Registered number: 10587968

SAF GROUP HOLDCO LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

VENTHAMS

SAF GROUP HOLDCO LIMITED

COMPANY INFORMATION

Directors	R J McDougall Y C Oertengren M C Randall B J Dhenin J E Wiles J S Wolvaardt R C Chadwick R R Goscomb
Registered number	10587968
Registered office	5th Floor Harling House 47-51 Great Suffolk St London SE1 0BS
Independent auditors	BDO LLP 55 Baker Street London W1U 7EU
Accountants	Venthams Chartered Accountants Millhouse 32-38 East Street Rochford Essex SS4 1DB

SAF GROUP HOLDCO LIMITED

CONTENTS

Introduction

The directors present their report and financial statements for the year ended 31 December 2024.

Principal activity

The principal activity of SAF Group Holdco Limited (the ‘Company’) is that of a holding company for investments in a group of companies engaged in the provision and supply of lending to UK SMEs. The Company is non-trading and acts only to hold the investment in its wholly owned subsidiary SAF Group Finance Limited and its subsidiaries (the ‘Group’).

Business review

The Directors are pleased with the performance of the Company’s investment in SAF Group Finance Limited and subsidiaries during the year.

Despite high borrowing costs and inflationary pressures continuing in 2024 new business origination of £313.5m (2023: £309.0m) resulted in a 5% increase in the loan book to £504.4m (2023: £479.7m).

The number of employees increased by 4.5% to 162 (2023: 155) to provide support for growth and continue investment in technology.

Principal risks and uncertainties

The Group faces a number of risks in the normal course of business providing lending to UK SMEs. The Board of directors have set monthly meetings to discuss and review the relevant risks and mitigations.

Risk	Mitigation
Liquidity Risk is the risk that Simply will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Simply's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to Simply's reputation.	The Group has strong controls in place to identify and monitor this risk with a Policy owned by the CFO. Regular reporting is reviewed by the CFO and at the monthly Risk & Governance Committees and Board Meetings. This reporting includes, but is not limited to: - cashflow forecasting; - stress testing; - medium term budgeting and planning; and - daily monitoring and bank reconciliations At any point in time, the Group targets sufficient cash and funding headroom to support 12 months of operational cash requirements and origination.
Credit Risk is the risk of a loss to the Group due to a default on a debt that may arise from a customer failing to repay the money advanced to them. The objective of credit risk management is to manage and control credit risk exposure to within acceptable tolerances.	The Group is first and foremost an asset-based lender, principally offering finance products as a secured lender. Understanding the assets to be financed, and the risks to value, is key to minimising loss to the Group on default. Central to the Group's lending approach is affordability. Each proposal is initially appraised by the account manager prior to submission to underwriting. The underwriter will then fully appraise the proposal and assess affordability throughout the term of the finance arrangement. This two-stage process provides a 'check & balance' to assuring the advance being sought is within a client's borrowing capacity. The Group further seeks to minimise exposure to credit losses by: - maintaining consistent and conservative loan to value ratios; - maintaining regular and timely collections and arrears management processes; - operating tiered levels of underwriting authority; and - regular review of the portfolio at the monthly Credit Committee.
Market Risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will adversely affect Simply's income or the value of its financial instruments. The objectives of market risk management are to manage and control market risk exposure to within acceptable tolerances, whilst optimising the return on risk.	The Group has strong controls in place to manage this risk which includes regular monitoring and reporting in addition to match funding. Foreign exchange ('FX') exposure is managed through only providing lending in Sterling with any FX requirements transacted before writing the agreement and covered by a customer indemnity. Interest rate exposure is managed using fixed rate agreements to customers matched with fixed rate funding from the senior debt providers.

Financial key performance indicators

The key performance indicators which the directors regularly monitor are:

	2024	2023
New business volumes	£313.5m	£309.0m
Gross loan book (Note 15)	£504.4m	£479.7m
Turnover (Note 4)	£65.0m	£56.3m
Bad debt ratio	0.6%	0.7%

Outlook

The Directors are confident about the outlook for the Group and its ambition to continue increasing market share through organic growth. This will be achieved through a combination of:

- maintaining disciplined and asset secured underwriting approach.
- continued investing in technology to improve customer and introducers experience and relationships.
- continued focus on collections and arrears management.

The Directors recognises the challenges posed by the cost-of-living crisis and high borrowing costs but remain optimistic about its ability to navigate through these difficulties. By implementing strategic initiatives focused on operational efficiency, financial prudence and talent management, the company is well-positioned to weather the storm and emerge stronger in the post-crisis landscape.

This report was approved by the board and signed on its behalf.

....

J S Wolvaardt
Director

Date: 17 April 2025

The directors present their report and the financial statements for the year ended 31 December 2024.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 ‘The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £715,063 *(2023 - loss £2,535,991)*.

Directors

The directors who served during the year were:

R J McDougall
Y C Oertengren
M C Randall
B J Dhenin
J E Wiles
J S Wolvaardt
R C Chadwick
R R Goscomb

Engagement with suppliers, customers and others

The Board considers matters under section 172 of the Companies Act 2006 on a monthly basis which requires directors to run the company for the benefit of its shareholders as a whole, and in doing so the Board takes into account the long term impact of any decision, maintaining stakeholder relationships, the external impact of its activities and maintaining a reputation for high standards of business conduct.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company and the Group's auditors are aware of that information.

Auditors

The auditors, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

....
J S Wolvaardt
Director

Date: 17 April 2025

Opinion on the financial statements

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 31 December 2024 and of the Group's profit for the year then ended;
- the financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of SAF Group Holdco Limited (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2024, which comprise the Consolidated statement of comprehensive income, the Consolidated balance sheet, the Company balance sheet, the Consolidated statement of changes in equity, the Company statement of changes in equity, the Consolidated statement of cash flows, the Consolidated analysis of net debt and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 ‘The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards 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 are independent of the Group and the Parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC’s Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group or Parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

Other Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

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

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

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors 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 Group's and the Parent 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 Group or the Parent 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 auditor's 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.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Non-compliance with laws and regulations

Based on:
- Our understanding of the Group and the industry in which it operates;
- Discussion with management and those charged with governance; and
- Obtaining an understanding of the Group's policies and procedures regarding compliance with laws and regulations;

we considered the significant laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations to be the Health and Safety legislation, Consumer Duty act and the Anti-Bribery act 2010.

Our procedures in respect of the above included:
- Review of minutes of meetings of those charged with governance for any instances of non-compliance with laws and regulations;
- Involvement of our internal conduct risk regulatory expert to assess the impact of the conduct risk matters including consideration of recent developments in the industry and sector;
- Review of correspondence with tax authorities for any instances of non-compliance with laws and regulations;
- Review of correspondence with the Financial Conduct Authority for any instances of non-compliance with laws and regulations;
- Review of financial statements disclosures and agreeing to supporting documentation;
- Involvement of tax specialists in the audit; and
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:
- Enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Group's policies and procedures relating to:
  - Detecting and responding to the risks of fraud; and
  - Internal controls established to mitigate risks related to fraud.
- Review of minutes of meetings of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override of controls and revenue recognition.

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- Testing a sample of journal entries that did not meet the defined risk criteria based on unpredictability;
- Evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business;
- Assessing significant estimates made by management for bias;
- Reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with relevant laws and regulations discussed above; and
- In respect of risk and fraud in relation to revenue recognition, agreed a sample of transactions to relevant supporting documents and recalculated the revenue recognised.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the Parent 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 Parent 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 Parent Company and the Parent Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Signed by:

Orla Reilly

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Orla Reilly (Senior Statutory Auditor)

For and on behalf of BDO LLP, Statutory Auditor
London, UK

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Date:17 April 2025

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 £	*As restated* *2023* *£*
Turnover	4	**64,952,483**	*56,290,004*
Cost of sales		**(31,483,102)**	*(29,698,443)*
Gross profit		**33,469,381**	*26,591,561*
Administrative expenses		**(22,621,646)**	*(20,089,889)*
Fair value movements		**(1,116,455)**	*(1,806,327)*
Operating profit	5	**9,731,280**	*4,695,345*
Interest receivable and similar income	9	**2,303,976**	*2,404,290*
Interest payable and similar expenses	10	**(11,319,797)**	*(9,400,683)*
Profit/(loss) before tax		**715,459**	*(2,301,048)*
Tax on profit/(loss)	11	**(396)**	*(234,943)*
Profit/(loss) for the financial year		**715,063**	*(2,535,991)*
Profit/(loss) for the year attributable to:			
Owners of the parent company		**715,063**	*(2,535,991)*
		715,063	*(2,535,991)*

The results stated above are derived from continuing operations.

There was no other comprehensive income for 2024 (2023:£NIL).

The notes on pages 18 to 42 form part of these financial statements.

SAF GROUP HOLDCO LIMITED
REGISTERED NUMBER:10587968

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2024

	Note		2024 £		*As restated* 2023 £
Fixed assets					
Intangible assets	12		**2,675,559**		*2,327,397*
Tangible assets	13		**131,588**		*163,819*
			2,807,147		*2,491,216*
Current assets					
Debtors: amounts falling due after more than one year	15	**269,132,613**		*264,120,925*	
Debtors: amounts falling due within one year	15	**240,920,197**		*220,850,291*	
Cash at bank and in hand	17	**34,423,876**		*41,604,864*	
		544,476,686		*526,576,080*	
Creditors: amounts falling due within one year	18	**(81,245,809)**		*(146,912,127)*	
Net current assets			**463,230,877**		*379,663,953*
Total assets less current liabilities			**466,038,024**		*382,155,169*
Creditors: amounts falling due after more than one year	19		**(482,054,933)**		*(398,887,141)*
Net liabilities			**(16,016,909)**		*(16,731,972)*
Capital and reserves					
Called up share capital	23		**1,288**		*1,288*
Other reserves	24		**2,560,356**		*3,263,557*
Profit and loss account	24		**(18,578,553)**		*(19,996,817)*
Equity attributable to owners of the parent company			**(16,016,909)**		*(16,731,972)*

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

....
J S Wolvaardt
Director

Date: 17 April 2025

The notes on pages 18 to 42 form part of these financial statements.

SAF GROUP HOLDCO LIMITED
REGISTERED NUMBER:10587968

COMPANY BALANCE SHEET
AS AT 31 DECEMBER 2024

	Note		2024 £		*2023 £*
Fixed assets					
Investments	14		**1**		*1*
			1		*1*
Current assets					
Debtors: amounts falling due within one year	15	**201**		*201*	
Cash at bank and in hand	17	**962**		*961*	
		1,163		*1,162*	
Creditors: amounts falling due within one year	18	**(1)**		-	
Net current assets			**1,162**		*1,162*
Total assets less current liabilities			**1,163**		*1,163*
Net assets			**1,163**		*1,163*
Capital and reserves					
Called up share capital	23		**1,288**		*1,288*
Profit and loss account brought forward		**(125)**		*(125)*	
Profit for the year		**-**		-	
Profit and loss account carried forward			**(125)**		*(125)*
			1,163		*1,163*

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

....
J S Wolvaardt
Director

Date: 17 April 2025

The notes on pages 18 to 42 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

	Called up share capital	Other reserves	Profit and loss account	Total deficits
	£	£	£	£
At 1 January 2024 (as previously stated)	1,288	(2,727,800)	(19,996,817)	(22,723,329)
Prior year adjustment - correction of error	-	5,991,357	-	5,991,357
At 1 January 2024 (as restated)	1,288	3,263,557	(19,996,817)	(16,731,972)
Comprehensive income for the year				
Profit for the year	-	-	715,063	715,063
Transfer to/from profit and loss account	-	(703,201)	703,201	-
At 31 December 2024	1,288	2,560,356	(18,578,553)	(16,016,909)

The notes on pages 18 to 42 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2023

	Called up share capital	Other reserves	Profit and loss account	Total deficits
	£	£	£	£
At 1 January 2023 (as previously stated)	**1,288**	**(4,294,297)**	**(18,100,100)**	**(22,393,109)**
Prior year adjustment - correction of error	**-**	**8,197,128**	**-**	**8,197,128**
At 1 January 2023 (as restated)	**1,288**	**3,902,831**	**(18,100,100)**	**(14,195,981)**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(2,535,991)**	**(2,535,991)**
Transfer to/from profit and loss account	**-**	**(639,274)**	**639,274**	**-**
At 31 December 2023	**1,288**	**3,263,557**	**(19,996,817)**	**(16,731,972)**

The notes on pages 18 to 42 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2023	**1,288**	**(125)**	**1,163**
At 1 January 2024	**1,288**	**(125)**	**1,163**
At 31 December 2024	**1,288**	**(125)**	**1,163**

The notes on pages 18 to 42 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024

	2024 £	*As restated* *2023* *£*
Cash flows from operating activities		
Profit/(loss) for the financial year	**715,063**	*(2,535,991)*
Adjustments for:		
Amortisation of intangible assets	**551,141**	*340,914*
Depreciation of tangible assets	**101,689**	*99,761*
Interest paid	**11,319,797**	*9,400,683*
Interest received	**(2,303,976)**	*(2,404,290)*
Taxation charge	**396**	*234,943*
(Increase) in debtors	**(26,198,048)**	*(62,410,058)*
(Decrease)/increase in creditors	**(11,823)**	*97,715*
Net fair value losses recognised in P&L	**1,116,455**	*1,806,327*
Corporation tax (paid)	**(235)**	*(190)*
Net cash generated from operating activities	**(14,709,541)**	*(55,370,186)*
Cash flows from investing activities		
Purchase of intangible fixed assets	**(899,303)**	*(1,684,174)*
Purchase of tangible fixed assets	**(69,458)**	*(115,789)*
Interest received	**2,303,976**	*2,404,290*
Net cash from investing activities	**1,335,215**	*604,327*
Cash flows from financing activities		
New loans from group companies	**10,018,175**	*64,598,228*
Interest paid	**(3,824,837)**	*(2,656,214)*
Net cash used in financing activities	**6,193,338**	*61,942,014*
Net (decrease)/increase in cash and cash equivalents	**(7,180,988)**	*7,176,155*
Cash and cash equivalents at beginning of year	**41,604,864**	*34,428,709*
Cash and cash equivalents at the end of year	**34,423,876**	*41,604,864*
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**34,423,876**	*41,604,864*
	34,423,876	*41,604,864*

The notes on pages 18 to 42 form part of these financial statements.

CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 DECEMBER 2024

	At 1 January 2024 (as restated) £	Cash flows £	Other non-cash changes £	At 31 December 2024 £
Cash at bank and in hand	**41,604,864**	**(7,180,988)**	**-**	**34,423,876**
Debt due after 1 year	**(398,887,141)**	**(75,672,831)**	**(7,494,961)**	**(482,054,933)**
Debt due within 1 year	**(142,790,397)**	**65,654,656**	**-**	**(77,135,741)**
	-	**-**	**-**	**-**
	(500,072,674)	**(17,199,163)**	**(7,494,961)**	**(524,766,798)**

The notes on pages 18 to 42 form part of these financial statements.

1. General information

SAF Group Holdco Limited is a private company, limited by shares, incorporated in England and Wales. Its registered office is 5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS.

The principal activity of the company continued to be that of a holding company of a group providing asset finance leasing services.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance Sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2. Accounting policies (continued)

2.3 Going concern

The financial statements have been prepared on a going concern basis as the Directors are satisfied that the Group has adequate resources to continue in the ordinary course of business for the foreseeable future.

In coming to this decision, the directors have considered a range of information including, but not limited to:
- the performance of the portfolio to date;
- current market conditions;
- support from Shareholders;
- existing and future debt facilities; and
- future and stressed projections on profitability, cash flows and capital resources

The Group is mindful of ongoing uncertainty in its market and the broader economic environment, in particular with the tapering of government support schemes, high interest rates—leading to increased funding costs—and the potential impact of tariffs. The directors are closely monitoring market conditions, including changes in tariffs, and have enhanced the governance and control processes of the organisation with regular management meetings. Forecasting and stress testing analysis has been completed for a number of scenarios using various assumptions. The results of these have satisfied the Directors that there are sufficient resources for the foreseeable future to continue as a going concern.

2.4 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end, foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2. Accounting policies (continued)

2.5 Revenue

Interest income

Turnover from finance leases is recognised in accordance with the Group's policies on finance leases. A finance lease is a lease or hire purchase contract that transfers substantially all the risks and rewards incidental to ownership of an asset to the lessee. Finance leases are recognised as loans at an amount equal to the gross investment in the lease discounted at its implicit rate.

Documentation fees and charges

Finance charges on finance leases are taken to profit and loss account in proportion to the net funds invested.

Settlement profit

Income from assets settled before the end of the term, the difference between the carrying value and sum equal to future receivables discounted at a given rate.

Commission income

The revenue of the Group predominantly comes directly from finance leases but also represents commissions earned on asset financing deals in its role as an agent. In these cases, the value of the commission earned is governed by agreements in place with the asset finance lender.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

2.6 Cost of sales

Cost of sales represents commissions paid or payable to employees and third parties derived from the successful asset finance deals that they initiate and funding interest payable to third parties.

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount.

Cost of sales is recognised to the extent that it is probable that the economic benefits will flow from the Group and the commission can be reliably measured. It is measured as the fair value of the commission paid or payable calculated in accordance with company policy. The assumptions used to calculate the commissions payable are considered reasonable.

2.7 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2. Accounting policies (continued)

2.8 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight-line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

2.9 Finance income

Bank interest receivable is recognised in profit or loss using the effective interest method.

2.10 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.11 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

2.12 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

2. Accounting policies (continued)

2.13 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.14 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Development expenditure	-	5 years straight line

The estimated useful life is based on the contract length and the work involved in changing platforms being too complex to change in a period shorter than 5 years.

2. Accounting policies (continued)

2.15 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Fixtures and fittings	- 3 years straight line
Computer equipment	- 3 years straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.16 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.17 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Individual impairment provisions are determined as the difference between the carrying value and the present value of estimated future cash flows, discounted at the loans' original effective interest rate.

2.18 Cash and cash equivalents

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

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

2. Accounting policies (continued)

2.19 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

The Zero Coupon Notes included within creditors falling due after more than one year are held at amortised cost. The carrying amount has been calculated by using an effective interest rate of 10% based on the assumption that this represents the market rate of borrowing at the time of issuance. Deep Discounted Bonds issued by the company are measured at amortised cost.

2.20 Financial instruments

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated Statement of Comprehensive Income.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

Objective evidence that a financial asset, or group of assets, is impaired includes observable data that comes to the attention of the Group about the following loss events:

- delinquency in contractual payments of principal or interest;
- breach of conditions; and
- initiation of insolvency proceedings.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

Finance receivables are stated net of provisions against doubtful debts which are made on the basis of regular review by management. The provision raised is an estimate of the amount needed to reduce the carrying value of the asset to its expected net realisable value and takes into account management's assessment of a combination of factors including past and expected credit losses and business and economic conditions.

Loan impairment provisions represent management's estimate of the losses incurred in the loan portfolio at the balance sheet date and are a key source of estimation uncertainty.

Management assesses on a monthly basis whether there is evidence that a finance receivable is impaired. Individual impairment provisions are determined as the difference between the carrying value and the present value of estimated future cash flows, discounted at the loans' original effective interest rate. Estimating the amount and timing of future recoveries involves significant judgement including the assessment of matters such as the economic environment, demand and condition of the collateral, and the impact on its value.

A formulaic approach is also utilised which allocates a loss rate dependent on the overdue period. Loss rates are benchmarked against actual outcomes to ensure they remain appropriate.

The Zero Coupon Notes included within creditors falling due after more than one year are held at amortised cost. The carrying amount has been calculated by using an effective interest rate of 10% based on the assumption that this represents the market rate of borrowing at the time of issuance.

Fair value of derivatives is measured using mark-to-market valuation provided by external counterparty.

4. Turnover

An analysis of turnover by class of business is as follows:

	2024	*2023*
	£	*£*
Interest income	**57,099,266**	*50,249,303*
Commission income	**1,847,207**	*840,380*
Documentation fees and charges	**948,147**	*906,683*
Settlement profit	**5,057,863**	*4,293,638*
	64,952,483	*56,290,004*

All turnover arose within the United Kingdom.

5. Operating profit

The operating profit is stated after charging/(crediting):

	2024	*2023*
	£	*£*
Exchange differences	**(17,034)**	*6,475*
Other operating lease rentals	**463,053**	*399,460*

6. Auditors' remuneration

	2024 £	*2023 £*
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	**270,000**	*250,000*
Fees payable to the Group's auditor in respect of:		
Tax compliance services	**15,164**	*4,200*

7. Employees

Staff costs, including directors' remuneration, were as follows:

	Group 2024 £	*Group 2023 £*
Wages and salaries	**10,283,719**	*9,156,765*
Social security costs	**1,602,275**	*1,396,459*
Cost of defined contribution scheme	**759,632**	*654,904*
	12,645,626	*11,208,128*

The average monthly number of employees, including the directors, during the year was as follows:

	Group 2024 No.	*Group 2023 No.*	Company 2024 No.	*Company 2023 No.*
Employees & directors	**162**	*142*	8	*8*

8. Directors' remuneration

	2024 £	*2023 £*
Directors' emoluments	**1,777,697**	*1,930,857*
Group contributions to defined contribution pension schemes	**47,146**	*45,581*
	1,824,843	*1,976,438*

During the year retirement benefits were accruing to 3 directors *(2023 - 3)* in respect of defined contribution pension schemes.

The highest paid director received remuneration of £389,676 *(2023 - £384,747)*.

The value of the Group's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £NIL *(2023 - £NIL)*.

The total accrued pension provision of the highest paid director at 31 December 2024 amounted to £NIL *(2023 - £NIL)*.

9. Finance income

	2024 £	*2023 £*
Bank interest receivable	**2,303,976**	*2,404,290*

10. Interest payable and similar expenses

	2024 £	*As restated 2023 £*
Other loan interest payable	**11,319,797**	*9,400,211*
Other interest payable	**-**	*472*
	11,319,797	*9,400,683*

11. Taxation

	2024 £	*2023* *£*
Corporation tax		
Current tax on profit/(loss) for the year	**396**	*235*
Total current tax	**396**	*235*
Deferred tax		
Current year movement	**-**	*234,708*
Total deferred tax	**-**	*234,708*
Total tax charge	**396**	*234,943*

Factors affecting tax charge/(credit) for the year

The tax assessed for the year is lower than *(2023 - higher than)* the standard rate of corporation tax in the UK of 25% *(2023 - 23.5%)*. The differences are explained below:

	2024 £	*As restated* *2023* *£*
Profit/(loss) on ordinary activities before tax	**715,459**	*(2,301,048)*
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2023 - 23.5%)	**178,865**	*(540,746)*
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	**607,931**	*447,220*
Adjustment in research and development tax credit leading to a decrease in the tax charge	**(462,326)**	*(378,620)*
Deferred tax on losses recognised in the year (previously unrecognised)	**-**	*(56,418)*
Impact of tax rate change	**-**	*46,024*
Deferred tax unrecognised	**(324,074)**	*717,483*
Total tax charge for the year	**396**	*234,943*

11. Taxation (continued)

The prior year figures in this tax reconciliation have been restated to reflect the effect on profit of the prior year adjustment, detailed in note 25, which changed the loss on ordinary activities before tax from £95,277 to £2,301,048. The impact of this adjustment resulted in the deferred tax unrecognised changing from £199,127 to £717,483.

Factors that may affect future tax credit

The net unrecognised deferred tax asset amount is as follows:

	Gross		Net	
	2024	**2023**	**2024**	**2023**
	£	**£**	**£**	**£**
Losses carried forward	10,154,006	9,164,080	2,538,502	2,291,020
Non-trading loan relationships	41,322,373	35,108,480	10,330,593	8,777,120
Provisions	3,985,346	2,777,600	996,336	694,400
Fixed asset timing difference	34,826,491	36,043,374	8,706,623	9,010,843
Total	**90,288,216**	**83,093,534**	**22,572,054**	**20,773,383**

12. Intangible assets

Group

	Software development £
Cost	
At 1 January 2024	**3,719,757**
Additions	**899,419**
Disposals	**(116)**
At 31 December 2024	**4,619,060**
Amortisation	
At 1 January 2024	**1,392,360**
Charge for the year on owned assets	**551,141**
At 31 December 2024	**1,943,501**
Net book value	
At 31 December 2024	**2,675,559**
At 31 December 2023	*2,327,397*

The company incurs costs in respect of the computer software that it develops and utilises within the group. The development costs are capitalised on the basis that they meet the conditions set out in section 18 of FRS 102.

The estimated useful life is based on the contract length and the work involved in changing platforms being too complex to change in a period shorter than 5 years.

13. Tangible fixed assets

Group

	Fixtures and fittings £	Computer equipment £	Total £
Cost or valuation			
At 1 January 2024	**288,953**	**604,875**	**893,828**
Additions	**285**	**69,173**	**69,458**
At 31 December 2024	**289,238**	**674,048**	**963,286**
Depreciation			
At 1 January 2024	**285,855**	**444,154**	**730,009**
Charge for the year on owned assets	**2,519**	**99,170**	**101,689**
At 31 December 2024	**288,374**	**543,324**	**831,698**
Net book value			
At 31 December 2024	**864**	**130,724**	**131,588**
At 31 December 2023	*3,098*	*160,721*	*163,819*

14. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2024	1
At 31 December 2024	1

Direct subsidiary undertaking

The following was a direct subsidiary undertaking of the company:

Name	Registered office	Class of shares	Holding
SAF Group Finance Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%

14. Fixed asset investments (continued)

Indirect subsidiary undertakings

The following were indirect subsidiary undertakings of the company:

Name	Registered office	Class of shares	Holding
Simply Asset Finance Operations Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%
SAF1 Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%
SAF2 Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%
SAF3 Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%
SAF4 Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%
SAF6 Limited	5th Floor, Harling House, 47-51 Great Suffolk Street, London, SE1 0BS	Ordinary	100%

All direct and indirect subsidiaries of the company are included within these consolidated accounts.

The consolidated accounts also include the results of Simply Funding Limited and Simply Funding 2 Limited, special purpose entities that are under the control of the group, though not owned via a shareholding.

SAF3 Limited, SAF4 Limited and SAF6 Limited are exempt from audit under section 479A Companies Act.

15. Debtors

	Group 2024 £	Group 2023 £	Company 2024 £	Company 2023 £
Due after more than one year				
Other debtors	**73,244**	*74,286*	**-**	-
Loan and lease receivable	**264,671,595**	*259,485,174*	**-**	-
Deferred tax asset	**3,068,967**	*3,068,967*	**-**	-
Interest rate derivative	**1,318,807**	*1,492,498*	**-**	-
	269,132,613	*264,120,925*	**-**	-

	Group 2024 £	Group 2023 £	Company 2024 £	Company 2023 £
Due within one year				
Trade debtors	**60,713**	*38,063*	**-**	-
Amounts owed by group undertakings	**-**	-	**201**	*201*
Other debtors	**2,223,085**	*2,303,556*	**-**	-
Prepayments and accrued income	**2,128,599**	*1,028,163*	**-**	-
Loan and lease receivable	**236,270,674**	*217,480,509*	**-**	-
Interest rate derivative	**237,126**	-	**-**	-
	240,920,197	*220,850,291*	**201**	*201*

The derivative is in relation to six interest rate caps. Three caps have a capped interest rate of 3.88% and termination dates of July 2025, November 2025 and July 2026 respectively, and three caps have a capped interest rate of 5% and termination dates of July 2027, November 2027 and November 2027 respectively. The derivatives have been included within debtors at fair value. The method used to calculate the fair value has taken the valuation provided at the year end given in USD, converted into GBP using the year end rate. The difference between the converted valuation amount and the purchased value has been recorded in the profit or loss as a fair value movement.

16. Provision for bad debts

The following table sets out the movement in Individually Assessed (IA) and Incurred But Not Reported (IBNR) provisions for bad debts within the loan and lease receivable balance of the Group:

	IA £	*IBNR* £	**Total** £
At 1 January 2024	1,360,000	1,418,000	**2,778,000**
Movement in year	1,123,000	84,000	**1,207,000**
At 31 December 2024	2,483,000	1,502,000	**3,985,000**

17. Cash and cash equivalents

	Group 2024 £	*Group 2023 £*	**Company 2024 £**	*Company 2023 £*
Cash at bank and in hand	**34,423,876**	*41,604,864*	**962**	*961*
	34,423,876	*41,604,864*	**962**	*961*

18. Creditors: Amounts falling due within one year

	Group 2024 £	*Group As restated 2023 £*	**Company 2024 £**	*Company As restated 2023 £*
Other loans	**77,135,741**	*142,790,397*	**-**	-
Trade creditors	**348,588**	*43,764*	**-**	-
Amounts owed to group undertakings	**-**	-	**1**	-
Corporation tax	**396**	*235*	**-**	-
Other taxation and social security	**414,602**	*650,247*	**-**	-
Other creditors	**536,835**	*284,523*	**-**	-
Accruals and deferred income	**2,809,647**	*3,142,961*	**-**	-
	81,245,809	*146,912,127*	**1**	-

Amounts due to be paid to funders within 12 months were not adequately disclosed in the prior year comparative. The difference of about £29m fell due within the year and was paid off by the group with no impact on the going concern of the group.

19. Creditors: Amounts falling due after more than one year

	Group	*Group*
		As restated
	2024	*2023*
	£	*£*
Other loans	**482,054,933**	*398,887,141*
	482,054,933	*398,887,141*

At the Balance Sheet date, other loans comprised the block discounting agreements between the group and facility providers, a warehouse facility with British Business Bank, Bank of America and Citibank NA, and the Zero Coupon Notes and Deep Discounted Bonds detailed in note 20. Fixed and floating charges were created in favour of Simply Funding Limited, Simply Funding 2 Limited, Aldermore Bank plc, Mitsubishi HC Capital UK Limited, Hampshire Trust Bank plc, Walbrook Asset Finance Limited and Cynergy Business Finance Limited over all property and undertakings of the group.

Amounts due to be paid to funders within 12 months were not adequately disclosed in the prior year comparative. The difference of about £29m fell due within the year and was paid off by the group with no impact on the going concern of the group.

20. Loans

Analysis of the maturity of loans is given below:

	Group 2024 £	*Group As restated 2023 £*
Amounts falling due within one year		
Other loans	**83,053,047**	*150,578,455*
Amounts falling due 1-2 years		
Other loans	**54,657,423**	*96,508,424*
Amounts falling due 2-5 years		
Other loans	**169,059,151**	*196,668,214*
Amounts falling due after more than 5 years		
Other loans	**263,979,540**	*125,997,255*
	570,749,161	*569,752,348*

Included within creditors falling due between two and five years is £7,735,215 (2023, as restated: £7,032,014) relating to Zero Coupon Notes and £73,876,529 (2023, as restated: £67,142,042) in respect of Deep Discounted Bonds. Included within creditors falling due after five years is £309,599 (2023: £218,679) in respect of a block discounting facility and a warehouse facility with British Business Bank, Bank of America and Citibank NA.

The Deep Discounted Bonds are redeemable in May 2027 at their nominal value of £92,731,394 (2023, as restated: £92,731,394). An interest charge of £7,437,688 (2023, as restated: £6,743,997) has been recognised in interest payable and similar charges in the Consolidated Statement of Comprehensive Income reflecting both the actual interest payable on the Deep Discounted Bonds and the amortisation of the 10% discount on issue in respect of the Zero Coupon Notes. The Zero Coupon Notes will become repayable at their nominal value of £10,295,572 (2023: £10,295,572) in May 2027.

The block discounting facilities are at a fixed rate of interest with a fixed repayment profile. The terms of the loans match the underlying customer agreements to which they relate. The values included above reflect actual amounts to be repaid, including interest.

The prior year disclosure has been restated to reflect the undiscounted cash flows to be paid on maturity of loans as required by the financial reporting framework FRS 102. This was not reflected in the 2023 financial statements and the change does not impact the primary statements in the prior year.

21. Financial instruments

	Group 2024 £	*Group As restated 2023 £*
Financial assets		
Financial assets that are debt instruments measured at amortised cost	**503,028,755**	*479,381,588*
Financial assets measured at fair value through profit or loss	**1,555,933**	*1,492,498*
	504,584,688	*480,874,086*
Financial liabilities		
Financial liabilities measured at amortised cost	**481,072,560**	*470,786,759*
Other financial liabilities measured at fair value through profit or loss	**81,611,745**	*74,174,056*
	562,684,305	*544,960,815*

Financial assets that are debt instruments measured at amortised cost comprise trade debtors, other loans and other debtors.

Financial assets measured at fair value through profit and loss comprise non-basic financial instruments such as interest rate caps.

Financial liabilities measured at amortised cost comprise trade creditors, other creditors, other loans and accruals.

Other financial liabilities measured at fair value through profit and loss comprise Zero Coupon Notes and Deep Discounted Bonds.

22. Deferred taxation

Group

	2024 £
At beginning of year	**3,068,967**
At end of year	**3,068,967**

22. Deferred taxation (continued)

Company

The Company had no deferred tax charge in the current or prior year.

The deferred tax asset is made up as follows:

	Group 2024 £	*Group 2023 £*
Tax losses carried forward of SAF1 Limited	**3,068,967**	*3,068,967*
	3,068,967	*3,068,967*

The net unrecognised deferred tax asset amount is as follows:

	Gross		Net	
	2024 £	2023 £	2024 £	2023 £
Losses carried forward	10,154,006	9,164,080	2,538,502	2,291,020
Non-trading loan relationships	41,322,373	35,108,480	10,330,593	8,777,120
Provisions	3,985,346	2,777,600	996,336	694,400
Fixed asset timing difference	34,826,491	36,043,374	8,706,623	9,010,843
Total	**90,288,216**	**83,093,534**	**22,572,054**	**20,773,383**

Recognised deferred tax

	2024 £
Accelerated capital allowances	**(13,085)**
Pensions	**13,085**
Total net deferred tax	**-**

23. Share capital

	2024	*2023*
	£	*£*
Allotted, called up and fully paid		
73,890 *(2023 - 73,890)* Ordinary A shares of £0.010 each	**739**	*739*
25,000 *(2023 - 25,000)* Ordinary B shares of £0.010 each	**250**	*250*
1,621 *(2023 - 1,621)* Ordinary C shares of £0.010 each	**16**	*16*
24,630 *(2023 - 24,630)* Ordinary D shares of £0.010 each	**246**	*246*
36,945 *(2023 - 36,945)* Ordinary A1 shares of £0.001 each	**37**	*37*
	1,288	*1,288*

The Ordinary A shares entitle the holder to receive notice of and attend general meetings of the Company and be entitled to one vote for each share held and they do not confer any rights of redemption. The A shareholders are entitled to dividends once the return target has been received.

The Ordinary B shares entitle the holder to receive notice of and attend any general meetings of the Company but shall not be entitled to vote on any resolution thereat and they do not confer any rights of redemption. The B shareholders are entitled to dividends once the return target has been received.

The Ordinary C shares entitle the holder to receive notice of and attend any general meetings of the Company but shall not be entitled to vote on any resolution thereat and they do not confer any rights of redemption. The C shareholders are entitled to dividends once the return target has been received.

The Ordinary D shares entitle the holder to receive notice of and attend general meetings of the Company and be entitled to one vote for each share held and they do not confer any rights of redemption. The D shareholders are not entitled to any distribution.

The Ordinary A1 shares entitle the holder to receive notice of and attend any general meetings of the Company but shall not be entitled to vote on any resolution thereat and they do not confer any rights of redemption. The A1 shareholders are entitled to dividends once the return target has been received.

24. Reserves

Other reserves

Other reserves consist of a capital contribution reserve in relation to long term loans that have been discounted in accordance with FRS 102.

Profit and loss account

All reserves in respect of profit and loss are distributable reserves.

25. Prior year adjustment

Two prior year adjustments have been made to these financial statements.

The first prior year adjustment was made to correctly calculate the value at maturity of the Deep Discounted Bonds issued by the company between 2017 and 2020, and also to amend the discounting of the Deep Discounted Bonds and Zero Coupon Notes from 6% to 10%, based on the commercial rate of interest that would have been available to the entity at the time of issue. These corrections have resulted in an adjustment to the initial and subsequent carrying value, as well as the related transfers between the profit and loss account and capital contribution reserves.

The impact of this prior year adjustment to the prior year figures on the financial statements is:-

- an increase in interest payable and similar expenses of £2,205,771 from £7,194,912 to £9,400,683.
- a decrease in creditors falling due after more than one year of £5,991,357 from £433,420,048 to £427,428,691.
- a decrease in net liabilities of £5,991,357 from £22,723,329 to £16,731,972.
- an increase in the other reserves balance of £5,991,357 from (£2,727,800) to £3,263,557.

The second prior year adjustment was made to correct the maturity split of the block discounting facilities within loans.

The impact of this prior year adjustment to the prior year figures on the financial statements is:-

- an increase in creditors falling due within one year of £28,541,550 from £114,248,847 to £142,790,397.
- a decrease in creditors falling due after more than one year of £28,541,550 from £427,428,691 (see above after first prior year adjustment) to £398,887,141.

26. Pension commitments

The group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension cost charge represents contributions payable by the group to the fund and amounted to £759,632 (2023: £654,904). Contributions totalling £117,838 (2023: £103,962) were payable to the fund at the balance sheet date and are included in creditors.

27. Commitments under operating leases

At 31 December 2024 the Group and the company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2024 £	*Group 2023 £*
Not later than 1 year	**278,246**	*216,499*
Later than 1 year and not later than 5 years	**967,383**	-
	1,245,629	*216,499*

28. Related party transactions

The company has taken advantage of the exemption under FRS 102 from the requirement to disclose transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

29. Post balance sheet events

There have been no significant events affecting the company since the year end.

30. Controlling party

The ultimate controlling party is Cabot Square Capital Nominee Limited by virtue of its majority shareholding in the company.