Instalment credit	St William House, Tresellian Terrace, Cardiff, CF10 5BH
Black Horse Limited	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN
Black Horse (TRF) Limited	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN
Heidi Finance Holdings (UK) Limited	100.00%	Holding company	25 Gresham Street, London, EC2V 7HN
HVF Limited	100.00%	Vehicle contract hire	Charterhall House, Charterhall Drive, Chester, CH88 3AN
Hyundai Car Finance Limited	100.00%	Instalment credit	St William House, Tresellian Terrace, Cardiff, CF10 5BH
International Motors Finance Limited	51.00%	Instalment credit	Charterhall House, Charterhall Drive, Chester, CH88 3AN
Lex Autolease Carselect Limited	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN
Lex Autolease Limited	100.00%	Vehicle contract hire	25 Gresham Street, London, EC2V 7HN
Lex Autolease (CH) Limited <sup>1</sup>	100.00%	Now dormant	25 Gresham Street, London, EC2V 7HN
Lex Autolease (VC) Limited <sup>1</sup>	100.00%	Now dormant	25 Gresham Street, London, EC2V 7HN
Lloyds UDT Leasing Limited <sup>1</sup>	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN
London Taxi Finance Limited	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN
Lotus Finance Limited	50.10%	Instalment credit	St William House, Tresellian Terrace, Cardiff, CF10 5BH
Proton Finance Limited	50.01%	Instalment credit	St William House, Tresellian Terrace, Cardiff, CF10 5BH
Shogun Finance Limited	50.01%	Instalment credit	St William House, Tresellian Terrace, Cardiff, CF10 5BH
Suzuki Financial Services Limited	51.00%	Instalment credit	St William House, Tresellian Terrace, Cardiff, CF10 5BH
United Dominions Leasing Limited	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN
United Dominions Trust Limited	100.00%	Instalment credit	25 Gresham Street, London, EC2V 7HN

## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 11. Investment in subsidiary undertakings (continued)

Subsidiary undertakings	Company interest	Principal activities	Registered Address
<b>Indirect subsidiaries in liquidation</b>			
Cedar Holdings Limited <sup>3</sup>	100.00%	Liquidation	1 More London Place, London, SE1 2AF
Inchcape Financial Services Limited <sup>2</sup>	51.00%	Liquidation	1 More London Place, London, SE1 2AF
Lloyds UDT Asset Rentals Limited <sup>2</sup>	100.00%	Liquidation	1 More London Place, London, SE1 2AF
Lloyds UDT Limited <sup>2</sup>	100.00%	Liquidation	1 More London Place, London, SE1 2AF
UDT Budget Leasing Limited <sup>2</sup>	100.00%	Liquidation	1 More London Place, London, SE1 2AF
WCS Limited <sup>4</sup>	100.00%	Liquidation	P.O Box 12, Peveril Buildings, Peveril Square, Douglas, Isle of Man. IM99 1JJ
<b>Indirect subsidiaries now dissolved</b>			
Black Horse Executive Mortgages Limited <sup>2</sup>	100.00%	Dissolved 2020	1 More London Place, London, SE1 2AF
Carlease Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
Chartered Trust (Nominees) Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
Enterprise Car Finance Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
LB Motorent Limited <sup>2 6</sup>	100.00%	Dissolved 2020	1 More London Place, London, SE1 2AF
Lex Vehicle Finance 2 Limited <sup>3 6</sup>	100.00%	Dissolved 2020	1 More London Place, London, SE1 2AF
Lex Vehicle Finance 3 Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
Lloyds UDT Asset Leasing Limited <sup>3 6</sup>	100.00%	Dissolved 2020	1 More London Place, London, SE1 2AF
Lloyds UDT Business Development Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
Lloyds UDT Business Equipment Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
Lloyds UDT Hiring Limited <sup>3 6</sup>	100.00%	Dissolved 2020	1 More London Place, London, SE1 2AF
Lloyds UDT Rentals Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
UDT Autolease Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF
UDT Sales Finance Limited <sup>3 6</sup>	100.00%	Dissolved 2020	1 More London Place, London, SE1 2AF
UDT Limited <sup>3 5</sup>	100.00%	Dissolved 2019	1 More London Place, London, SE1 2AF

<sup>(1)</sup> All active subsidiaries listed have the same accounting reference date as the Company apart from ACL Limited (31 March), Lex Autolease (CH) Limited (30 June), Lex Autolease (VC) Limited (30 September) and Lloyds UDT Leasing Limited (30 September).

<sup>(2)</sup> These entities have been placed into liquidation during 2019.

<sup>(3)</sup> These entities were placed into liquidation during 2018.

<sup>(4)</sup> WCS Limited is registered in the Isle of Man. The investment was transferred to LBG Equity Investment Limited on 6 July 2018 as part of the Group's ring-fencing requirements. The entity subsequently went into liquidation.

<sup>(5)</sup> These entities were dissolved during 2019.

<sup>(6)</sup> In 2020 and prior to the approval of these financial statements these entities were dissolved.

The Company's interest in each of these entities is in the form of ordinary share capital.

### 12. Borrowed funds

	2019	2018
	£'m	£'m
Amounts due to group undertakings (see note 14)	1,238	13,622

Amounts due to group undertakings is unsecured and repayable on demand, although there is no expectation that such a demand would be made. The net balance due to Lloyds Bank plc is interest bearing at both fixed rates and variable rates based on LIBOR. Amounts due to Black Horse Finance Holdings Limited are interest bearing based upon LIBOR. All other amounts due to counterparties were non-interest bearing.

### 13. Share capital

	2019	2018
	£'m	£'m
<b>Allotted, issued and fully paid</b>		
2,430,500,000 (2018: 1,180,500,000) ordinary shares of £0.20 each	486	236

## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 14. Related party transactions

The Company is controlled by the Group. A number of transactions are entered into with related parties in the normal course of business. A summary of the outstanding balances at the year end and the related income and expense for the year is set out below.

	2019 £'m	2018 £'m
<b>Amounts due from group undertakings</b>		
Black Horse Limited	34	10,874
Black Horse Finance Holdings Limited	-	1,010
Black Horse Offshore Limited	-	24
Lex Autolease Limited	-	379
Lloyds Bank plc	98	1,342
United Dominions Trust Limited	1,010	-
Black Horse Group Limited	175	-
<b>Total Amounts due from group undertakings (see note 10)</b>	<b>1,317</b>	<b>13,629</b>
<b>Amounts due to group undertakings</b>		
Black Horse Group Limited	-	15
Lex Autolease Limited	6	-
Lloyds Bank plc	1,094	13,607
Black Horse Finance Holdings Limited	138	-
<b>Total Amounts due to group undertakings (see note 12)</b>	<b>1,238</b>	<b>13,622</b>
<b>Interest income</b>		
From group undertakings (see note 3)	91	141
<b>Interest expense</b>		
To group undertakings (see note 3)	87	138
<b>Dividend income received from related parties</b>		
ACL Autolease Holdings Limited	249	252
Black Horse Group Limited	-	30
<b>Total Dividend income (see note 4)</b>	<b>249</b>	<b>282</b>
<b>Dividend paid to related parties</b>		
Lloyds Bank plc	-	282

The above balances are unsecured in nature and are expected to be settled in cash or by cash equivalents. Transactions in the year are those reflected through the Statement of comprehensive income.

#### Key management personnel

Key management personnel are those persons having authority and responsibility for planning and controlling the activities of the Company. Accordingly, key management is comprised of the directors of the Company and the Group. There were no transactions between the Company and key management personnel during the current or preceding year. Key management personnel are employed by other companies within the Group and consider that their services to the Company are incidental to their other activities within the Group.

### 15. Financial risk management

The Company's operations do not expose it to any significant credit risk, liquidity risk, interest rate risk, market risk, foreign exchange risk or business risk. Its transactions are substantially intragroup, within borrowings and lending and only insignificant amounts (the irredeemable preference shares) attract floating rate interest. Responsibility for the control of overall risk lies with the board of directors, operating within a management framework established by the Retail Division of the Group, and the ultimate parent, Lloyds Banking Group plc.

#### 15.1 Fair values of financial assets and liabilities

The fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The directors consider that there are no significant differences between the carrying amounts shown in the Balance sheet and the fair value.



## Notes to the financial statements (continued)

For the year ended 31 December 2019

### 16. Capital disclosures

The Company's objectives when managing capital are to safeguard the entity's ability to continue as a going concern, provide an adequate return to its shareholders through pricing products and services commensurately with the level of risk and, indirectly, to support the Group's regulatory capital requirements.

The Company's parent manages the Company's capital structure and advises the board of directors to consider making adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the board of directors may adjust the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares, or sell assets.

The Company's capital comprises all components of equity, movements in which appear in the Statement of changes in equity. The Company receives its funding requirements from its fellow group undertakings and does not raise funding externally.

### 17. Contingent liabilities and capital commitments

There were no contingent liabilities or contracted capital commitments at the Balance sheet date (2018: £nil).

### 18. Post balance sheet events

In March 2020 the World Health Organisation declared the outbreak of Covid-19 a global pandemic. The outbreak and the action taken by governments across the world are causing widespread disruption to financial markets and normal patterns of business activity across the world, including the UK. The directors assess this event to be a non-adjusting post balance sheet event given the limited number of cases reported as at 31 December 2019.

In view of its currently evolving nature, the directors continue to monitor the developments closely. The main considerations for the Company is the impact on its investment in Black Horse Group Limited, which itself holds Black Horse Limited (one of the main trading companies of the Retail division). Based upon an initial assessment of the likely impact of the pervasive disruption experienced in the UK, the Black Horse Limited directors assessed an additional credit impairment provision of £160.2m during the first half of 2020. In addition, the disruption to the economy and the used car market is expected to impact both customer behaviour and used car prices in the near future and the Company's market impairment provision was also increased by a £17.6m during the first half of 2020, based upon an assessment of the impact on the future volume and value of vehicles returned to the Company by lessees either early or at the end of the lease.

### 19. Future developments

The following pronouncement will be relevant to the Company but was not effective at 31 December 2019 and has not been applied in preparing these financial statements.

Pronouncement	Nature of change	Effective date
Minor amendments to other accounting standards	The IASB has issued a number of minor amendments to IFRSs (including IFRS 3 Business Combinations and IAS 1 Presentation of Financial Statements).	Annual periods beginning on or after 1 January 2020

The full impact of this pronouncement is being assessed by the Company. However, the initial view is that this is not expected to cause any material adjustments to the reported numbers in the financial statements.

### 20. Ultimate parent undertaking and controlling party

The immediate parent company is Lloyds Bank plc (incorporated in England and Wales). The company regarded by the directors as the ultimate parent company and controlling party is Lloyds Banking Group plc (incorporated in Scotland), which is also the parent undertaking of the largest group of undertakings for which group financial statements are drawn up and of which the Company is a member. Lloyds Bank plc is the parent undertaking of the smallest such group of undertakings. Copies of the financial statements of both companies may be obtained from Group Secretariat, Lloyds Banking Group plc, 25 Gresham Street, London, EC2V 7HN. The Lloyds Banking Group plc financial statements may be downloaded via [www.lloydsbankinggroup.com](http://www.lloydsbankinggroup.com).

# Independent Auditors' report to the members of Lloyds Bank Asset Finance Limited

## Report on the audit of the financial statements

---

### Opinion

In our opinion, Lloyds Bank Asset Finance Limited's financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and accounts (the "Annual Report"), which comprise: the Balance sheet as at 31 December 2019; the Statement of comprehensive income, the Cash flow statement, the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

---

### Basis for opinion

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

### *Independence*

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

---

### Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the Company's trade, customers, suppliers and the wider economy.

---

### Reporting on other information

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

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

With respect to the Strategic Report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

### *Strategic report and Directors' report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' report for the year ended 31 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' report.

# Independent Auditors' report to the members of Lloyds Bank Asset Finance Limited (continued)

## Responsibilities for the financial statements and the audit

### *Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of directors' responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

### *Auditors' responsibilities for the audit of the financial statements*

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

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

### *Use of this report*

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

---

## Other required reporting

---

### Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Kevin Williams (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Cardiff

9 October 2020