

**LAMINGTON ROAD DESIGNATED ACTIVITY  
COMPANY**

Unaudited financial statements for the financial period ended 31  
May 2021

Company number: 541559

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Directors' Report and Financial Statements

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# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Directors and Other Information

**Directors**

Miriam Elena Hernandez Martinez (USA) (resigned 7 April 2021)  
David Thompson (resigned 7 April 2021)  
Thomas Barry (resigned 7 April 2021)  
Matthew Epstein (appointed 7 April 2021)  
Michael Barry Brennan (appointed 7 April 2021)  
Robert Knapp (appointed 7 April 2021)  
Roy Patterson (appointed 7 April 2021)  
Patrick Brennan (appointed 7 April 2021)  
Sean Donnelly (alternate, appointed 6 December 2021) \*  
James McGlone (alternate, appointed 6 December 2021) \*

**Registered Office**

1-2 Victoria Buildings  
Haddington Road  
Dublin 4  
Ireland

**Company Registered Number**

541559

**Company Secretary**

Intertrust Management Ireland Limited  
1-2 Victoria Buildings  
Haddington Road  
Dublin 4  
Ireland

**Corporate services provider**

Intertrust Management Ireland Limited  
1-2 Victoria Buildings  
Haddington Road  
Dublin 4  
Ireland

**Independent Auditor**

Grant Thornton  
Chartered Accountants and Statutory Audit Firm  
13-18 City Quay  
Dublin 2  
D02 ED70  
Ireland

**Solicitors**

Arthur Cox  
Ten Earlsfort Terrace  
Dublin 2  
Ireland

**Banker**

Ulster Bank  
Ulster Bank Corporate Centre  
Georges Quay  
Dublin 2  
Ireland

\* On 6 December 2021, Sean Donnelly and James McGlone were appointed as alternate directors of Patrick Brennan and Roy Patterson respectively for the sole and limited purpose of attendance at the board meeting of the Company held on the 6th day of December 2021 due to Covid-19 limitations on travel.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Statement of Comprehensive Income

for the financial period ended 31 May 2021

	Notes	Financial period ended 31-May-21 US\$	Financial year ended 30-Nov-20 US\$
Investment income	4	3,999,952	7,999,908
Interest expenses and similar charges	5	<u>(4,311,785)</u>	<u>(9,077,877)</u>
<b>Operating income</b>		<b>(311,833)</b>	<b>(1,077,969)</b>
Administrative expenses	6	(210,547)	(331,631)
Diminution in value of investments	8	-	(12,208,698)
Derecognition of subsidiary	9	-	(94,598)
Gain on restructure		<u>111,855,432</u>	<u>-</u>
<b>Loss for the financial period before taxation</b>		<b>111,333,052</b>	<b>(13,712,896)</b>
Corporation tax expense	7	<u>-</u>	<u>-</u>
<b>Loss for the financial period after taxation</b>		<b>111,333,052</b>	<b>(13,712,896)</b>
Other comprehensive income		-	-
<b>Total comprehensive loss for the financial period</b>		<b><u>111,333,052</u></b>	<b><u>(13,712,896)</u></b>

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Statement of Financial Position

as at 31 May 2021

	Notes	As at 31-May-21 US\$	As at 30-Nov-20 US\$
<b>Non-current assets</b>			
Investment in associate	8	125,640,654	125,640,654
Investment in subsidiaries	9	88,508	88,508
<b>Current assets</b>			
Cash and cash equivalents	10	2,157,793	715,419
Other receivables	11	395,683	2,705
<b>Total assets</b>		<u>128,282,638</u>	<u>126,447,286</u>
<b>Non-current liabilities</b>			
Profit participating note	13	54,893,278	-
Series Notes	14	119,261,752	-
<b>Current liabilities</b>			
Promissory notes payable	12	-	113,219,354
Profit participating note	13	-	72,854,113
Trade and other payables	15	1,808,298	99,387,561
<b>Total liabilities</b>		<u>175,963,328</u>	<u>285,461,028</u>
<b>Equity</b>			
Share capital	16	1	1
Retained deficit		(47,680,691)	(159,013,743)
<b>Total equity</b>		<u>(47,680,690)</u>	<u>(159,013,742)</u>
<b>Total equity and liabilities</b>		<u>128,282,638</u>	<u>126,447,286</u>

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Statement of Changes in Equity for the financial period ended 31 May 2021

	Ordinary share capital US\$	Retained deficit US\$	Total equity US\$
As at 1 December 2019	1	(145,300,847)	(145,300,846)
Total comprehensive loss	-	(13,712,896)	(13,712,896)
Balance at 30 November 2020	<u>1</u>	<u>(159,013,743)</u>	<u>(159,013,742)</u>
Total comprehensive profit	-	111,333,052	111,333,052
<b>Total at 31 May 2021</b>	<u><u>1</u></u>	<u><u>(47,680,691)</u></u>	<u><u>(47,680,690)</u></u>

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Statement of Cash Flows

for the financial period ended 31 May 2021

	<b>Financial period ended 31-May-21 US\$</b>	<b>Financial year ended 30-Nov-20 US\$</b>
<b>Cash flows from operating activities</b>		
Profit / (loss) for the financial year before tax	111,333,052	(13,712,896)
<i>Add/(deduct) non-cash effects on operating income:</i>		
Investment income	(3,999,952)	(7,999,908)
Interest on Promissory notes	3,115,152	9,077,877
Interest on series notes	1,196,633	-
Profit Participating Note contributions	-	9,451
Derecognition of subsidiary	-	94,598
Diminution in value of investments	-	12,208,698
Gain on restructure	(111,855,432)	-
	<u>(210,547)</u>	<u>(322,180)</u>
(Decrease) / increase in receivables	(392,978)	3,657
Increase / (decrease) in payables	545,914	(54,368)
<b>Net cash outflow from operations</b>	<b>(57,611)</b>	<b>(372,891)</b>
<b>Cash flow from investing activities</b>		
Investment income	3,999,952	7,999,908
<b>Net cash inflow from investing activities</b>	<b>3,999,952</b>	<b>7,999,908</b>
<b>Cash flow from financing activities</b>		
Promissory note repayments	(121,112,459)	(5,615,182)
Promissory interest paid	(2,359,566)	(1,307,456)
PPN issued	54,893,278	-
PPN repayments	(53,182,972)	-
Loan notes issued	119,261,752	-
<b>Net cash outflow from financing activities</b>	<b>(2,499,967)</b>	<b>(6,922,638)</b>
<b>Net increase in cash and cash equivalents</b>	<b>1,442,374</b>	<b>704,379</b>
Cash and cash equivalents at beginning of the financial period	715,419	11,040
<b>Cash and cash equivalents at the end of the financial period</b>	<b>2,157,793</b>	<b>715,419</b>

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements

for the financial period ended 31 May 2021

### 1. General information

Lamington Road Designated Activity Company (the "Company") is a designated activity company limited by shares incorporated on 27 March 2014 and is domiciled in the Republic of Ireland. The address of the registered office of the Company is 1-2 Victoria Buildings, Haddington Road, Dublin 4. The Company is a qualifying company within the meaning of Section 110 of the Taxes Consolidation Act, 1997.

### 2. Basis of preparation

#### (a) Statement of Compliance

Historically the Company's financial statements have been prepared in accordance with the Companies Act 2014 and Financial Reporting Standards 101, Reduced Disclosure Frameworks ("FRS 101"). As the Company no longer meets the definition of a qualifying entity, the financial statements have been prepared in accordance with the Companies Act 2014 and International Financial Reporting Standards ("IFRSs") as adopted by the EU. The transition has resulted in additional disclosures being included in the financial statements. As there have been no changes to any carrying values, no reconciliations or additional statements are required.

#### (b) Basis of Preparation

The financial statements have been prepared on a going concern and a historical cost basis.

The financial statements are presented in United States dollar (US\$) and all amounts are rounded to the nearest dollar.

#### (c) Significant accounting judgements, estimates and assumptions

The preparation of the financial report in conformity with IFRSs requires the Directors to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The principal uses of judgement and sources of estimation uncertainty arise with respect to the determination of fair value for certain of the Company's financial assets and liabilities. See note 18 "Fair value of financial instruments".

The estimates and underlying assumptions are reviewed by the Directors on an ongoing basis. Revisions to accounting estimates are recognised in the financial year in which the estimate is revised if the revision affects only that financial year or in the financial year of the revision and future financial years if the revision affects both current and future financial years.

#### (d) Functional and presentation currency

These financial statements are presented in US\$ which is the Company's functional currency. Functional currency is the currency of the primary economic environment in which the entity operates. The issued share capital of the Company is denominated in US\$. The Directors of the Company believe that US\$ most faithfully represents the economic effects of the underlying transactions, events and conditions.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 3. Significant accounting policies

#### (a) Financial assets and liabilities

The financial instruments held by the Company include the following:

- Financial assets measured at amortised cost
- Financial liabilities measured at amortised cost

#### *Classification*

IFRS 9 establishes specific categories into which all financial assets and financial liabilities must be classified. The classification of financial instruments determines how these financial assets or liabilities are initially and subsequently measured in the financial statements. There are two categories of financial assets: financial assets at fair value through profit or loss and financial assets measured at amortised cost. There are two categories of financial liabilities: financial liabilities at fair value through profit or loss and other financial liabilities at amortised cost.

The investments in White Eagle General Partner, LLC and White Eagle Asset Portfolio, LP are designated at amortised cost as they are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Investments in subsidiaries and associates are recognised at cost less provision for any diminution in value.

Financial liabilities at amortised cost include all the PPN, Notes and all other liabilities.

#### *Recognition*

The Company recognises all financial assets and liabilities on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

#### *De-recognition*

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the right to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in a transferred financial asset that is created or retained by the Company is recognised as a separate asset or liability.

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or have expired.

#### *Initial measurement*

IFRS 9 requires those financial instruments classified at fair value through the profit or loss to be measured initially at fair value, with transaction costs recognised directly in the Statement of Comprehensive Income.

#### *Subsequent measurement*

Subsequent to initial recognition, all instruments classified as at amortised cost, are measured at amortised cost under the effective interest method. Subsequent to initial recognition, all instruments classified as at fair value through profit or loss, are measured at fair value with changes in their fair value recognised in the Statement of Comprehensive Income.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 3. Significant accounting policies (continued)

#### (a) Financial assets and liabilities (continued)

##### *Fair value measurement principles*

Financial assets that the Company designated as held at fair value through profit or loss are initially recognised at fair value, with transactions costs being recognised in profit and loss, and are subsequently measured at fair value. No assets or liabilities are held at fair value but the carrying value of assets and liabilities are deemed an approximation of their fair value. Fair value is the value that would be received / paid if the assets or liabilities are realised in an orderly arm's length transaction.

##### *Offsetting financial instruments*

Financial assets and liabilities, including derivatives, are offset and the net amount reported in the Statement of Financial Position when there is a legally enforceable right to offset the recognised amounts and where there is an intention to settle on a net basis. As at the year ended 30 November 2020 and 2019, there were no assets or liabilities that have been offset.

##### *Transfers between levels in Fair Value hierarchy*

Transfers between levels of the fair value hierarchy are deemed to have occurred at the end of the reporting period.

#### (b) Investment income and interest payable

Investment income is recognised as received. Interest expense is recognised in the Statement of Comprehensive Income on an accrual basis at the effective interest rate.

#### (c) Foreign currency

The financial statements are prepared in US\$ and accordingly foreign currency transactions are translated at the spot rate of exchange on the day the transaction occurs.

Monetary assets and liabilities denominated in currencies other than US\$ are translated into US\$ at exchange rates prevailing at the end of the financial year. Non-monetary assets and liabilities are stated at cost based on the exchange rate prevailing at the transaction date. All exchange differences are included in the Statement of Comprehensive Income under foreign currency movements on investments and other foreign currency movements.

#### (d) Cash and cash equivalents

Cash and cash equivalents comprise of amounts due from banks and other short-term investments that are convertible into cash with an insignificant risk of changes in value and with original maturities of less than 90 days.

#### (e) Other receivables

Other receivables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

A provision for impairment of other receivables is recognised when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivable. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired. There is no impairment recognised in the current financial year (2019: US\$ Nil).

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 3. Significant accounting policies (continued)

#### (a) Financial assets and liabilities (continued)

#### (f) Other payables

Other payables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

#### (g) Taxation

The Company is an Irish registered company and is structured to qualify as a securitisation company under Section 110 of the Taxes Consolidation Act, 1997. The Company generates net income for Irish corporation tax purposes which is liable to Irish corporation tax at 25%.

#### *Deferred tax*

Deferred tax is provided on temporary difference at the reporting date between the tax bases of assets and liabilities and their carrying amount for financial reporting purposes.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that is no longer probable that sufficient taxable profits will be available to allow all or part of deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that the future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

#### (h) Expenses

All expenses are recognised in the Statement of Comprehensive Income on an accrual basis.

### 4. Investment income

	<b>Financial period ended 31-May-21</b>	<b>Financial year ended 30-Nov-20</b>
	<b>US\$</b>	<b>US\$</b>
Investment income	3,999,952	7,999,908
	<u>3,999,952</u>	<u>7,999,908</u>

Investment income relates to Interest received on the Company's investment in the White Eagle Asset portfolio, LP.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 5. Interest expenses and similar charges

	<b>Financial period ended 31-May-21 US\$</b>	<b>Financial year ended 30-Nov-20 US\$</b>
Interest on Promissory notes	(3,115,152)	(9,077,877)
Interest on Series notes	(1,196,633)	-
	<u>(4,311,785)</u>	<u>(9,077,877)</u>

### 6. Administrative expenses

	<b>Financial period ended 31-May-21 US\$</b>	<b>Financial year ended 30-Nov-20 US\$</b>
Professional fees	(105,247)	(314,812)
Waiver of payables to subsidiary	-	58,983
Legal fees	(27,894)	(37,382)
Directors' fees	(44,450)	(25,423)
Other expenses	(31,128)	(12,088)
Realised foreign exchange loss	(1,828)	(909)
	<u>(210,547)</u>	<u>(331,631)</u>

### 7. Corporation tax expense

The current tax credit for the financial year is higher than the current credit that would result from applying the 12.5% rate of corporation tax to profit on ordinary activities. These differences are explained below.

	<b>Financial period ended 31-May-21 US\$</b>	<b>Financial year ended 30-Nov-20 US\$</b>
Profit / (loss) for the financial period before taxation	<u>111,333,052</u>	<u>(13,712,896)</u>
Loss on ordinary activities multiplied by the standard rate of Irish corporation tax for the financial year of 12.5%	13,916,632	(1,714,112)
Higher rate of tax applicable under Section 110 of the TCA	13,916,632	(1,714,112)
Tax loss carry forward not recognised	-	3,428,224
Tax losses utilised	<u>(27,833,263)</u>	<u>-</u>
Current tax charge for the financial year	<u>-</u>	<u>-</u>

The Company is a qualifying company within the meaning of Section 110 of the Taxes Consolidation Act, 1997. As such, the profits are chargeable to corporation tax under Case III of Schedule D at a rate of 25% but are computed in accordance with the provisions applicable to Case I of Schedule D. The Irish corporation tax rate on income is expected to remain at its current rate at 25%.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 8. Investment in associate

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
White Eagle Asset Portfolio, LP	125,640,654	137,849,352
Diminution in value of investments	-	(12,208,698)
	<u>125,640,654</u>	<u>125,640,654</u>

In December 2016, the Company purchased a portfolio of life insurance policies from a fellow group company for US\$ 79,298,943. These life insurance policies were transferred by the Company to White Eagle Asset Portfolio, LP as an additional capital contribution.

On 16 August 2019 White Eagle Asset Portfolio, LP sold 72.5% of its limited partnership interests to Palomino JV, LP for approximately US\$ 366.2m. The Company retained 27.5% of White Eagle's limited partnership. The investment in White Eagle Asset Portfolio, LP was reclassified as an investment in associate.

During the financial period ended 31 May 2021, the carrying value of the investment in White Eagle Asset Portfolio, LP was written down by US\$ Nil (2020: US\$ 12,208,698). The carry value as of the end of 30 November 2020 was based on the estimated liquidation value as of that date. In deriving this estimate, Lamington used the majority owner's valuation reduced by the obligations owed to the majority partner in the event of a sale as of 30 November 2020.

An impairment review is carried out annually at year end.

### 9. Investment in subsidiaries

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
White Eagle General Partner, LLC	88,507	88,507
Lamington Road Bahamas	1	1
	<u>88,508</u>	<u>88,508</u>
<b>Cost</b>		
As at 1 December 2020	88,508	183,106
Derecognition of subsidiary	-	(94,598)
	<u>88,508</u>	<u>88,508</u>

The Company hold 100% of the issued share capital of each of the Subsidiaries. The investments in the Subsidiaries are held at cost and in the opinion of the directors, the Company's investment is worth at least the amount at which they are stated in the Statement of Financial Position.

White Eagle General Partner, LLC's registered address is One Lane Hill, East Broadway, Hamilton HM19, Bermuda.

Lamington Road Bahamas registered address is at Bayside Executive Park, Building No.3, West Bay Street and Blake Road, P.O. Box N-4875, City of Nassau, Island of New Providence, Commonwealth of the Bahamas.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 10. Cash and cash equivalents

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
Cash at bank	2,157,793	715,419
	<u>2,157,793</u>	<u>715,419</u>

Cash at bank represents balances held with Ulster Bank Ireland DAC. Lamington's current cash balance does not include other funds that are expected to be transferred from Emergent to Lamington as a result of the April 2021 restructuring.

### 11. Other receivables

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
Prepaid fees	390,545	2,704
Share capital receivable	1	1
VAT receivable	5,137	-
	<u>395,683</u>	<u>2,705</u>

### 12. Promissory notes payable

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
Promissory notes payable	-	113,219,354
Opening balance	113,219,354	116,343,790
Interest capitalised	7,893,105	2,490,746
Repayments	(121,112,459)	(5,615,182)
	<u>-</u>	<u>113,219,354</u>
Repayable in:		
Within 1 year	-	113,219,354
Between 2-5 years	-	-
Over 5 years	-	-
	<u>-</u>	<u>113,219,354</u>

The Company issued an 8.5% fixed rate promissory note due 2024 to Markley as part of the purchase consideration for the Delaware LP. In 2017, the Company issued a US\$ 57 million 5% fixed rate promissory note due 2027 to Markley by way of satisfaction of the US\$ 57 million interest owing by the Company to Markley under the PPN.

Interest expense during the financial period amounted to US\$ 3,115,152 (2020: US\$ 9,077,877). Interest on the promissory note accrues and is payable at the end of each calendar year provided that any interest accrued but not paid shall be capitalised as part of the principal balance payable at the maturity of the promissory note.

Interest paid during the financial year amounted to US\$ 2,359,566 (2020: US\$ 1,307,456).

The Promissory Notes were fully repaid in the period.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 13. Profit participating note

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
Profit participating note	<u>54,893,278</u>	<u>72,854,113</u>
Opening balance	72,854,113	72,844,662
Drawdowns	54,893,278	12,284
Repayments	<u>(72,854,113)</u>	<u>(2,832)</u>
	<u>54,893,278</u>	<u>72,854,113</u>
Repayable in:		
Within 1 year	-	72,854,113
Between 2-5 years	-	-
Over 5 years	<u>54,893,278</u>	<u>-</u>
	<u>54,893,278</u>	<u>72,854,113</u>

In 2014, the Company issued a Profit Participation Note due 2054 (the “PPN”) to Markley as part of the purchase consideration for the Delaware LP. In December 2016, the Company purchased a portfolio of life insurance policies from a fellow group company for US\$ 79,298,944 which was funded through the PPN. As year end the Company held a 27.5% investment in the portfolio.

The PPN with Markley was fully repaid in the period as part of the restructure. New PPN’s in the amount of US\$ 54,893,278 were issued in the period to Lamington Road Grantor Trust (“Grantor Trust”).

Interest under the PPN for each financial year is an amount equal to the excess, if any, of (i) all taxable profits and gains of the Company, as determined in accordance with the accounting principles adopted by the Company for tax purposes for such accounting period, taking into account any interest expense (including, for the avoidance of doubt, interest paid and interest accrued but not yet paid) and all other expenses occurred in respect of any senior indebtedness including, but not limited to, that amounts payable pursuant to the Transaction Documents and other expenses, but excluding interest payable hereunder, over (ii) US\$ 1,000 and shall be payable only with approval by the directors.

Interest expense under the PPN during the financial period amounted to US\$ Nil (2020: US\$ Nil). Interest paid during the financial period amounted to US\$ Nil (2020: US\$ Nil).

The PPN is a limited recourse obligation of the Company. All payments to Grantor Trust in respect of the PPN are junior and subordinate and subject in right of payment of the Company’s other creditors. If the net proceeds of the assets of the Company are less than the aggregate amount payable by the Company to Grantor Trust and to other creditors ranking senior to or pari passu with Grantor Trust, any obligations of the Company to Grantor Trust in such circumstances will be limited to the available funds of the Company.

In such circumstances, the Company will not be obligated to pay and the rights of Grantor Trust to receive any further amounts in respect of such obligations shall be extinguished and Grantor Trust may not take any further action to recover the shortfall.

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 14. Series Notes

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
Series A Notes	53,411,993	-
Series B Notes	65,849,759	-
	<u>119,261,752</u>	<u>-</u>
Opening balance	-	-
Drawdowns	119,261,752	-
	<u>119,261,752</u>	<u>-</u>
Repayable in:		
Within 1 year	-	-
Between 2-5 years	-	-
Over 5 years	119,261,752	-
	<u>119,261,752</u>	<u>-</u>

During the financial period the Company issues Series A and Series B notes. The Series A notes carry an interest rate of 8.5%. The Series B notes carry an interest rate of 5%.

### 15. Trade and Other payables

	As at 31-May-21 US\$	As at 30-Nov-20 US\$
Interest payable on profit participating note	-	92,184,291
Interest payable on promissory notes	-	7,137,519
Other payables	508,964	6,562
Accrued expenses	102,701	59,189
Interest payable on series notes	1,196,633	-
	<u>1,808,298</u>	<u>99,387,561</u>

### 16. Share capital

	As at 30-Nov-20 US\$	As at 30-Nov-19 US\$
<i>Authorised</i>		
Ordinary shares of US\$1 each	<u>1,000,000</u>	<u>1,000,000</u>
<i>Allotted, called up and unpaid</i>		
Ordinary share of US\$1 each	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>

# LAMINGTON ROAD DESIGNATED ACTIVITY COMPANY

## Notes to the financial statements (continued)

for the financial period ended 31 May 2021

### 17. Ownership of the Company

On 7 April 2021, the shares were transferred to Intertrust Nominees (Ireland) Limited, a company incorporated in Ireland under registration number 485526 and having its registered office at 1-2 Victoria Buildings, Haddington Road, Dublin 4, Ireland.

The Directors have considered the issue of control and have determined that the control of the Company rests with the Board of Directors.

### 18. Contingent liabilities and commitments

There are no contingent liabilities as at 31 May 2021 and 30 November 2020.

### 19. Capital management

The Company obtains funding as and when required from the issue of Loan notes and from income from investments. The Company engages the services of IMI to monitor the daily activities of the Company.