Jerrold Holdings

Q1 2014/15 Results

Contents

Highlights

- **Increased Turnover** Turnover has increased slightly when compared with the prior period at £36.9m for the quarter to September 30, 2014, compared to £36.0m for the quarter to June 30, 2014. This increase primarily relates to interest earned on increased loan book levels.
- **Bad debts maintained at very low levels** The net bad debt expensed to the Profit and Loss account in the quarter of £0.0m to September 30, 2014 (release of £2.5m in the quarter to June 2014 being £1.1m change in accounting policy and £1.4m improving security valuations) continues to be maintained at low levels when compared to the loan portfolio, at 0.0% for the quarter (annualized) to September 30, 2014, and 0.3% for the rolling 12 months to September, 2014, primarily as a function of the group's continued low loan to value ('LTV') policy and stringent underwriting policies.
- **Continually high EBITDA** The group continues to be consistently highly profitable, with EBITDA at £27.8m for the quarter to September 30, 2014, (£29.3m for the quarter to June 30, 2014). The reduction of £1.5m reflects the net effect of an increase in turnover of £0.9m, increased loan origination costs £0.5m given higher funding levels, reduced overheads of £0.5m given higher year-end accruals in the prior quarter, and the release of £2.5m bad debt charges in the prior quarter as referred to above. EBITDA margin has remained at above 70% at 74.9% for the quarter to September 30, 2014, compared to 81.3% for the quarter to June 30, 2014.
- **Continually high Profit before tax** Profit before tax of £15.5m for the quarter to September 30, 2014, (£17.2m for the quarter to June 30, 2014). In addition to the EBITDA factors detailed above, interest costs increased by £0.2m as our drawn facility increased. Results in the current quarter were in line with expectations.
- **Continually high cash generation** The group continues to be highly cash generative, with cash receipts in the quarter to September 30, 2014 of £116.6m compared to cash debt service of £15.9m (including six monthly bond coupon of £9.75m) and other cash expense payments of £8.8m. Additionally, £0.8m of interest payable, relating to the senior secured notes, has accrued and becomes payable in March 2015. During the quarter, the Group has drawn £30m on its revolving credit facility (total drawn £65.0m at September 30, 2014) and issued £25m of Securitisation variable funding notes (total issued £435m at September 30, 2014).
- **Increased lending volumes** Lending volumes increased on the prior period, with the group advancing £151.9m of loans in the quarter to September 30, 2014, compared to £125.9m in the quarter to June 30, 2014. Key underwriting metrics remained consistent in the period, with the weighted average LTV of loans written in the quarter to September 30, 2014 being 54.7%, compared to 54.6% in the quarter to June 30, 2014 and 52.4% in the quarter to September 30, 2013.
- **Improving LTV of loan portfolio - Total Group** The indexed weighted average LTV of the loan portfolio for the total group, as at September 30, 2014 is 59.7%, showing an improvement on the position as at June 30, 2014, of 60.9% and on the position at September 30, 2013 of 65.6%.
- **Improving LTV of loan portfolio - Borrower Group** The indexed weighted average LTV of the loan portfolio for the borrower group, as at September 30, 2014 is 70.9%, showing an improvement on the position as at June 30, 2014, of 71.5% and on the position at September 30, 2013 of 79.1%.
- **Securitisation vehicle attained AA Public Rating** The programme now has a Public Rating. Moody's (Aa2 sf) and DBRS (AA sf). This represented the first rating of a warehouse facility since the financial crisis. The Group is currently in advanced discussions to upsize the securitisation programme and extend the revolving period by a further year to January 2018 on improved terms.

An Introduction to Jerrold Holdings

We are a specialist UK mortgage loan provider, established in 1974 and have successfully operated throughout our 40 year history. We focus on low loan to value lending and offer retail and commercial purpose mortgage loans to niche market segments underserved by mainstream lenders. Our loans include secured first and second lien loans, of which 83.6% are secured by residential properties, with the balance secured by commercial and semi-commercial properties, all within the United Kingdom. We specialize in offering individually underwritten loans to niche market segments, thereby minimizing competition from retail ("high street") banks and other lenders. We offer our loans through a number of different brands and distribute them through brokers across the United Kingdom (which we refer to as the "broker network"), professional firms and auction houses and, with respect to repeat business, through our sales team. We originate and service all our mortgage loans directly.

As of September 30, 2014, 44.5% of our loan portfolio was classified as retail purpose, 48.4% of our loan portfolio was classified as commercial purpose and 7.1% of our loan portfolio was classified as development funding, calculated by value. We classify mortgages as "retail purpose" where the borrower resides in the property (or in at least 40% of the property) securing the loan and which include loans for purchasing a new home, making home improvements, debt consolidation and large personal purchases. Retail purpose loans include loans that are regulated by the Financial Conduct Authority (the "FCA") or, prior to March 31, 2014, the Office of Fair Trading ("OFT") after which date responsibility for consumer credit regulation transferred from the OFT to the FCA. We classify mortgages as "commercial purpose" where the borrower does not reside in the property (or resides in less than 40% of the property) securing the loan and which include loans for investing in property, including in order to lease that property ("buy-to-let"), raising capital against a property, including for general business use, or to renovate a property, or to bridge a transaction against a property. Commercial purpose loans are unregulated. Our classification of a mortgage as either retail or commercial purpose is unrelated to the collateral securing it.

Our underwriting process consists of a detailed and individualized credit and affordability assessment, as well as a security assessment which includes an independent valuation, which we believe provides us with a thorough understanding of each loan application. In the underwriting process, we primarily focus on affordability, being the ability of the loan applicant to make loan payments in line with agreed terms ("affordability"), and security, being the adequacy of the property which will serve as security for the loan ("security"). To ensure strict compliance with our underwriting guidelines, we have in place mandate and authorization controls, a staff training and competency program and comprehensive quality assurance sampling procedures.

The LTV ratio is a ratio (reflected as a percentage) of the aggregate of (i) the principal amount of a mortgage loan, (ii) any higher ranking charge mortgage loans secured on the same property and (iii) the accrued interest and fees thereon (after suspended income) compared to the latest appraised value of the property securing the loan. The LTV of our loan portfolio on a weighted average indexed basis as of September 30, 2014, was 59.7% and the LTV on a weighted average basis of new loans underwritten by us in the quarter ended September 30, 2014 was 54.7%. We have historically lent at low LTVs compared to other lenders, including in the period leading up to the 2007 financial crisis during which many other lenders extended loans with LTVs equal to or in excess of 95%. As of September 30, 2014, 88.9% of our total loan portfolio and 82.2% of the Borrower Group loan portfolio, calculated by value, consisted of loans with LTVs at origination equal to or less than 75%. This fundamental, long-standing principle of our group has provided us with significant protection in times of falling house prices and economic downturns, thereby minimizing our levels of provisions.

Presentation of Financial and Other Information

Financial Statements

This quarterly report presents the unaudited interim consolidated financial statements of Jerrold Holdings Limited as of and for the three months ended September 30, 2013 and 2014 and for the twelve months ended June 30, 2014. The consolidated interim financial statements of Jerrold Holdings have been prepared in accordance with generally accepted accounting principles in the United Kingdom ("UK GAAP"), are unaudited and are derived from internal management reporting.

We have not included financial information prepared in accordance with IFRS or U.S. GAAP. UK GAAP differs in certain significant respects from IFRS and US GAAP. You should consult your own professional advisors for an understanding of the differences between UK GAAP, IFRS and US GAAP and how those differences could affect the financial information contained in this quarterly report.

Charles Street Asset Backed Conduit Securitisation 1 Limited ("Charles Street ABS"), the bankruptcy-remote special purpose vehicle established for purposes of our Securitization, is consolidated into our interim consolidated financial statements in accordance with UK GAAP. Mortgage loans sold to Charles Street ABS are maintained on our consolidated balance sheet as assets due by our debtors and the associated interest receivable credited to our profit and loss account. The loan notes issued by Charles Street ABS to certain lenders to finance its purchase of the loans and any interest and fees accrued but not yet paid in respect thereof, are maintained on our balance sheet as liabilities due to creditors with interest and transaction expenses expensed through our profit and loss account.

The results of operations for prior years or interim periods are not necessarily indicative of the results to be expected for the full year or for any future period.

Other Financial Information (Non-UK GAAP)

We have included in this quarterly report and related presentation, certain financial measures and ratios, including EBITDA, EBITDA margin and certain leverage and coverage ratios that are not presented in accordance with UK GAAP.

In this quarterly report and related presentation, references to "EBITDA" for the three months ended September 30, 2013 and 2014 and for the twelve months ended June 30, 2014 for Jerrold Holdings, can be extracted from the unaudited consolidated financial statements of Jerrold Holdings, by taking profit on ordinary activities after taxation and adding back interest payable and similar charges (including finance charges) interest receivable and similar income, tax on profit on ordinary activities and depreciation.

We are not presenting EBITDA-based measures as measures of our results of operations. EBITDA-based measures have important limitations as an analytical tool, and you should not consider them in isolation or as substitutes for analysis of our results of operations. Our management believes that the presentation of EBITDA-based measures is helpful to investors, securities analysts and other parties to measure our operating performance and ability to service debt. Our EBITDA-based measures may not be comparable to similarly titled measures used by other companies.

EBITDA, EBITDA margin and certain leverage and coverage ratios are not measurements of financial performance under UK GAAP and should not be considered as alternatives to other indicators of our operating performance, cash flows or any other measure of performance derived in accordance with UK GAAP.

We have included in this quarterly report and related presentation, certain supplemental cash flow information for the purpose of analyzing the cash available for debt service and surplus funds available for new advances. The supplemental cash flow information is not in accordance with UK GAAP and should not be considered as an alternative cash flow measure. Management uses this information to monitor the cash flow of the business and believes that such measures are useful to users of the financial information in assessing the funds available to write new loans. A proportion of the turnover we earn each year is through arrangement fees, renewal fees and collection fees. Fees are usually capitalized into the customer's loan balance and collected during the life of the loan or upon its redemption. When presenting supplemental cash flow information, we include the cash received from fees, within principal collection receipts.

Terms Relating to Our Loan Analysis

We do not reschedule our loans by capitalizing arrears. In this quarterly report and related presentation, arrears data is based on the original contractual position, using actual cash received to identify performing and non-performing arrears loans, and does not take into account either payment plans or agreed changes to payment dates.

Repossessed properties, Law of Property Act ("LPA") receivership in sale status and development loans are excluded from arrears numbers. LPA receiverships in rental status, which may return to being performing assets, are included in arrears numbers.

Repossessed properties are properties in respect of which a court order has been actioned by a charge holder to the security, or in respect of which the borrower has surrendered ownership of the property. An LPA receivership is typically used to exercise security over property that is used for commercial purposes, which enables us to sell the property ("sale status"), or divert income streams from properties directly to ourselves ("rental status") which may not lead to an eventual sale process if the borrower is able to recover his position.

Development loans are commercial purpose loans that we historically extended to finance the development of land or property into residential units, with repayments being made out of the sale of property units. We continue to support a small number of funding commitments already agreed or required to complete existing developments, but underwrite relatively few new development loans. Development loans are reported as a separate category of loans within this analysis.

In this quarterly report and related presentation, data referring to our loan portfolio analysis is in reference to our core operating subsidiaries: Blemain Finance Limited, Bridging Finance Limited, Cheshire Mortgage Corporation Limited, Lancashire Mortgage Corporation Limited, Auction Finance Limited and Harpmanor Limited, which represent 99.7% of our total loan book balances by value as of September 30, 2014. Data referring to our loan portfolio analysis is presented after suspended income but before provisions for bad and doubtful debts.

In this quarterly report and related presentation, a loan is considered performing (or a "performing loan") if it has (i) nil arrears or arrears less than or equal to one month's contractual installment or (ii) "performing arrears loans," being loans with arrears greater than one month's but less than or equal to three months' contractual installments or where cash receipts collected in the prior three months are equal to or greater than 90% of the contractual installments due. The balance of loans are classified as (i) non-performing arrears loans, where such loans have arrears of greater than three months' contractual installments due and where receipts collected in the prior three months are less than 90% of contractual installments due, (ii) loans for which the security is subject to a repossession order or for which an LPA receiver has been appointed and is under sale status and (iii) development loans.

In this quarterly report and related presentation, the term "performing loans" refers to the aggregate of (i) the principal amount of performing loans outstanding and (ii) accrued interest and fees (after suspended income and before provisions for bad and doubtful debts) in respect of such loans, as of the date presented. The term "non-performing arrears loans" refers to the aggregate of (i) the principal amount of non-performing arrears loans outstanding and (ii) accrued interest and fees (after suspended income and before provisions for bad and doubtful debts) in respect of such loans, as of the date presented. Non-performing arrears loans do not take into account loans for which the security is subject to a repossession order or for which an LPA receiver has been appointed and is under sale status or development loans, all of which are reported as separate categories and are also calculated based on the principal amount plus accrued interest and fees (after suspended income and before provisions for bad and doubtful debts) in respect of such loans. Our loan analysis excludes loans with carrying values of nil for which full provisions are in place. Our provisions analysis also excludes provisions in respect of loans with carrying values of nil for which full provisions are in place.

In this quarterly report and related presentation, the term "total loan assets" refers to the total balance of loans provided to our customers as included within our balance sheet, stated after suspended income and after provisions for bad and doubtful debts.

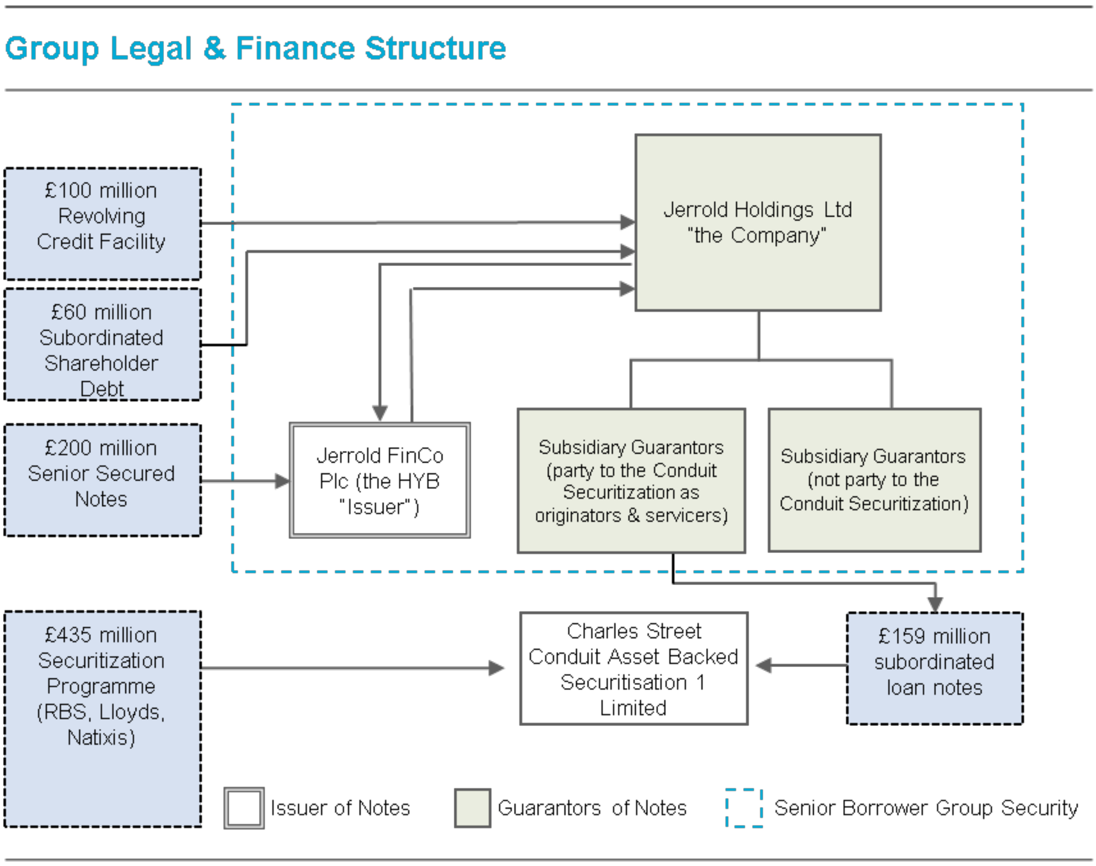
In this quarterly report and related presentation, the term "second lien loans" includes second lien loans and also subsequent lien loans. As of September 30, 2014 subsequent lien loans amounted to approximately £2.5 million after suspended income and after provisions for bad and doubtful debts, representing 0.2% of our loan portfolio.

The LTV ratio is a ratio (reflected as a percentage) of the aggregate of (i) the principal amount of a mortgage loan, (ii) any higher ranking charge mortgage loans secured on the same property and (iii) the accrued interest and fees thereon (after suspended income) compared to the latest appraised value (the assessed value of real property in the opinion of a qualified Appraiser or Valuer during the mortgage origination process or the reappraised valuation of the property if a later valuation has been undertaken) of the property securing the loan.

In this quarterly report and related presentation, the average LTV of our loan portfolio is calculated on a “weighted average basis,” pursuant to which LTV is calculated by multiplying each LTV by the respective loan amount and then dividing the sum of the weighted LTVs by the total amount of loans. The weighted average LTV of our loan portfolio is also presented on an “indexed basis,” pursuant to which the value of the properties securing our loans are reviewed quarterly and adjusted for movements in property prices since the latest appraised valuation in accordance with the relevant regional property indices.

Summary Corporate and Financing Structure

The diagram below provides a simplified overview of our corporate and financing structure on a consolidated basis as at September 30, 2014. The diagram does not include all entities in our group, nor does it show all our liabilities in our group.



Key Performance Indicators

The following table summarises key financial data and key performance indicators as of the dates and for the periods indicated.

(£ in thousands, except for percentages and ratios or unless otherwise noted)	Unaudited 3 months ended or as at September 30, 2013	Unaudited 3 months ended or as at September 30, 2014	Unaudited 12 months ended or as at June 30, 2014
Group			
Turnover………………………………………………………	30,919	36,901	129,734
Movement in bad debt provisions………………..	(1,518)	34	(1,184)
EBITDA………………………………………………………..	22,611	27,756	97,603
EBITDA margin…………………………………………….	73.1%	74.9%	75.2%
Profit on ordinary activities before tax………..	12,920	15,470	52,030
Supplemental cash flow information:			
Cash receipts………………………………………………	79,826	116,599	381,609
New advances……………………………………………	(57,210)	(151,930)	(353,949)
LTV of loan portfolio (on a weighted average basis, based on LTV of loans at origination)....	57.7%	57.4%	57.5%
LTV of loan portfolio (on a weighted average indexed basis)…………………………………………….	65.6%	59.7%	60.9%
Borrower Group			
LTV of loan portfolio (on a weighted average basis, based on LTV of loans at origination)…..	62.7%	61.2%	61.5%
LTV of loan portfolio (on a weighted average indexed basis)…………………………………………….	79.1%	70.9%	71.5%

For definitions please see sections: “Terms Relating to our Loan Analysis” and “Key Definitions”.

The key performance indicators above for three months ended September 30, 2013 and 2014 and twelve months ended June 30, 2014, have been derived from unaudited consolidated interim financial statements and management information, which have been prepared on a basis consistent with annual audited consolidated financial statements. In the opinion of management, such unaudited financial data reflect all adjustments necessary for a fair presentation of the results for those periods and have been prepared in accordance with UK GAAP.

The key performance indicators for prior years or the interim periods are not necessarily indicative of the results to be expected for the full year or any future period. This financial information should be read in conjunction with the historic consolidated financial statements of Jerrold Holdings Limited.

Operating and Financial Review

The section below provides a more detailed overview of performance in relation to a number of the key metrics that management use when assessing the performance of the business.

Continued focus on prudent underwriting policies, LTVs and traditional security

During the quarter to September 30, 2014 the group has continued to focus on prudent underwriting policies and LTVs, as well as traditional security such as residential housing stock, in providing its mortgage loans. The average LTV of new mortgage loans funded in the quarter was 54.7%, compared to 54.6% in the quarter to June 30, 2014 and 52.4% in the quarter to September 30, 2013.

The group has continued to use stringent affordability metrics to ensure our customers are able to service their loans. This focus on affordability continues to correlate with a decline in vintage delinquency levels, with the number of loans experiencing arrears greater than three months contractual installments within 12 months of funding decreasing from 10.1% for loans funded in the year ended December 31, 2008, to 0.8% for loans funded in the year ended September 30, 2013.. We expect that a continued focus on such policies will help us maintain lower delinquency levels.

An analysis of our loan portfolio as at September 30, 2013, June 30, 2014 and September 30, 2014, by arrears banding, for the group and borrower group is as follows:

	Group Loan Portfolio Arrears Analysis			Borrower Group Loan Portfolio Arrears Analysis		
	Sept 30, 2013	**June 30, 2014**	**Sept 30, 2014**	**Sept 30, 2013**	**June 30, 2014**	**Sept 30, 2014**
Nil Arrears & Arrears ≤ 1 month.	**63.5%**	**71.4%**	**73.2%**	**35.1%**	**50.1%**	**52.3%**
Performing Arrears						
1-3 months	**8.2%**	**7.0%**	**6.7%**	**9.1%**	**8.3%**	**7.7%**
3-6 months	**2.8%**	**2.0%**	**1.8%**	**5.1%**	**3.7%**	**3.4%**
>6 months	**2.9%**	**2.1%**	**2.3%**	**6.0%**	**4.3%**	**4.7%**
Total Performing Arrears………	**13.9%**	**11.2%**	**10.8%**	**20.2%**	**16.3%**	**15.8%**
Non-Performing Arrears						
3-6 months	**2.2%**	**1.4%**	**1.5%**	**3.4%**	**2.1%**	**2.5%**
>6 months	**4.6%**	**3.1%**	**2.9%**	**9.5%**	**6.2%**	**5.9%**
Past due (term loans)	**1.4%**	**1.0%**	**1.0%**	**2.2%**	**2.0%**	**2.0%**
LPA Rent	**1.3%**	**1.0%**	**0.8%**	**2.7%**	**2.1%**	**1.7%**
Total Non-Performing Arrears.	**9.5%**	**6.6%**	**6.2%**	**17.9%**	**12.5%**	**12.1%**
Development Loans…………………	**9.7%**	**7.8%**	**7.1%**	**20.1%**	**15.7%**	**14.5%**
Repossessions…………………………	**3.3%**	**2.9%**	**2.7%**	**6.7%**	**5.5%**	**5.3%**
Total	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**	**100.0%**

We continue to target an average of origination LTVs of between 50% and 60% for new loans and continue to focus principally on residential security. The average LTV of new mortgage loans funded in the quarter to September 30, 2014 was 54.7%, compared to 54.6% in the quarter to June 30, 2013 and 52.4% in the quarter to September 30, 2013.

An analysis of our loan portfolio as at September 30, 2014, by indexed and origination LTV banding, for the group and borrower group is as follows:

Group Loan Portfolio Indexed LTV Analysis £m	**Performing Loans**	**Non - Performing Loans**	**Development Loans**	**Repossessions**	**Total Loan Portfolio**
<= 60%..............................	666.5	25.5	6.3	3.9	702.2
>60% <=85%.....................	271.3	23.2	12.0	8.7	315.2
>85% <=100%..................	32.6	10.7	45.9	10.3	99.5
>100%............................	4.0	12.6	18.1	8.1	42.8
Total.................................	974.5	72.0	82.2	31.0	1,159.6

Borrower Group Loan Portfolio Indexed LTV Analysis £m	**Performing Loans**	**Non - Performing Loans**	**Development Loans**	**Repossessions**	**Total Loan Portfolio**
<= 60%..............................	219.4	22.9	6.3	3.2	251.8
>60% <=85%.....................	134.9	22.2	12.0	8.6	177.7
>85% <=100%..................	28.7	10.7	45.9	10.3	95.6
>100%............................	3.1	12.6	18.1	8.1	41.9
Total.................................	386.1	68.4	82.2	30.3	566.9

Group Loan Portfolio Origination LTV Analysis £m	**Performing Loans**	**Non - Performing Loans**	**Development Loans**	**Repossessions**	**Total Loan Portfolio**
<= 60%..............................	566.3	31.5	24.5	13.0	635.2
>60% <=85%.....................	395.2	32.1	32.1	13.6	473.0
>85% <=100%..................	6.9	5.0	16.1	4.2	32.2
>100%............................	6.1	3.4	9.5	0.2	19.2
Total.................................	974.5	72.0	82.2	31.0	1,159.6

Borrower Group Loan Portfolio Origination LTV Analysis £m	**Performing Loans**	**Non - Performing Loans**	**Development Loans**	**Repossessions**	**Total Loan Portfolio**
<= 60%..............................	205.6	29.3	24.5	12.4	271.8
>60% <=85%.....................	167.9	30.7	32.1	13.5	244.2
>85% <=100%..................	6.4	5.0	16.1	4.2	31.7
>100%............................	6.1	3.4	9.5	0.2	19.2
Total.................................	386.1	68.4	82.2	30.3	566.9

Maintenance of loan portfolio mix and continued differentiation of our offerings

We continue to intend to maintain a diversified loan portfolio mix between retail purpose and commercial purpose lending, security types and first and second lien mortgages over the medium term.

As at September 30, 2014 44.5% of our loan portfolio was classified as retail purpose, 48.4% of our loan portfolio was classified as commercial purpose and 7.1% of our loan portfolio was classified as development funding, calculated by value. This is relatively consistent with the position as at June 30, 2014 whereby, 46.4% of our loan portfolio was classified as retail purpose, 45.7% of our loan portfolio was classified as commercial purpose and 7.8% of our loan portfolio was classified as development funding.

The proportion of our loan portfolio secured by residential security by value has remained consistent at 83.6% as at September 30, 2014, compared to 83.8% as at June 30, 2014.

The proportion of our loan portfolio secured on first charges has also remained relatively consistent at 49.9% as at September 30, 2014, compared to 48.7% as at June 30, 2014 .

The slight increase in commercial purpose and first charge lien loans reflects the recent higher proportion of bridging loans in our business mix.

Moderately grow our loan portfolio.

We have continued to moderately grow our loan portfolio using our well established distribution channels across the United Kingdom. We continue to focus on niche markets where we can offer products by identifying customer groups that are underserved by mainstream lenders.

In the quarter to September, 2014, including further advances, we have funded an average of £50.6m per month compared with £42.0m per month in the quarter to June 30, 2014 and £37.4m per month in the 12 months to September 30, 2014.

Our total loan portfolio stands at £1,159.7m as at September 30, 2014, compared to £1,088.1m as at June 30, 2014, representing less than 1.0% of the total mortgage market. We believe that historically the volume of loans we were able to originate was primarily limited by the amount of funding available to us, as well as the level of redemption activity. The increase in new business levels in the quarter to September 30, 2014 is due, in part, to the increased liquidity available given increased levels of redemption activity, the successful capital market transaction in September 2013 and the increase in our securitization facility in April 2014.

We intend to grow our loan portfolio in a controlled manner, ensuring the quality of new loans is of an acceptable standard.

Financial Review

Turnover has increased slightly when compared with the prior period at £36.9m for the quarter to September 30, 2014, compared to £36.0m for the quarter to June 30, 2014. This increase primarily relates to interest earned on increased loan book levels.

The net bad debt expensed to the Profit and Loss account in the quarter of £0.0m to September 30, 2014 (release of £2.5m in the quarter to June 2014 being £1.1m change in accounting policy and £1.4m improving security valuations) continues to be maintained at low levels when compared to the loan portfolio, at 0.0% for the quarter (annualized) to September 30, 2014, and 0.3% for the rolling 12 months to September, 2014, primarily as a function of the group's continued low loan to value ('LTV') policy and stringent underwriting policies.

The group continues to be consistently highly profitable, with EBITDA at £27.8m for the quarter to September 30, 2014, (£29.3m for the quarter to June 30, 2014). The reduction of £1.5m reflects the net effect of an increase in turnover of £0.9m, increased loan origination costs £0.5m given higher funding levels, reduced overheads of £0.5m given higher year-end accruals in the prior quarter, and the release of £2.5m bad debt charges in the prior quarter as referred to above. EBITDA margin has remained at above 70% at 74.9% for the quarter to September 30, 2014, compared to 81.3% for the quarter to June 30, 2014

Profit before tax of £15.5m for the quarter to September 30, 2014, (£17.2m for the quarter to June 30, 2014). In addition to the EBITDA factors detailed above, interest costs increased by £0.2m as our drawn facility increased. Results in the current quarter were in line with expectations.

The group continues to be highly cash generative, with cash receipts in the quarter to September 30, 2014 of £116.6m compared to cash debt service of £15.9m (including six monthly bond coupon of £9.75m) and other cash expense payments of £8.8m. Additionally, £0.8m of interest payable, relating to the senior secured notes, has accrued and becomes payable in March 2015. During the quarter, the Group has drawn £30m on its revolving credit facility (total drawn £65.0m at September 30, 2014) and issued £25m of Securitisation variable funding notes (total issued £435m at September 30, 2014).

Lending volumes increased on the prior period, with the group advancing £151.9m of loans in the quarter to September 30, 2014, compared to £125.9m in the quarter to June 30, 2014. Key underwriting metrics remained consistent in the period, with the weighted average LTV of loans written in the quarter to September 30, 2014 being 54.7%, compared to 54.6% in the quarter to June 30, 2014 and 52.4% in the quarter to September 30, 2013.

The indexed weighted average LTV of the loan portfolio for the total group, as at September 30, 2014 is 59.7%, showing an improvement on the position as at June 30, 2014, of 60.9% and on the position at September 30, 2013 of 65.6%.

The indexed weighted average LTV of the loan portfolio for the borrower group, as at September 30, 2014 is 70.9%, showing an improvement on the position as at June 30, 2014, of 71.5% and on the position at September 30, 2013 of 79.1%.

Recent Developments

Securitisation vehicle attained AA Public Rating The programme now has a Public Rating. Moody's (Aa2 sf) and DBRS (AA sf). This represented the first rating of a warehouse facility since the financial crisis. The Group is currently in advanced discussions to upsize the securitisation programme and extend the revolving period by a further year to January 2018 on improved terms.

Significant Factors Which May Affect Results of Operations

Loan Assets Performance

The performance of our total loan assets depends on our ability to collect each expected loan installment, including interest and principal payments, on a timely basis. This, in turn, depends in part on the strength of our underwriting process to ensure the affordability of the loan installments and to assess the sustainability of such payments based upon known factors at the time of origination, and, where relevant, the marketability and value of the underlying security. Our underwriting criteria, processes, controls and systems have been developed and refined using many years of experience. For each loan application, a detailed individualized assessment is made of the customer including, among other checks, an assessment of the financial position of the customer to ensure that the loan is both affordable and sustainable and an assessment of the underlying security and its valuation. In addition, the performance of our total loan assets is impacted by our continued investment in our collections infrastructure, which impacts our ability to collect expected loan installments.

Macroeconomic Conditions

Our business is impacted by general business and economic conditions in the United Kingdom. In an economic downturn, customers may be less able to pay their debts as a result of a reduction in income, which could impact our levels of arrears. In an economic downturn, customers are also less likely to redeem their mortgage loans, as a result of banks and other lenders having reduced levels of liquidity with which customers can refinance their mortgages, lenders tightening their lending criteria and customers being less likely to meet lending criteria. Redemption levels impact the levels of new business we are able to underwrite and thus the amount that we earn in redemption and upfront fees, as well as the rates at which we replace existing loans with new loans with potentially better credit quality and higher nominal interest rates.

Our results of operations are also affected by changes in prevailing interest rates in the United Kingdom. An increase in prevailing interest rates increases the cost of servicing some of our borrowings. Although our total loan assets consists primarily of variable rate mortgage loans and we have the right to increase pricing if our own funding costs increase, our level of arrears and ultimately cash flows may be adversely affected if we increase the pricing of our customers' mortgages in relation to any potential increases in our funding costs. An increase in interest rates can also adversely affect the interest rates charged by first charge holders; the credit quality of the customers to whom we lend; as well as our loan origination volumes, as loans become less attractive to customers.

Property Market

Our business is impacted by levels of activity in the property market as well as property prices, both of which are influenced by, among other things, general business and economic conditions. Growing levels of activity in the property market (independent of property prices) are likely to increase demand for our mortgage loans, and, conversely, lower levels of activity are likely to reduce demand. Property prices also impact the LTV of our loans. As property prices increase, the amount of equity that mortgage borrowers hold in their home increases, and as property prices decrease, equity levels also decrease. Increased levels of equity provide borrowers with greater financial flexibility, which they may use to refinance or borrow additional amounts, which results in increased redemption and new business levels.

Competition

Competition levels could impact the acquisition cost of obtaining business along with the interest rates and fees that we can charge for our mortgage loans as well as the credit quality of the customers to which we lend.

Funding

We currently fund our total loan assets from cash provided by operations, shareholder reserves, the Subordinated Shareholder Loan Notes and amounts available under our issued Capital Market instrument, Revolving Credit Facility and through our Securitization facility. The volume of loans we are able to originate is limited, in part, by the amount and terms of funding available to us.

Regulatory Considerations

Our results of operations are affected by a number of laws and regulations. Certain of our business operations are regulated by the FCA and prior to March 31, 2014, the OFT. We have invested, and continue to invest, in quality assurance, compliance and our risk management framework. We also use third party regulatory specialist advisors to support our business operations. If we fail to comply with regulatory requirements, we may not be able to conduct our business or may be subject to sanctions or substantial fines that may have a material adverse effect on our reputation, results of operations and financial condition.

Unaudited Consolidated Interim Financial Statements

The unaudited consolidated interim financial statements below show the financial performance for the three month period to and as at September 30, 2014.

Comparatives for these financial results included in the interim financial statements are as follows:

- Consolidated Profit and Loss Account and Consolidated Cash Flow Statement have comparatives of three months to September 30, 2013; and
- Consolidated Balance Sheet has comparatives of June 30, 2014 and September 30, 2013.

JERROLD HOLDINGS LIMITED

UNAUDITED CONSOLIDATED PROFIT AND LOSS ACCOUNT
Period ended September 30, 2014

	Note	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
TURNOVER		36,901	30,919
Cost of sales		(2,545)	(992)
GROSS PROFIT		34,356	29,927
Administrative expenses		(6,933)	(7,588)
Other operating income		122	-
OPERATING PROFIT		27,545	22,339
Gain on sale of investment properties		3	-
Interest payable and similar charges	2	(12,100)	(9,440)
Interest receivable and similar income	2	21	22
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		15,469	12,921
Tax on profit in ordinary activities	3	(3,341)	(3,266)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		12,128	9,655
Minority interests		-	(4)
RETAINED PROFIT FOR THE PERIOD	10	12,128	9,651

No consolidated note of historical cost profits and losses has been prepared as there is no material difference between the retained profits in either period if an historical cost basis had been adopted.

All activities arose from continuing operations.

There were no recognised gains or losses in either period other than the result for that year shown above. Accordingly, a separate consolidated statement of total recognised gains and losses has not been presented.

The notes on pages 20 to 30 form part of the interim financial statements.

JERROLD HOLDINGS LIMITED

UNAUDITED CONSOLIDATED BALANCE SHEET
As at September 30, 2014

	Note	September 30, 2014 £'000	June 30, 2014 £'000	September 30, 2013 £'000
FIXED ASSETS				
Investment properties		145	179	228
Tangible assets	4	4,759	4,385	3,913
Investments		13	13	13
		4,917	4,577	4,154
CURRENT ASSETS				
Stocks		1,381	1,381	1,381
Debtors				
- Due within one year	5	405,231	364,900	299,992
- Due after one year	5	745,338	713,751	689,843
Investments		110	110	110
Cast at bank and in hand		4,754	6,849	8,253
		1,156,814	1,086,991	999,579
CREDITORS: Amounts falling due within one year	6	(89,573)	(30,514)	(64,533)
NET CURRENT ASSETS		1,067,241	1,056,477	935,046
TOTAL ASSETS LESS CURRENT LIABILITIES		1,072,158	1,061,054	939,200
CREDITORS: Amounts falling due after more than one year	7	(658,471)	(659,242)	(568,384)
NET ASSETS		413,687	401,812	370,816
CAPITAL AND RESERVES				
Called up share capital	9	9,778	9,778	9,778
Share premium account	10	17,527	17,527	17,527
Merger reserve	10	(9,645)	(9,645)	(9,645)
Capital redemption reserve	10	1,300	1,300	1,300
Revaluation reserve	10	4	21	21
Profit and loss account	10	394,723	382,578	351,585
SHAREHOLDERS' FUNDS	11	413,687	401,559	370,566
Minority interests		-	253	250
TOTAL CAPITAL EMPLOYED		413,687	401,812	370,816

Jerrold Holdings

JERROLD HOLDINGS LIMITED

UNAUDITED CONSOLIDATED CASH FLOW STATEMENT
Period ended September 30, 2014

	Note	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES	12a	(43,938)	16,369
Returns on investments and servicing of finance	12d	(15,869)	(13,198)
Taxation		(2,749)	(3,000)
Capital expenditure and financial investments	12d	(595)	(6)
CASH (OUTFLOW)/INFLOW BEFORE MANAGEMENT OF LIQUID RESOURCES AND FINANCING		(63,151)	165
Management of liquid resources	12d	-	-
Financing	12d	61,056	(4,504)
DECREASE IN CASH IN THE PERIOD	12c	(2,095)	(4,339)

JERROLD HOLDINGS LIMITED

NOTES TO THE UNAUDITED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
Period ended September 30, 2014

1. ACCOUNTING POLICIES

The principal accounting policies are summarized below. They have all been applied consistently throughout the current and the preceding financial periods.

Accounting convention and going concern

The interim financial statements have been prepared under the historical cost convention (as modified by the revaluation of investment properties), on the going concern basis and in accordance with applicable law and United Kingdom accounting standards. The directors continue to adopt the going concern basis.

Basis of consolidation

The group interim financial statements consolidate the financial statements of Jerrold Holdings Limited and all its subsidiary undertakings drawn up to the end of each reporting period. The results of subsidiaries acquired or sold are consolidated for the periods from or to the date on which control passed. The acquisition method of accounting has been adopted for the consolidation of the following subsidiaries:

Auction Finance Limited
Bridging Finance Limited
Bridgingfinance.co.uk Limited
Classic Car Finance Limited
Finance Your Property Limited
General Allied Properties Limited
Heywood Finance Limited
Heywood Leasing Limited
Jerrold FinCo PLC
Manchester Property Investments Limited
Proactive Lending Limited (formerly Northwestern Properties & Developments Limited)
Phone-a-loan Limited
Privileged Estates Limited
Proactive Bridging Limited
Provincial & Northern Properties Limited
Spot Finance Limited

Goodwill arising on acquisitions in the year ended 30 June 1998 and earlier periods was written off to reserves in accordance with the accounting standard then in force. As permitted by the current accounting standard the goodwill previously written off has not been reinstated in the balance sheet. On disposal or closure of a previously acquired business, the attributable amount of goodwill previously written off to reserves is included in determining the profit or loss on disposal.

Merger accounting has been used for the consolidation of the following subsidiaries:

Blemain Finance Limited
Briar Hill Court Limited
Cheshire Mortgage Corporation Limited
Factfocus Limited
Harpmanor Limited
Jerrold Mortgage Corporation Limited
Lancashire Mortgage Corporation Limited
Monarch Recoveries Limited
Supashow Limited

Under this method any difference arising on consolidation is treated as a reduction in reserves.

In the company's interim financial statements, investments in subsidiary undertakings are stated at cost less provision for any impairment. Dividends received and receivable are credited to the company's profit and loss account.

Investment properties

A valuation of investment properties is made as at the balance sheet date by the directors, at open market value based on previous valuations conducted by external chartered surveyors. A full valuation by an external valuer is made on a periodic basis. Changes in the market value of investment properties are accounted for by way of a movement in the revaluation reserve and are included in the statement of total recognised gains and losses unless a deficit (or its reversal) on an individual investment property is expected by the directors to be permanent, in which case the change in market value is charged/(credited) to the profit and loss account. On disposal, the cumulative revaluation surpluses or deficits are transferred from the revaluation reserve to the profit and loss account reserve.

In accordance with SSAP 19 "Accounting for Investment Properties", no depreciation or amortization is provided in respect of freehold investment properties and leasehold investment properties with over 20 years to run. The requirement of the Companies Act 2006 is to depreciate all properties, but that requirement conflicts with the generally accepted accounting principle set out in SSAP 19. The directors consider that, as these properties are not held for consumption but for investment to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP 19 in order to give a true and fair view. If this departure from the Act had not been made the profit for the financial year would have been decreased by depreciation. However, the amount of depreciation cannot reasonably be quantified, because of the lack of analysis of the cost/value as between land and buildings.

Other tangible fixed assets

Tangible fixed assets are shown at cost or valuation, net of depreciation and any provision for impairment. Depreciation is provided at rates calculated to write off the cost or valuation, less estimated residual value, of each asset over its expected useful life as follows:

Fixtures and fittings	10-15 years straight-line on cost
Motor vehicles	25% reducing balance
Office equipment	5 years straight-line on cost
Computer equipment	3-5 years straight-line on cost

Residual value is calculated on prices prevailing at the date of acquisition or revaluation.

Investments

Fixed asset investments are stated at cost less provision for impairment. Current asset investments are stated at the lower of cost and net realizable value.

Stocks

Stock properties are valued at the lower of cost and estimated net realizable value. Net realizable value is based on the estimated sales price after allowing for all further costs of completion and disposal.

Leases

Assets held under finance leases and other similar contracts, which confer rights and obligations similar to those attached to owned assets, are capitalized as tangible fixed assets and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant rate of charge on the balance of capital repayments outstanding. Hire purchase transactions are dealt with similarly, except that assets are depreciated over their useful lives.

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

Pension benefits

During the period the group operated a defined contribution scheme and made contributions to employees' personal pension schemes.

The amounts charged to the profit and loss account in respect of pension costs and other post-retirement benefits are the contributions payable in the year to personal pension schemes. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Provisions for bad and doubtful debts

Specific provisions are made when the directors consider that the recoverability of the advance is in part or in whole doubtful. Incurred but not reported loss provisions are raised to cover losses that are judged to be present in loans and advances at the balance sheet date but which have not been specifically identified as such. Provisions for bad and doubtful debts, along with bad debt write-offs, are charged to operating profit as part of administrative expenses.

Loan notes

Loan notes are recognized at amortized cost net of debt issue costs. Interest and fees payable to the loan note holders during the financial period are recognised in the profit and loss account over the term of the notes using the effective interest rate method.

Bank loans and senior secured notes

Interest-bearing bank loans and senior secured notes are recorded at amortized cost net of direct issue costs. Finance charges are accounted for on an accruals basis in the profit and loss account and are included in Accruals and Deferred Income to the extent that they are not settled in the period in which they arise.

Turnover and cost of sales

Turnover consists of interest recoverable on loans, fee and commission income, proceeds of stock properties disposed of, rental income and the invoiced value (excluding VAT) for goods and services supplied to third parties.

Interest income is recognised on an accruals basis. Other finance related fees receivable are credited to income when they are earned.

Income from disposal of stock properties is recognised at completion of the sale, with the related cost recognised within cost of sales.

Cost of sales includes the cost of stock properties sold during the year and direct costs of the financing business, including fees and commissions payable.

2. FINANCE CHARGES

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Interest payable and similar charges		
Bank loan, senior secured notes and loan notes	(10,468)	(7,184)
Debt issue costs	(1,624)	(2,242)
Other interest	(8)	(14)
	(12,100)	(9,440)

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Interest receivable and similar charges		
Bank and other interest	21	22

3. TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge comprises:

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Current tax		
Corporation tax	3,413	3,266
Total current tax	3,413	3,266
Deferred tax		
Origination and reversal of timing differences	(72)	-
Total deferred tax (see note 8)	(72)	-
Total tax on profit on ordinary activities	3,341	3,266

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax are as follows:

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Profit on ordinary activities before tax	15,469	12,921
Tax on profit on ordinary activities at standard UK corporation tax rate of 21% (2013: 23%)	3,248	2,972
Effects of:		
Expenses not deductible for tax purposes	93	294
Capital allowances in excess of depreciation	-	-
Other timing differences	-	-
Group current tax charge for period	3,341	3,266

4. TANGIBLE FIXED ASSETS

Group	Fixtures, fittings and equipment £'000	Motor vehicles £'000	Total £'000
Cost			
At July 1, 2014	4,779	1,069	5,848
Additions	492	89	581
Disposals	-	-	-
At September 30, 2014	5,271	1,158	6,429
Depreciation			
At July 1, 2014	1,015	448	1,463
Charge for the period	168	39	207
Disposals	-	-	-
At September 30, 2014	1,183	487	1,670
Net book value			
At September 30, 2014	4,088	671	4,759
At June 30, 2014	3,764	621	4,385

The net book value of tangible fixed assets includes £410,000 (June 30, 2014: £344,000) in respect of assets held under hire purchase contracts.

5. DEBTORS

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Amounts falling due within one year			
Trade debtors	402,895	362,467	297,447
Amounts owed by related companies	138	44	54
Other debtors	235	370	888
Prepayments and accrued income	1,963	2,019	1,603
	405,231	364,900	299,992
Amounts falling due after one year			
Trade debtors	745,296	713,751	688,586
Deferred taxation (see note 8)	42	-	1,257
	745,338	713,751	689,843
	1,150,569	1,078,651	989,835

Trade debtors include amounts due in respect of loans provided during the normal course of business. Also included in trade debtors is an amount of £296,154 (June 30, 2014: £296,180) loaned to August Blake Developments Limited, £3,837,315 (June 30, 2014: £3,770,286) loaned to Sunnywood Estates Limited and £11,218,483 (June 30, 2014: £11,537,741) loaned to Edgworth Developments Limited, companies in which H N Moser is a director and shareholder. These loans are on a commercial basis secured on certain assets of these companies. Amounts owed by related companies are in respect of Centrestand Limited, Sterling Property Co. Limited and Charles Street Commercial Investments Limited, companies in which H N Moser is a director and shareholder (see note 13).

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Bank loans	63,456	-	(1,697)
Loan notes	-	-	35,514
Obligations under hire purchase contracts	140	121	102
Trade creditors	1,182	1,103	1,098
Amounts owed to related companies	209	259	35
Corporation tax	6,076	5,412	5,801
Other taxation and social security	427	485	359
Other creditors	3,765	3,642	3,815
Accruals and deferred income	14,318	19,492	19,506
	89,573	30,514	64,533

The syndicated loan facility (Bank loans) of £100m, of which £65m was drawn as at September 30, 2014, expires on August 28, 2014. Bank loans are shown net of prepaid fees which are being amortized over the expected duration of the facility.

Amounts due to related companies are in respect of Sproston Green Limited and Charles Street Commercial Investments Limited, companies in which H.N. Moser is a director and shareholder (see note 13).

7. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Bank loans	-	33,025	(1,544)
Loan notes	404,207	372,345	317,097
Senior secured notes	194,156	193,758	192,728
Subordinated loans	60,000	60,000	60,000
Deferred Tax	-	31	-
Obligations under hire purchase contracts	108	83	103
	658,471	659,242	568,384

Borrowings are repayable as follows:

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Within one year	65,141	121	35,998
Between one and two years	80	35,069	320,582
Between two and five years	611,389	580,282	200,021
Greater than five years	60,000	60,000	60,000
Debt issue costs	(14,543)	(16,140)	(14,298)
	722,067	659,332	602,303

The loan notes are provided through a securitization vehicle. They are transacted at market value and carry a fixed rate discount. They are secured on specific loan assets. The loan notes were extended on April 10, 2014 to January 31, 2018, conditional upon receiving a prescribed rating by December 31, 2014, with the facility being increased from £373m to £435m and no principle repayments due until 31 January 2017. The balance of £404.2m above is net of prepaid fees which are being amortized over the expected duration of the facility.

Senior secured notes are shown net of prepaid fees which are being amortized over the expected duration of the facility and term of the notes respectively.

Of the subordinated loans, £40m is due to 'D.L. Moser Family Settlement Trust', £8m is due to H.N. Moser, £9.9m is due to Equistone Partners Europe Limited and £2.1m is due to Standard Life Investments. These parties are all related to the Group by way of shareholdings in Jerrold Holdings Limited. All amounts are repayable on 15 September 2021. Interest is charged at a rate of 3% above base rate per annum.

8. DEFERRED TAXATION

	£'000
Deferred tax asset/(liability)	
At July 1, 2014	(31)
Credited to profit and loss account	72
At September 30, 2014	41

The group has an unrecognized deferred tax liability of £770 (June 30, 2014: £4,763) on the revaluation of properties.

Deferred tax asset is recognised as follows:

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Depreciation in excess of capital allowances	(139)	(139)	-
Other timing differences	180	108	1,257
Deferred tax asset/(liability)	41	(31)	1,257

9. CALLED UP SHARE CAPITAL

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Authorised			
2,744,974 B1 ordinary shares of 49.9 pence each	1,370	1,370	1,370
6,404,938 B2 ordinary shares of 49.9 pence each	3,196	3,196	3,196
154,690 C1 ordinary shares of 1 pence each	1	1	1
696,049 C2 ordinary shares of 1 pence each	7	7	7
64,250 C3 ordinary shares of 1 pence each	1	1	1
22 A deferred ordinary shares of 0.1 pence each	-	-	-
10,850,092 A preferred ordinary shares of 50 pence each	5,425	5,425	5,425
	10,000	10,000	10,000
Issued, allotted and fully paid			
2,744,974 B1 ordinary shares of 49.9 pence each	1,370	1,370	1,370
6,404,938 B2 ordinary shares of 49.9 pence each	3,196	3,196	3,196
131,202 C1 ordinary shares of 1 pence each	1	1	1
696,049 C2 ordinary shares of 1 pence each	7	7	7
64,250 C3 ordinary shares of 1 pence each	1	1	1
13 A deferred ordinary shares of 0.1 pence each	-	-	-
10,405,653 A preferred ordinary shares of 50 pence each	5,203	5,203	5,203
	9,778	9,778	9,778

10. RESERVES

	Share premium £'000	Merger reserve £'000	Capital redemption reserve £'000	Revaluation reserve £'000	Profit and loss accounts £'000	Total £'000
Group						
At July 1, 2014	17,527	(9,645)	1,300	21	382,578	391,781
Transfer to retained earnings	-	-	-	(17)	17	-
Retained profit for the financial period	-	-	-	-	12,128	12,128
At September 30, 2014	17,527	(9,645)	1,300	4	394,723	403,909

11. RECONCILIATION OF MOVEMENTS IN GROUP SHAREHOLDERS' FUNDS

	As at September 30, 2014 £'000	As at June 30, 2014 £'000	As at September 30, 2013 £'000
Retained profit for the financial year to date	12,128	40,644	9,651
Opening shareholders' funds at the start of the financial period	401,559	360,915	360,915
Closing shareholders' funds	413,687	401,559	370,556

12. CASH FLOW INFORMATION

a) Reconciliation of operating profit to net cash inflow from operating activities

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Operating profit	27,545	22,339
Depreciation of tangible fixed assets	207	273
Loss on disposal of tangible fixed assets	-	1
Profit on disposal of current asset investments	(122)	-
Increase in debtors	(71,876)	(5,550)
Increase/(decrease) in creditors	308	(694)
Net cash (outflow)/inflow from in operating activities	(43,938)	16,369

b) Analysis of net debt

	As at July 1, 2014 £'000	Cash flow £'000	Other non-cash changes £'000	As at September 30, 2014 £'000
Cash at bank and in hand	6,849	(2,095)	-	4,754
Finance leases	(203)	36	(80)	(247)
Debt due within 1 year	-	(61,092)	(2,364)	(63,456)
Debt due after 1 year	(659,131)	-	767	(658,364)
Current asset investments	110	-	-	110
	(659,224)	(61,056)	(1,677)	(721,957)
Net debt	(652,375)	(63,151)	(1,677)	(717,203)

c) Reconciliation of net cash flow to movement in net debt

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Decrease in cash in period	2,095	4,339
Cash inflow/(outflow) from movement in debt and lease financing	61,056	(4,504)
Change in net debt resulting from cash flows	63,151	(165)
New finance leases	80	45
Non-cash movements	1,597	(4,561)
Movement in net debt in period	64,828	(4,681)
Net debt, beginning of period	652,375	598,621
Net debt, end of period	717,203	593,940

d) Analysis of cash flows

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Returns on investments and servicing of finance		
Interest received	21	22
Refinancing costs	(356)	(5,704)
Interest paid	(15,534)	(7,516)
Net cash outflow from returns on investments and servicing of finance	(15,869)	(13,198)
Capital expenditure and financial investment		
Purchase of tangible fixed assets	(500)	(9)
Sales of tangible fixed assets	-	3
Sale of investment properties	36	-
Purchase of investments	(131)	-
Net cash outflow from capital expenditure and financial investments	(595)	(6)

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Management of liquid resources		
Sale of current asset investments	-	-

	3 months to September 30, 2014 £'000	3 months to September 30, 2013 £'000
Financing		
Proceeds from/(repayment of) borrowings	61,092	(4,481)
Capital element of finance lease payments	(36)	(23)
Net cash inflow/(outflow) from financing	61,056	(4,504)

13. RELATED PARTY TRANSACTIONS

The companies listed below are deemed to be related parties with the Group as they are owned by H.N. Moser or the Moser family. The following balances with related parties existed at the period ends:

	Balances due to		Balances due from	
Group	**September 30, 2014 £'000**	**September 30, 2013 £'000**	**September 30, 2014 £'000**	**September 30, 2013 £'000**
Sproston Green Limited	7	7	-	-
Centrestand Limited	-	-	21	17
Charles Street Commercial Investments Ltd	202	27	100	-
Sterling Property Co. Limited	-	1	17	37
Bracken House Properties LLP	-	-	-	-
	209	35	138	54

Group transactions with related parties were as follows:

	3 months to September 30, 2014 £'000	**3 months to September 30, 2013 £'000**
Bracken House Properties LLP		
Operating lease costs – Land and buildings due to Bracken House Properties LLP	271	277
Insurance costs due to Bracken House Properties LLP	7	6
Payments from the Group to Bracken House Properties LLP	(267)	(283)
Charles Street Commercial Investments Ltd		
Introduction fees due from Charles Street Commercial Investments Ltd	(2)	(78)
Introduction fees paid by Charles Street Commercial Investments Ltd	2	78
Amounts received by Charles Street Commercial Investments Ltd relating to the Group	(188)	-
Repayments by Charles Street Commercial Investments Ltd to the Group	-	-
Amounts received by the Group relating to Charles Street Commercial Investments Ltd	109	27
Repayments by the Group to Charles Street Commercial Investments Ltd	(69)	-
Centrestand Limited		
Service charges and costs paid on behalf of Centrestand Limited	3	3
Sterling Property Co. Ltd		
Service charges and costs paid on behalf of Sterling Property Co. Ltd	(1)	-
Repayments to the Group from Sterling Property Co. Ltd	1	-
	(134)	30

Prepayments and accrued income (see note 5) include an amount of £267,000 relating to a prepayment of operating lease rentals and insurance costs.

Sterling Property Co. Limited provide property management services for properties repossessed or placed into LPA receivership by the Group.

Included in trade debtors (see note 5) is an amount of £296,154 loaned to August Blake Developments Limited, £3,837,315 loaned to Sunnywood Estates Limited and £11,218,483 loaned to Edgworth

Developments Limited, companies in which H N Moser is a director and shareholder. These loans are on a commercial basis secured on certain assets of these companies.

Key Definitions

Except as otherwise specified, as used in this quarterly report:

- “Borrower Group” means the Company and its subsidiaries and does not include Charles Street ABS.
- “Charles Street ABS” means Charles Street Conduit Asset Backed Securitization 1 Limited, a special purpose vehicle that purchases certain of our mortgage loans as part of the Conduit Securitization.
- “Company” means Jerrold Holdings Limited.
- “Conduit Securitization” means the series of agreements, dated November 12, 2007, as amended and restated on August 28, 2012 and from time to time, among, among others, the Company, the Subsidiary Guarantors and Charles Street ABS, establishing a conduit securitization program of certain of our mortgage loans.
- “Equistone” means certain funds managed by and affiliates of Equistone Partners Europe, which are minority shareholders of Jerrold Holdings Limited.
- “Investors” means Equistone and Standard Life Investments.
- “Issuer” means Jerrold FinCo plc.
- “Jerrold Holdings,” “group,” “we,” “us” and “our” mean the Company and its consolidated subsidiaries, except where the context otherwise requires.
- “Revolving Credit Facility” means the syndicated revolving credit loan facility, dated November 9, 2007, as amended and restated on August 28, 2012 and from time to time, between, among others, the Company, the Subsidiary Guarantors and certain lenders.
- “Standard Life Investments” means certain funds managed by Standard Life Investments and certain of its affiliates, which are minority shareholders of Jerrold Holdings Limited.
- “Subordinated Shareholder Loan Notes” means the £60.0 million in outstanding subordinated shareholder loan notes issued to our shareholders.

Contact Information and Financial Calendar

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Details of future results will be made available on the Jerrold Holdings investor website:

http://www.jerroldholdings.co.uk/investors.aspx