ARG Personal Loans Limited Annual Report and Financial Statements

For the year ended 28 February 2019



ARG Personal Loans Limited Annual Report and Financial Statements For the year ended 28 February 2019

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ARG Personal Loans Limited Strategic report for the year ended 28 February 2019

Principal activities

ARG Personal Loans Limited (the "Company") is no longer trading following the transfer of activities relating to the promotion of third party lending products in receipt of referral commission to Home Retail Group Card Services Limited during the financial year ending 28 February 2017.

Company performance and position

The loss for the financial year was £2,000 (2018: £5,000). At the year-end the Company had net liabilities of £27,000 (2018: £25,000).

Review of the business and future developments

Following the acquisition by Sainsbury's Bank plc in September 2016, the activities of the Company and the other entities which make up Argos Financial Services were reviewed by management resulting in those activities previously conducted by the Company transferring to Home Retail Group Card Services Limited during the financial year ending 28 February 2017. As a result, the Company effectively ceased trading and no consideration has been given in the Strategic Report to the Company's year-on-year Key Performance Indicators.

Principal risks and uncertainties

The Company encounters a range of different risks and uncertainties as it undertakes its day-to-day activities and seeks to achieve its strategic objectives. The principal risks faced by the Company are as follows:

Regulatory risk

Regulatory risk relates to existing and new regulations which the Company must comply with.

The Company acknowledges that its third party products are financial services products that are subject to regulation, and any changes to the current environment creates a risk for the Company in which it may become non-compliant. The Company actively liaises with the regulators to ensure that all regulatory changes support and develop the industry and ensure the interests of consumers are protected.

Liquidity risk

Liquidity risk is the risk that the Company cannot meet its payment obligations as they fall due, or can only do so at extreme costs. The Company seeks to ensure that it can meet its financial obligations at all times.

· Conduct risk

Conduct risk is the risk to customers of the Company's controls and operations failing.

The Company is exposed to risk where poor customer outcomes may have materialised and required remediation.

By the order of the Board

M C Hemus

Director

7th May 2019

ARG Personal Loans Limited

Director's report for the year ended 28 February 2019

The Directors present their report and the audited financial statements of the Company for the year ended 28 February 2019.

Registered number

The registered number of the Company is 04271874.

Results and dividends

The loss for the financial year ended 28 February 2019 was £2,000 (2018: £5,000). The Directors do not recommend the payment of a dividend (2018: £nil).

Principal risk and uncertainties

See the Strategic report on page 1 for details.

Future developments

See the Strategic report on page 1 for details.

Directors

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

D Arden (resigned 18 March 2018)

K Carlson (appointed 18 March 2018)

G Forrester (appointed 15 April 2019)

P L Griffiths (appointed 15 April 2019)

M C Hemus

D Jones (appointed 15 April 2019)

M Larkin (appointed 15 April 2019)

There were no other appointments or resignations.

Disabled persons

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Company continues and the appropriate training is arranged. It is the policy of the Company that the training, career development and promotion of a disabled person should, as far as possible, be identical to that of a person who does not suffer from a disability.

Going concern

The Company is in a net liability position and, consistent with recent year, relies upon the parent company for financial assistance, if required, to support the going concern assumption. The Directors have obtained assurances of continuing support for the foreseeable future from Sainsbury's Bank plc and as a result, the Directors are of the opinion that the Company will be able to discharge its financial obligations as they fall due. Accordingly these financial statements have been prepared on a going concern basis.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Strategic Report and Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

ARG Personal Loans Limited

Director's report for the year ended 28 February 2019 (continued)

Statement of Directors' responsibilities (continued)

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- · select suitable accounting policies and then apply them consistently;
- · make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any
 material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will
 continue in business.

The Directors 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 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.

Directors liability insurance

During the year and up to the date of approval of the financial statements the Company maintained liability insurance for its Directors. The Group also maintains third party indemnification provisions for certain Directors, under which the Group has agreed to indemnify those Directors to the extent permitted by law in respect of all liabilities to third parties arising out of, or in connection with, the execution of their powers, duties and responsibilities as Directors of the Company and any of its associated companies. These indemnities are Qualifying Third Party Indemnity Provisions as defined in Section 234 of the Companies Act 2006 and copies are available for inspection at the registered office of the Group during business hours on any weekday except public holidays.

Independent auditors

Ernst and Young LLP were the auditors during the period and have indicated their willingness to continue in office.

Disclosure of information to auditors

Each person who is a director at the date of approval of this report confirms that:

Brad HM. rowoughton

a) so far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware; and

b) the Directors have taken all steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418(2) of the Companies Act 2006.

By order of the Board

D H M McNaughton

Company Secretary

7th May 2019

ARG Personal Loans Limited Independent auditor' report to the members of ARG Personal Loans Limited

Opinion

We have audited the financial statements of ARG Personal Loans Limited for the year ended 28 February 2019 which comprise the Income Statement, the Balance Sheet, the Statement of Changes in Equity, and the related notes 1 to 12, 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 FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- · give a true and fair view of the company's affairs as at 28 February 2019 and of its loss for the year then ended;
- · have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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 directors' report have been prepared in accordance with applicable legal requirements.

ARG Personal Loans Limited

Independent auditor' report to the members of ARG Personal Loans Limited (continued)

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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 or returns adequate for our audit have not been received from branches not visited by us; or
- · the financial statements are not in agreement with the accounting records and returns; or
- · certain disclosures of directors' remuneration specified by law are 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 set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's 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.

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

Peter Wallace (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

Edinburgh

8th May 2019

ARG Personal Loans Limited Income Statement For the year ended 28 February 2019

· · · · · · · · · · · · · · · · · · ·			
		Year ended	Year ended
		28 February	28 February
		2019	2018
	Notes	£'000s	£'000s
Turnover		-	-
Cost of sales		17	(1)
Gross profit / (loss)		17	(1)
Net operating expenses	4	-	-
Profit / (Loss) on ordinary activities before taxation		17	(1)
Tax on profit / (loss) on ordinary activities	6	(19)	(4)
Loss and total comprehensive loss for the financial year		(2)	(5)

The accompanying notes on pages 9 to 14 form part of these financial statements.

ARG Personal Loans Limited Balance Sheet As at 28 February 2019

	28 February	28 February	
		2019	2018
	Notes	£'000s	£'000s
ASSETS		·	
Current assets			
Debtors - amounts falling due within one year	7	12	2,330
Debtors - amounts falling due after more than one year	7	-	19
Cash at bank and in hand	8	70	3,845
Total current assets		82	6,194
Total assets		82	6,194
LIABILITIES			
Current liabilities			
Creditors	9	(109)	(6,219)
Total current liabilities		(109)	(6,219)
Total liabilities		(109)	(6,219)
Net liabilities		(27)	(25)
Capital and reserves			
Called up share capital	11	25,793	25,793
Retained earnings		(25,820)	(25,818)
Total shareholder's deficit		(27)	(25)

The financial statements on pages 6 to 14 were approved by the Board of Directors and were signed on their behalf by:

M C Hemus

Director

7th May 2019

Registered number

04271874

The accompanying notes on pages 9 to 14 form part of these financial statements.

ARG Personal Loans Limited Statement of changes in equity For the year ended 28 February 2019

	Called up share capital	•	· sparenoider's	
	£'000s	£'000s	£'000s	
Balance as at 1 March 2018	25,793	(25,818)	(25)	
Loss for the financial year	-	(2)	(2)	
Total comprehensive loss for the year		(2)	(2)	
Balance as at 28 February 2019	25,793	(25,820)	(27)	
	Called up share capital	Retained earnings	Total shareholder's deficit	
	£'000s	£'000s	£'000s	
Balance as at 1 March 2017	25,793	(25,813)	(20)	
Loss for the financial year	<u>-</u>	(5)	(5)	
Total comprehensive loss for the year		(5)	(5)	
Balance as at 28 February 2018	25,793	(25,818)	(25)	

All amounts are attributable to the owners of the Company.

The accompanying notes on pages 9 to 14 form part of these financial statements.

1. GENERAL INFORMATION

ARG Personal Loans Limited (the Company) is a private limited company incorporated and domiciled in the United Kingdom under the Companies Act 2006. The Company's registered address is Avebury, 489-499 Avebury Boulevard, Milton Keynes MK9 2NW.

The financial year represents the period from 1 March 2018 to 28 February 2019.

2. BASIS OF PREPARATION

The financial statements are presented in sterling, rounded to the nearest thousand. They are prepared on a going concern basis and under the historical cost convention modified for the revaluation of certain financial instruments, share-based payments and post-employment benefits. The principal accounting policies applied in the preparation of these financial statements are set out in note 3. Unless otherwise stated, these policies have been consistently applied to all the periods presented.

These financial statements have been prepared in accordance with United Kingdom Accounting Standards, in particular, Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and the Companies Act 2006 (the Act) as applicable to companies using FRS 101. FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The Company is a qualifying entity for the purposes of FRS 101. Note 12 gives details of the Company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

The key disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- · Statement of cash flows.
- IFRS 7 Financial Instrument disclosures; IAS 1 Information on management of capital; IAS 8 disclosures in respect of new standards and interpretations that have been issued but which are not yet effective; IAS 24 disclosure of key management personnel compensation and for related party transactions entered into between two or more members of a group; the requirement to present roll-forward reconciliations in respect of share capital (IAS 1).

The preparation of financial statements in conformity with FRS 101 requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. The critical accounting policies of the Company are described in further detail below.

Changes in accounting standards

There are no new standards, amendments to existing standards or interpretations which are effective for the first time during the year ended 28 February 2019 that have a material impact on the Company.

Critical accounting estimates and assumptions

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities. The resulting accounting estimates, which are based on management's best judgement at the date of the financial statements, will, by definition, seldom equal the related actual results. The estimates and underlying assumptions are reviewed on an on-going basis, with revisions recognised in the period in which the estimates are revised and future periods where appropriate.

2. BASIS OF PREPARATION (continued)

Going concern

The Company is in a net liability position and, consistent with recent years, relies upon the parent company for financial assistance, if required, to support the going concern assumption. The Directors have obtained assurances of continuing support for the foreseeable future from Sainsbury's Bank plc and as a result, the Directors are of the opinion that the Company will be able to discharge its financial obligations as they fall due. Accordingly these financial statements have been prepared on a going concern basis.

3. SUMMARY OF PRINCIPAL ACCOUNTING POLICIES

Revenue recognition

Income solely relates to commission received from third parties offering personal loans. This is recognised once earned on completion of sale.

Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business. They are classified as current liabilities if payment is due within 12 months of the balance sheet date. They are initially recognised at fair value and subsequently measured at amortised cost.

Taxation

Current tax and non-current tax are based on taxable profit for the year. Taxable profit differs from profit before tax, as reported in the income statement, because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are non-taxable or deductible.

Deferred tax is provided in full on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. However, if the deferred tax arises from initial recognition of an asset or liability in a transaction other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised to the extent that temporary differences can be utilised either through future profits generated by the Company or through being made available via group relief for consideration.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to taxes levied by the same tax authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Financial instruments

The financial instruments of the Company relate to loans and debtors and financial liabilities.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivable. Loans and receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment and are included in current assets. They are included in current assets. Loans and debtors comprise trade, group and other receivables.

The financial liabilities comprise amounts due to group undertakings and other creditors. Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are derecognised when the obligations to pay cash flows have expired. Interest-bearing financial liabilities are recognised at amortised cost, using the effective interest method.

4. NET OPERATING EXPENSES

	Year ended 28 February 2019 £'000s	Year ended 28 February 2018 £'000s
•		
Expenses by function		
Administrative expenses		-
	-	

Costs of £7,857 (2018: £9,574 restated) for the annual audit of the financial statements of the Company are borne by Home Retail Group Card Services Limited, and no recharge is made to the Company.

5. EMPLOYEE COSTS AND EMPLOYEE NUMBERS

The emoluments of Directors K Carlson and M Hemus, the key management personnel of the Company during the year, were paid by Home Retail Group Card Services Limited. D Arden, a Director of the company, was paid through Sainsbury's Bank plc. The services of this Director to the Company formed only a minimal part of his services to this and other Group companies and it is not possible to make an accurate apportionment of his emoluments. Consequently none of his remuneration has been apportioned to this Company for either year. Accordingly no Directors' emoluments are disclosed.

The activities of the Company are performed by employees of Argos Limited, a fellow subsidiary of J Sainsbury plc. No recharge is made for the costs of the services of these employees. Accordingly, the costs of the employees' services and the average number of employees for the year are included in the financial statements of Argos Limited.

6. TAX ON ORDINARY ACTIVITIES

	Year ended	Year ended
	28 February	28 February
	2019	2018
	£'000s	£'000s
Deferred tax:		
Origination and reversal of temporary differences	(21)	(5)
Effect of change in tax rate	. 2	1
Total deferred tax (note 10)	(19)	(4)
Total tax (expense) in income statement	(19)	(4)

6. TAX ON ORDINARY ACTIVITIES (continued)

	Year ended 28 February	Year ended 28 February 2018
	2019	
	£'000s	£'000s
Profit / (Loss) on ordinary activities before tax	17	(1)
Profit / (Loss) on ordinary activities before tax multiplied by the standard rate of corporation tax in the UK	(3)	-
Effects of:		
Loss relief surrendered for nil consideration	(18)	-
Expenses not deductible for taxation purposes	-	(5)
Effect of change in tax rate	2	_1
Total tax (expense) in income statement	(19)	(4)

Factors that may affect future tax charges

The main rate of UK corporation tax is reducing from 20 per cent to 19 per cent effective from 1 April 2017. A further reduction in the corporation tax rate to 17 per cent, rather than 18 per cent, effective from 1 April 2020 was substantively enacted in the year, so its effect is reflected in these financial statements.

Deferred tax on temporary differences and tax losses as at the balance sheet date is calculated at the substantively enacted rates at which the temporary differences and tax losses are expected to reverse.

7. DEBTORS

	28 February	28 February
	2019	2018
Notes	£'000s	£'000s
	12	2,330
	12	2,330
	-	19
	-	19
	Notes	2019 Notes £'000s

The balances owed by group undertakings at the year-end are unsecured, non-interest bearing and repayable on demand.

The carrying values of amounts owed by group undertakings are a reasonable approximation of their fair values due to their short-term nature.

8. CASH AT BANK AND IN HAND

	28 February	28 February
	2019	2018
	£'000s	£'000s
Cash at bank and in hand	70	3,845
	70	3,845

9. CREDITORS

	28 February	28 February 2018 £'000s
	2019	
	£'000s	
Amounts falling due within one year:		
Creditors	(64)	(660)
mounts owed to group undertakings (45)	(45)	(5,559)
	(109)	(6,219)

The balances owed to group undertakings at the year-end are unsecured, repayable on demand and non-interest bearing. All other balances are also non-interest bearing.

The carrying values of amounts owed to group undertakings and other creditors are a reasonable approximation of their fair values due to their short-term nature.

10. DEFERRED TAX

The movements on the net deferred tax account are as follows:

	28 February	28 February
	2019	2018
	£'000s	£'000s
At 1 March 2018 and 1 March 2017	19	23
Charged to income statement	(19)	(4)
At 28 February 2019 and 28 February 2018	•	19
The deferred tax assets recognised are as follows:		
	28 February	28 February
	2019	2018
	£'000s	£'000s
Deferred tax assets:		
Deferred tax asset to be recovered after more than one year	<u> </u>	19
	•	19

The movement in deferred tax is in relation to accelerated tax depreciation.

Deferred income tax assets have been recognised in respect of all income tax losses and other temporary differences giving rise to deferred income tax assets because it is probable that these assets will be recovered. Deferred income tax assets and liabilities are only offset where there is a legally enforceable right of offset and the deferred income tax assets and the deferred income tax liabilities relate to income taxes levied by the same taxation authority.

Closing deferred tax has been calculated at the enacted rate of 17% (2018: 17%). This differs from the UK corporation tax rate applied to the current year adjusted profits at 19%.

11. CALLED UP SHARE CAPITAL

	28 February	28 February
	2019	2018
	£'000s	£'000s
Allotted, called-up and fully paid:		
Issued ordinary share capital	25,793	25,793
	25,793	25,793

12. ULTIMATE PARENT UNDERTAKING

The Company's ultimate parent and controlling party is J Sainsbury plc. Copies of the parent undertaking's financial statements may be obtained from www.j-sainsbury.co.uk.