

## BONDHOLDER REPORT

The Issuer has an obligation to provide to the Financial Guarantors, the Bond Trustee and the Bondholders an annual report throughout the Project following the last Practical Completion Date as follows:

OVERVIEW	
Report Issue Date	31/01/2021
Reporting Period	01/03/2020 – 28/02/2021
Project Company	Holyrood Student Accommodation plc
Bonds	£31,505,000 1.9713 per cent. Indexed-linked Guaranteed Secured Bonds due 28 <sup>th</sup> August 2048  £31,505,000 5.533 per cent. Guaranteed Secured Bonds due 28 <sup>th</sup> August 2048
Current Outstanding Amount (as at Aug 20)	£62,369,503.36
Project Phase	Operations

RATINGS	S&P	Moody's
Wrapped rating	AA	A2
Outlook	Stable	Stable
Underlying rating	BBB	Baa2
Outlook	Negative	Stable
Most recent rating report	19 <sup>th</sup> February 2020 15 <sup>th</sup> January 2021 (revised outlook negative for SA projects)	26 <sup>th</sup> October 2020

COMPLIANCE CERTIFICATION
<ul style="list-style-type: none"> <li>• There is no: <ul style="list-style-type: none"> <li>Ø Event of Default or Potential Event of Default</li> <li>Ø Trigger Event</li> </ul> </li> <li>• All repeated representations &amp; warranties are correct</li> <li>• ProjectCo, Issuer, HoldCo and IntermediateCo are compliant with all covenants</li> <li>• ProjectCo, Issuer, HoldCo and IntermediateCo are solvent.</li> <li>• No material litigation</li> <li>• No Disputes with the University</li> </ul>

## PROJECT COMPANY OWNERSHIP

- No ownership changes in the period.
- 100% of the shares of Holyrood Student Accommodation Holdings Limited (HoldCo) are held by Holyrood Holdings Limited.
- 80% of the shares of Holyrood Holdings Limited are held by Semperian PPP Investment Partners No 3 Limited.
- 20% of the shares of Holyrood Holdings Limited are held by Education Investment Holdings Limited, a wholly owned subsidiary of Balfour Beatty plc.
- Balfour Beatty continues to provide management services to the project under the terms of the Secondment Agreement between Holyrood Student Accommodation SPV Limited and Balfour Beatty Infrastructure Projects Investments Limited.

## SUMMARY OF PROJECT PERFORMANCE

For the reporting period, provide commentary for relevant topics:

- Key performance indicators:
  1. Summary Financial Results

Scheduled repayments to senior creditors commenced from 31/03/2018. The project is performing above its financial base case. There have been no breaches of the financial covenants.
  2. Number of Rooms nominated by the University

As expected, the University have nominated 100% of the rooms for the academic year 2020/2021
- Penalties & deductions – None.
  - Ø No financial deductions were made by the University and similarly no financial deductions made from the FM Services provider.
  - Ø Service default points remain within prescribed thresholds with no warning notices issued in the period.
- Costs incurred to date on maintenance / lifecycle and relevant changes to maintenance schedule -
  - Ø No significant planned maintenance activity/lifecycle work was undertaken for this period beyond what was scheduled.
  - Ø We have approved expenditure for lifecycle within the 51 week core period beginning September 2020.
  - Ø Any costs to be incurred are expected to be within the budgets outlined in the financial model
  - Ø The minimum required lifecycle reserve balances continue to be forecast to be met from project cashflows.

- Changes to service providers – None
- Material new contracts - None
- Material insurance claims - None
- Variations effected –
  - ∅ Several minor variations were instructed and delivered in the period. All have been reported/approved as required under the Project and Finance Documents.
  - ∅ None were material in the context of the project
- Details of each Applicable Test pursuant to schedule Part 27 (Restrictive Covenant) of the Project Agreement – None relevant at this time in the project
- Any material actions taken / variations effected – None
- Any other material topics as relevant to the project – none
- Any Regulatory News Service (RNS) or other market announcements made during the reporting period – None

#### RESERVE ACCOUNTS

Lifecycle Reserve Account	Fully funded, credit balance of £667,510
Debt Service Reserve Account(s)	Fully funded, credit balance of £1,939,815

#### FINANCIAL RATIOS

Sept 19 – Feb 20 period	Components of Ratio	Ratio	Forecast at Financial Close	Trigger level	Default level
ADSCR – Historic	Operating Cash – £5,181k Debt Service – £2,661k	1.95	1.95	1.70	1.10
ADSCR – Forward-looking	Operating Cash – £5,075 Debt Service - £3,889k	1.30	1.31	1.23	1.10
BLCR	PV of Operating Cash – £97,948 Cash balances excl reserve accounts - £395k Debt O/S – £63,010k	1.55	1.43	1.25	1.10

FINANCIAL RATIOS					
Mar 20 – Aug 20 period	Components of Ratio	Ratio	Forecast at Financial Close	Trigger level	Default level
ADSCR – Historic	Operating Cash – £4,920k Debt Service – £3,315k	1.48	1.48	1.23	1.10
ADSCR – Forward-looking	Operating Cash – £5,501k Debt Service - £3,932k	1.40	1.51	1.23	1.10
BLCR	PV of Operating Cash – £97,994k Cash balances excl reserve accounts - £303k Debt O/S – £63,010k	1.56	1.41	1.25	1.10

FINANCIAL RATIOS					
Full year to August 2020	Components of Ratio	Ratio	Forecast at Financial Close	Trigger level	Default level
Gross Rent Ratio	Revenues – £7,573k Debt Service - £3,371k	2.24	2.77	N/A	1.79

TRANSACTION PARTIES	
Issuer	Holyrood Student Accommodation plc
Construction Contractor	Balfour Beatty Construction Scottish & Southern Limited
FM Services Contractor	Engie Services Limited
Bond Trustee	BNY Mellon Corporate Trustee Services Limited
Security Trustee	BNY Mellon Corporate Trustee Services Limited
Account Bank	Barclays Bank plc
Principal Paying Agent	The Bank of New York Mellon, London Branch
Transaction Legal Advisers	Ashurst LLP

Signature:

*R. J. Edwards*

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Director