

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
(Company Number 328933)

ANNUAL REPORT

FOR THE YEAR ENDED 31 DECEMBER 2012

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
(Company Number 328933)

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PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED

(Company Number 328933)

DIRECTORS' REPORT

Provident Financial Management Services Limited (the company) is a wholly-owned subsidiary of Provident Financial plc which, together with its subsidiaries, forms the Provident Financial group (the group). Provident Financial plc is a public limited company, listed on the London Stock Exchange.

Principal activities and review of business

The principal activity of the company is to provide management services to its subsidiaries within the Consumer Credit Division of Provident Financial plc and to generate dividend income from those investments. During 2012, the company received dividends from subsidiary undertakings of £60.0m from Provident Personal Credit Limited (2011: £65.0m) and £nil from Greenwood Personal Credit Limited (2011: £20.0m).

Both the level of business and the year end financial position were satisfactory and the directors expect that the current trends experienced by the business will continue for the foreseeable future and the company will be able to meet its liabilities as they fall due. Due to the company's net current liability position at the year end, the immediate and ultimate parent undertaking, Provident Financial plc, has confirmed its continued support for the company. The directors believe that the company and group have adequate resources to continue in operational existence for the foreseeable future. Accordingly the financial statements of the company have been prepared on a going concern basis.

A full review of the business, results and future prospects of the Consumer Credit Division is set out in the annual report of Provident Financial plc.

Results

The statement of comprehensive income for the year is set out on page 6. The profit for the year of £40.8m (2011: £73.5m) has been added to reserves.

Dividends

During the year ended 31 December 2012, the directors paid an interim dividend on the ordinary shares of the company of £50.0m (2011: £80.0m), which has been deducted from reserves. The directors recommend a final dividend of £nil (2011: £nil).

Directors

The directors of the company during the year ended 31 December 2012, all of whom were directors for the whole year then ended and to the date of this report, except where stated, were:

P S Crook	Chairman
A C Fisher	
C D Gillespie	
D C Craggs	
J R Gillespie	
S D Shaw	
C E F Taylor	
M Stevens	(Appointed 1 September 2012)
S M Dickins	(Appointed 5 November 2012)
M R Elliott	(Resigned 4 October 2012)
I T Bailey	(Appointed 1 January 2012, resigned 1 February 2013)

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED

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DIRECTORS' REPORT (CONTINUED)

Principal risks and uncertainties and financial risk management

The company participates in the group-wide risk management framework of Provident Financial plc. Details of the group's risk management framework together with the group's principal risks and uncertainties are set out in the annual report of Provident Financial plc.

The financial and capital risk management policies of the company are set out on pages 14 to 15.

Key performance indicators (KPIs)

Provident Financial plc's operations are managed on a divisional basis. For this reason, the company's directors believe that analysis using key performance indicators for the statutory company is not necessary or appropriate for an understanding of the development, performance or position of the company. The development, performance and position of the Consumer Credit Division of Provident Financial plc, which includes the company, is set out in the annual report of Provident Financial plc.

Employee involvement

The company systematically provides employees with information on matters of concern to them, consulting them or their representatives regularly, so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the company and group is encouraged as achieving a common awareness amongst all employees of the financial and economic factors affecting the company and group plays a major role in maintaining its competitive position. The company encourages the involvement of employees by means of newsletters, weekly performance updates, regular management team briefings, staff meetings and conferences including trade union meetings. A Save As You Earn (SAYE) share option scheme is operated by the group to reinforce staff involvement in the group and to encourage an interest in its progress. The current scheme is open to all permanent employees of the company with more than six months' service.

Equal opportunities

The company is committed to employment policies, which follow best practice, based on equal opportunities for all employees, irrespective of sex, race, colour, disability or marital status. The company gives full and fair consideration to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the company. If members of staff become disabled, every effort is made by the group to ensure their continued employment, either in the same or an alternative position, with appropriate retraining being given if necessary.

Supplier policy statement

Provident Financial plc and its subsidiaries, including the company, signed up to the Prompt Payment Code during the year. Code signatories undertake to: (i) pay suppliers on time; (ii) give clear guidance to suppliers; and (iii) encourage good practice.

The trade payables figure represents 3 days of purchases (2011: 3 days).

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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DIRECTORS' REPORT (CONTINUED)

Auditor information

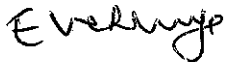
In accordance with section 418 of the Companies Act 2006, each person who is a director at the date of this report confirmed that:

- i) so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- ii) he/she has taken all reasonable steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

During the year, following a rigorous group audit tender process, PricewaterhouseCoopers LLP resigned as auditor and Deloitte LLP were appointed. Deloitte LLP will continue as auditor to the company for the next financial year.

BY ORDER OF THE BOARD



E G Versluys
Company Secretary
Bradford
4 March 2013

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
(Company Number 328933)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

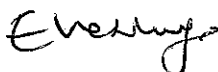
The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

BY ORDER OF THE BOARD



E G Versluys
Company Secretary
Bradford
4 March 2013

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED**

We have audited the financial statements of Provident Financial Management Services Limited for the year ended 31 December 2012 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in shareholders' equity, the statement of cash flows, the statement of accounting policies and the related notes 1 to 23 of the financial statements. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRS) as adopted by the European Union.

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.

Respective responsibilities of directors and auditor

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRS as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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.



Peter Birch (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Manchester, United Kingdom
4 March 2013

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 December	Note	2012 £m	2011 £m
Revenue	1	76.8	70.5
Dividend income		60.0	85.0
Total revenue		136.8	155.5
Finance costs	2	(28.0)	(18.6)
Operating costs		(4.7)	(4.2)
Administrative costs		(69.5)	(63.2)
Total costs		(102.2)	(86.0)
Profit before taxation	3	34.6	69.5
Tax credit	4	6.2	4.0
Profit and total comprehensive income for the year attributable to equity shareholders		40.8	73.5

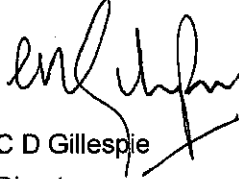
All of the above operations relate to continuing operations.

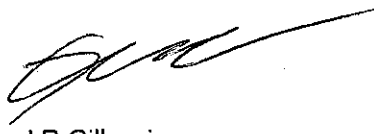
PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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BALANCE SHEET

as at 31 December	Note	2012 £m	2011 £m
ASSETS			
Non-current assets			
Intangible assets	8	10.7	13.5
Property, plant and equipment	9	6.6	8.7
Investments in subsidiaries	10	800.3	800.3
Deferred tax assets	14	2.2	1.5
		819.8	824.0
Current assets			
Financial assets:			
- trade and other receivables	12	95.0	97.6
Current tax assets		5.0	2.6
		100.0	100.2
Total assets		919.8	924.2
LIABILITIES			
Current liabilities			
Financial liabilities:			
- bank and other borrowings	15	(0.1)	-
- trade and other payables	16	(216.0)	(212.2)
		(216.1)	(212.2)
Non-current liabilities			
Financial liabilities:			
- trade and other payables	16	(438.2)	(438.3)
		(438.2)	(438.3)
Total liabilities		(654.3)	(650.5)
NET ASSETS		265.5	273.7
SHAREHOLDERS' EQUITY			
Share capital	17	257.8	257.8
Share based payment reserve		2.9	2.8
Retained earnings		4.8	13.1
TOTAL SHAREHOLDERS' EQUITY		265.5	273.7

The financial statements on pages 6 to 28 were approved by the board of directors on 4 March 2013 and signed on its behalf by:


C D Gillespie
Director


J R Gillespie
Director

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	Note	Share capital £m	Share-based payment reserve £m	Retained earnings £m	Total £m
At 1 January 2011		257.8	2.5	18.5	278.8
Profit and total comprehensive income for the year		-	-	73.5	73.5
Transaction with owners:					
- share-based payment charge	18	-	1.4	-	1.4
- transfer of share-based payment reserve		-	(1.1)	1.1	-
- dividends	5	-	-	(80.0)	(80.0)
At 31 December 2011		257.8	2.8	13.1	273.7
At 1 January 2012		257.8	2.8	13.1	273.7
Profit and total comprehensive income for the year		-	-	40.8	40.8
Transactions with owners:					
- share-based payment charge	18	-	1.0	-	1.0
- transfer of share-based payment reserve		-	(0.9)	0.9	-
- dividends	5	-	-	(50.0)	(50.0)
At 31 December 2012		257.8	2.9	4.8	265.5

STATEMENT OF CASH FLOWS

	Note	2012 £m	2011 £m
for the year ended 31 December			
Cash flows from operating activities			
Cash generated from operations	22	82.2	101.5
Finance costs paid		(28.0)	(18.6)
Net cash generated from operating activities		54.2	82.9
Cash flows from investing activities			
Purchase of intangible assets	8	(1.4)	(1.1)
Purchase of property, plant and equipment	9	(3.2)	(2.4)
Proceeds from disposal of property, plant and equipment	9	0.3	0.6
Net cash used in investing activities		(4.3)	(2.9)
Cash flows from financing activities			
Dividends paid to company shareholder	5	(50.0)	(80.0)
Net cash used in financing activities		(50.0)	(80.0)
Net decrease in cash, cash equivalents and overdrafts		(0.1)	-
Cash, cash equivalents and overdrafts at beginning of year		-	-
Cash, cash equivalents and overdrafts at end of year		(0.1)	-
Cash, cash equivalents and overdrafts at end of year comprise:			
Overdrafts (held in bank and other borrowings)		(0.1)	-
Total cash, cash equivalents and overdrafts		(0.1)	-

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED

(Company Number 328933)

STATEMENT OF ACCOUNTING POLICIES

General information

The company is a limited liability company incorporated and domiciled in the UK. The address of its registered office is No. 1 Godwin Street, Bradford, BD1 2SU.

The principal activities of the company are to provide management services and related activities to the other companies that form part of the Consumer Credit Division of Provident Financial plc.

Basis of preparation

The financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) adopted for use in the European Union (EU), International Financial Reporting Interpretations Committee (IFRIC) interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared on a going concern basis under the historical cost convention, as modified by the revaluation of derivative financial instruments to fair value. In preparing the financial statements, the directors are required to use certain critical accounting estimates and are required to exercise judgement in the application of the company's accounting policies.

The company's accounting policies are chosen by the directors to ensure that the financial statements present a true and fair view. In accordance with section 400 of the Companies Act 2006 consolidated accounts are not presented since the company is a wholly owned subsidiary undertaking of Provident Financial plc, a company incorporated in the United Kingdom.

Principal accounting policies

The company's principal accounting policies under IFRS, which have been consistently applied to all the years presented unless otherwise stated, are set out below.

The following new standards, amendments to standards and interpretations are mandatory and were applied by the company for the first time in the financial year commencing 1 January 2012:

(a) New and amended standards adopted by the company:

There are no IFRSs or IFRIC interpretations that are effective for the first time for the financial year beginning on or after 1 January 2012 that have had a material impact on the company.

(b) New standards, amendments and interpretations issued but not effective for the financial year beginning 1 January 2012 and not early adopted:

IFRS 9, 'Financial instruments', addresses the classification, measurement and recognition of financial assets and financial liabilities. IFRS 9 was issued in November 2009 and updated in October 2010. It replaces the parts of IAS 39 that relate to the classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories: those measured at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, that part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The company is in the process of assessing the updates to IFRS 9, both those which have been issued and those aspects relating to hedge accounting and impairment which will be issued in due course. The company will adopt IFRS 9 in its entirety no later than the accounting period beginning on or after 1 January 2015, subject to endorsement by the EU.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

Principal accounting policies (continued)

IFRS 13, 'Fair value measurement', aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs. The requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within IFRS. IFRS 13 will be adopted during the accounting period beginning on 1 January 2013 and will not have a material impact on the company.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the company.

Revenue

Revenue comprises income from the provision of management services and related activities to other group companies which is recognised on an accruals basis.

Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established, provided that it is probable that the economic benefits will flow and the amount of revenue can be measured reliably. Dividend income is recognised in the income statement within revenue.

Finance costs

Finance costs principally comprise the interest on intra-group loan arrangements, and are recognised on an effective interest rate basis.

Intangible assets

Intangible assets, which comprise computer software and computer software development costs, represent the costs incurred to acquire or develop the specific software and bring it into use. These are valued at cost less subsequent amortisation.

Directly attributable costs associated with the development of software that will generate future economic benefits are capitalised as an intangible asset. Directly attributable costs include the cost of software development employees and an appropriate portion of relevant directly attributable overheads.

Computer software is amortised on a straight-line basis over its estimated useful economic life which is generally estimated to be between five and ten years.

The residual values and economic lives of intangible assets are reviewed by management at each balance sheet date.

Amortisation is charged to the income statement as part of administrative costs.

Investments in subsidiaries

Investments in subsidiaries are stated at cost less, where appropriate, provisions for impairment. Impairment is calculated by comparing the carrying value of the investment to the higher of the net asset value of the relevant subsidiary or its discounted expected future cash flows.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

Property, plant and equipment

Property, plant and equipment is shown at cost less subsequent depreciation and impairment.

Cost represents invoiced cost plus any other costs that are directly attributable to the acquisition of the items. Repairs and maintenance costs are expensed as incurred.

Depreciation is calculated to write down assets to their estimated realisable value over their useful economic lives. The following are the principal bases used:

	%	Method
Equipment (including computer hardware)	10 to 33.3	Straight line
Motor vehicles	25	Reducing balance

The residual values and useful economic lives of all assets are reviewed, and adjusted if appropriate, at each balance sheet date.

All items of property, plant and equipment are tested for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying value exceeds the higher of the asset's value in use or its fair value less costs to sell.

Gains and losses on disposal of property, plant and equipment are determined by comparing any proceeds with the carrying amount of the asset and are recognised within administrative costs in the income statement.

Depreciation is charged to the income statement as part of administrative costs.

Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. All current leases held are operating leases. Costs in respect of operating leases are charged to the income statement on a straight line basis over the lease term.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand. Bank overdrafts are presented in current liabilities to the extent that there is no right of offset with cash balances.

Borrowings

Borrowings are recognised initially at fair value, being their issue proceeds net of any transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between proceeds net of transaction costs and the redemption value is recognised in the income statement over the expected life of the borrowings using the effective interest rate.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Dividends

Dividend distributions to the company's shareholder are recognised in the financial statements when approved by the company's board of directors.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
(Company Number 328933)

STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

Retirement benefits

Defined benefit pension schemes:

The company participates in the Provident Financial Staff Pension Scheme, a multi-employer scheme, sponsored by Provident Financial plc. As there is no contractual agreement for charging the company a portion of the defined benefit costs of the plan as a whole, the company recognises their cash contributions on an accruals basis.

Defined contribution pension schemes:

Cash contributions to defined contribution pension schemes are charged to the income statement on an accruals basis.

Share-based payments

Provident Financial plc grants options to the company's employee's under group employee savings-related share option schemes (typically referred to as Save As You Earn schemes (SAYE)) and makes awards under the Performance Share Plan (PSP) and the Long Term Incentive Scheme (LTIS). All of the schemes are equity-settled.

The cost of providing options and awards to the company's employees is charged to the income statement of the company over the vesting period of the related options and awards. The corresponding credit is made to a share-based payment reserve within equity.

The cost of options and awards is based on fair value. For PSP awards, the performance conditions are based on earnings per share (EPS). Accordingly, the fair value of options and awards is determined using a binomial option pricing model which is a suitable model for valuing options with internal related targets such as EPS. A binomial model is also used for calculating the fair value of SAYE options which have no performance conditions attached. The value of the charge is adjusted at each balance sheet date to reflect lapses and expected and actual levels of vesting, with a corresponding adjustment to the share-based payment reserve.

For the LTIS awards prior to 2009, performance conditions were based on Total Shareholder Return (TSR). Accordingly, the fair value of awards was determined using a Monte Carlo option pricing model as this is the most appropriate model for valuing options with external related targets such as TSR. For the LTIS schemes from 2009 onwards, performance conditions are based on a combination of both EPS and TSR targets. Accordingly, the fair value of awards is determined using a combination of the binomial and Monte Carlo option pricing models. The value of the charge is adjusted at each balance sheet date to reflect lapses. Where the Monte Carlo option pricing model is used to determine fair value, no adjustment is made to reflect expected and actual levels of vesting as the probability of the awards vesting is taken into account in the initial calculation of the fair value of the awards.

A transfer is made from the share-based payment reserve to retained earnings on vesting or when options and awards lapse.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

Taxation

The tax credit represents the sum of current and deferred tax. Current tax is calculated based on taxable profit for the year using tax rates that have been enacted or substantially enacted by the balance sheet date. Taxable profit differs from profit before taxation 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 never taxable or deductible.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax is also provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference is controlled by the company and it is probable that the temporary difference will not reverse in the future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

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 income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
(Company number 328933)

FINANCIAL AND CAPITAL RISK MANAGEMENT

Provident Financial Management Services Limited (the company) is a wholly-owned subsidiary of Provident Financial plc which, together with its subsidiaries, forms the Provident Financial group (the group).

The overall group internal control and risk management framework is the responsibility of the group Board with certain responsibilities in respect of internal control and risk management being delegated to various sub-committees who report directly to the Board. An overview of the group's risk management framework can be found in the annual report of Provident Financial plc.

The group operates with a centralised treasury function and therefore the funding requirements of the company are met wholly or partially via funding from Provident Financial plc or one of its subsidiaries. In addition, the allocation of capital is managed on a group basis by the centralised treasury function. Accordingly, it is inappropriate to consider the management of liquidity risk, interest rate risk, market risk and capital risk on a stand-alone company basis.

(a) Liquidity risk

Liquidity risk is the risk that the group will have insufficient liquid resources available to fulfil its operational plans and/or to meet its financial obligations as they fall due.

Liquidity risk is managed by the group's centralised treasury department through daily monitoring of expected cash flows in accordance with a board approved group funding and liquidity policy. This process is monitored regularly by the group treasury committee.

The group's funding and liquidity policy is designed to ensure that the group is able to continue to fund the growth of the business. The group therefore maintains committed borrowing facilities and access to retail deposit funding to meet forecast borrowing requirements, including contractual maturities, at all times for at least the following 12 months. As at 31 December 2012, the group's committed borrowing facilities had a weighted average maturity of 3.7 years (2011: 3.5 years) and the headroom on these committed facilities amounted to £191.9m (2011: £288.1m).

The group is less exposed than other mainstream lenders to liquidity risk as the loans issued by the Consumer Credit Division, the group's largest business, are of short-term duration (typically around one year) whereas the group's borrowings extend over a number of years.

A maturity analysis of the undiscounted contractual cash flows of the group's bank and other borrowings, including derivative financial instruments settled on a net and gross basis, is set out in the annual report of Provident Financial plc.

(b) Interest rate risk

Interest rate risk is the risk of a change in external interest rates which leads to an increase in the company's cost of borrowing.

The group's exposure to movements in interest rates is managed by the treasury committee and is governed by a board approved interest rate hedging policy which forms part of the group's treasury policies.

The group seeks to limit the net exposure to changes in sterling interest rates. This is achieved through a combination of issuing fixed-rate debt and by the use of derivative financial instruments such as interest rate swaps.

A 2% movement in the interest rate applied to borrowings during 2012 and 2011 would not have had a material impact on the group's profit before taxation or equity as the group's interest rate risk was substantially hedged. Further details of the interest rate risk management are detailed within the annual report of Provident Financial plc.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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FINANCIAL AND CAPITAL RISK MANAGEMENT (CONTINUED)

(c) Market risk

Market risk is the risk of loss due to adverse market movements caused by active trading positions taken in interest rates, foreign exchange markets, bonds and equities. The group's policies do not permit it or the group to undertake position taking or trading books of this type and therefore it does not do so.

(d) Capital risk

Capital risk is managed by the group's centralised treasury department. The group manages capital risk by focussing on capital efficiency and effective risk management. This aims to maintain sufficient, but not excessive, financial strength, optimise the debt to equity structure of the company and support dividend payments to the parent. This takes into account the requirements of a variety of different stakeholders including shareholders, policyholders, regulators and rating agencies. A more detailed explanation of the management of capital risk can be found in the annual report of Provident Financial plc.

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1 Revenue	2012	2011
	£m	£m
Provision of management services	76.8	70.5
2 Finance costs	2012	2011
	£m	£m
Interest payable to other group undertakings	28.0	18.6
3 Profit before taxation	2012	2011
	£m	£m
Profit before taxation is stated after charging:		
Amortisation of other intangible assets:		
- computer software (note 8)	4.2	6.8
Depreciation of property, plant and equipment (note 9)	5.0	3.8
Loss on disposal of property, plant and equipment (note 9)	-	0.1
Operating lease rentals:		
- property	5.6	4.9
Employment costs (note 7(b))	28.5	27.9

Auditor's remuneration payable to Deloitte LLP in respect of the audit of the company's financial statements totalled £49,000 (2011: £nil). Auditor's remuneration payable to PricewaterhouseCoopers LLP in respect of the audit of the company's financial statements totalled £10,000 (2011: £67,000).

4 Tax credit	2012	2011
	£m	£m
Tax credit in the income statement		
Current tax		
- current year	5.0	2.6
- prior year	0.5	0.4
Deferred tax (note 14) - current year		
- prior year	(0.3)	(0.3)
Impact of change in UK tax rate	(0.2)	(0.1)
Total tax credit	6.2	4.0

The standard rate of UK corporation tax reduced from 26% to 24% with effect from 1 April 2012 and will reduce from 24% to 23% with effect from 1 April 2013.

As a result of the change in UK corporation tax rates deferred tax balances have been re-measured. Deferred tax has been measured at a tax rate of 23% (2011: 25%) on the basis the deferred tax all relates to temporary differences which are expected to reverse after 1 April 2013 (2011: 1 April 2012).

A tax charge of £0.2m in 2012 (2011: £0.1m) represents the income statement adjustment to deferred tax as a result of this change.

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4 Tax credit (continued)

The rate of tax charged on the profit before taxation for the year is lower than (2011: lower than) the average standard rate of corporation tax in the UK of 24.5% (2011: 26.5%). This can be reconciled as follows:

	2012 £m	2011 £m
Profit before taxation	34.6	69.5
Profit before taxation multiplied by the average standard rate of corporation tax in the UK of 24.5% (2011: 26.5%)	(8.5)	(18.4)
Effects of:		
- expenses not deductible for tax purposes net of non-taxable income	14.7	22.4
- adjustment in respect of prior years	0.2	0.1
- impact of change in UK tax rate	(0.2)	(0.1)
Total tax credit	6.2	4.0

The non-taxable income relates to dividend income of £60.0m (2011: £85.0m) from subsidiary undertakings which results in a tax credit of £14.7m (2011: £22.4m).

5 Dividends

	2012 £m	2011 £m
2011 interim - 31.0p per share	-	80.0
2012 interim - 19.4p per share	50.0	-
Dividends paid	50.0	80.0

6 Directors' remuneration

The remuneration of the directors, who are the key management personnel of the company, is set out below:

	2012 £m	2011 £m
Short-term employee benefits	2.1	1.8
Post-employment benefits	0.7	0.2
Share-based payment charge	0.6	0.6
Total	3.4	2.6

The directors' emoluments disclosed above exclude the emoluments of P S Crook, A C Fisher and C D Gillespie, which are paid by the ultimate parent company, Provident Financial plc, and recharged to Provident Financial Management Services Limited, as part of a management charge. This management charge, which in 2012 amounted to £6.7m (2011: £6.1m), also includes a recharge of administrative costs borne by the parent company on behalf of the company and it is not possible to identify separately the amount of P S Crook, A C Fisher and C D Gillespie's emoluments. The emoluments of these directors are disclosed in the annual report of Provident Financial plc.

Retirement benefits accrue to six directors under a defined benefit scheme (2011: six) and four directors under a money purchase scheme (2011: two). Nine directors are entitled to shares under the Provident Financial plc share incentive schemes (2011: eight). During the year eight directors exercised share options/awards under share incentive schemes (2011: eight).

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6 Directors' remuneration (continued)

Fees and other emoluments of the highest paid director are as follows:

	2012	2011
	£m	£m
Short-term employee benefits	0.5	0.4
Post-employment benefits	0.1	0.1
Share-based payment charge	0.1	0.2
Total	0.7	0.7

The above director accrued £nil of benefits under a defined benefit pension arrangement during the year (2011: £nil). The above director exercised share options/awards during the year and received shares under share incentive schemes.

7 Employee information

(a) The average monthly number of persons employed by the company (including directors) was as follows:

	2012	2011
	Number	Number
Business risk	90	89
Commercial	6	6
Directors and administrative support	11	10
Finance, IT and central services	233	229
Human resources	71	70
Support services	249	263
Value management	47	47
Total	707	714
Analysed as:		
Full time	607	622
Part time	100	92
Total	707	714

(b) Employment costs – all employees (including directors)

	2012	2011
	£m	£m
Aggregate gross wages and salaries paid to the company's employees	21.7	20.9
Employer's National Insurance contributions	2.7	2.6
Pension charge (note 13)	3.1	3.0
Share-based payment charge (note 18)	1.0	1.4
Total	28.5	27.9

The pension charge comprises contributions to the defined benefit and stakeholder pension plan (see note 13).

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

8 Intangible assets

	Computer software	
	2012	2011
	£m	£m
Cost		
At 1 January	48.4	48.2
Additions	1.4	1.1
Disposals	(0.1)	(0.9)
At 31 December	49.7	48.4
Accumulated amortisation		
At 1 January	34.9	29.0
Charged to the income statement	4.2	6.8
Disposals	(0.1)	(0.9)
At 31 December	39.0	34.9
Net book value at 31 December	10.7	13.5
Net book value at 1 January	13.5	19.2

Other intangible assets represent purchased and internally developed software. The largest component of intangible assets is the internally developed field operating system which has a net book value of £6.5m (2011: £7.9m) and a remaining amortisation period of 5 years (2011: 6 years).

9 Property, plant and equipment

	Equipment and vehicles	
	2012	2011
	£m	£m
Cost		
At 1 January	24.5	40.0
Additions	3.2	2.4
Disposals	(2.7)	(17.9)
Transfer to group undertakings	(0.1)	-
At 31 December	24.9	24.5
Accumulated depreciation		
At 1 January	15.8	29.2
Charged to the income statement	5.0	3.8
Disposals	(2.4)	(17.2)
Transfer to group undertakings	(0.1)	-
At 31 December	18.3	15.8
Net book value at 31 December	6.6	8.7
Net book value at 1 January	8.7	10.8

The loss on disposal of property, plant and equipment in 2012 amounted to £nil (2011: £0.1m) and represented proceeds received of £0.3m (2011: £0.6m) less the net book value of disposals of £0.3m (2011: £0.7m).

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10 Investments in subsidiaries

	2012	2011
	£m	£m
Cost and net book value	800.3	800.3
Investments in subsidiary companies	800.3	800.3

The directors consider the value of investments to be supported by their underlying assets.

The following are the subsidiary undertakings which, in the opinion of the directors, principally affect the profit or assets of the company.

Company	Activity	Country of incorporation or registration	Class of capital	% holding
Provident Personal Credit Limited	Financial Services	England	Ordinary	100
Greenwood Personal Credit Limited	Financial Services	England	Ordinary	100

The above companies operate principally in their country of incorporation or registration.

11 Financial instruments

The following table sets out the carrying value of the company's financial assets and liabilities in accordance with the categories of financial instruments set out in IAS 39. Assets and liabilities outside the scope of IAS 39 are shown within non-financial assets/liabilities:

	2012			
	Loans and receivables	Amortised cost	Non-financial assets	Total
	£m	£m	£m	£m
Assets				
Investments in subsidiaries	-	-	800.3	800.3
Trade and other receivables	95.0	-	-	95.0
Property, plant and equipment	-	-	6.6	6.6
Intangible assets	-	-	10.7	10.7
Deferred tax assets	-	-	2.2	2.2
Current tax asset	-	-	5.0	5.0
Total assets	95.0	-	824.8	919.8
Liabilities				
Bank and other borrowings	-	(0.1)	-	(0.1)
Trade and other payables	-	(654.2)	-	(654.2)
Total liabilities	-	(654.3)	-	(654.3)

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11 Financial instruments (continued)

	2011			
	Loans and receivables	Amortised cost	Non-financial assets	Total
	£m	£m	£m	£m
Assets				
Investments in subsidiaries	-	-	800.3	800.3
Trade and other receivables	97.6	-	-	97.6
Property, plant and equipment	-	-	8.7	8.7
Intangible assets	-	-	13.5	13.5
Deferred tax assets	-	-	1.5	1.5
Current tax asset	-	-	2.6	2.6
Total assets	97.6	-	826.6	924.2
Liabilities				
Trade and other payables	-	(650.5)	-	(650.5)
Total liabilities	-	(650.5)	-	(650.5)

12 Trade and other receivables

	2012	2011
	£m	£m
Current assets		
Other receivables	-	0.4
Amounts owed by ultimate parent undertaking	82.0	72.5
Amounts owed by subsidiary undertakings	10.0	22.4
Amounts owed by fellow subsidiary undertakings	0.1	-
Prepayments and accrued income	2.9	2.3
Total	95.0	97.6

There are no amounts past due in respect of trade and other receivables due in less than one year (2011: £nil).

Amounts owed by the ultimate parent, subsidiary and fellow subsidiary undertakings are unsecured, repayable on demand and generally accrue interest at rates linked to LIBOR.

The maximum exposure to credit risk of trade and other receivables is the carrying value of each class of receivable set out above (2011: carrying value). There is no collateral held in respect of trade and other receivables (2011: £nil). The fair value of trade and other receivables equates to their book value (2011: fair value equated to book value).

13 Retirement benefits

The company's employees participate in both defined benefit and defined contribution pension schemes.

(a) Pension schemes - defined benefit

In order to provide its employees with a defined benefit pension, the company participates in the Provident Financial Staff Pension Scheme. The scheme has been substantially closed to new members since 1 January 2003. Following a full group review of pension scheme arrangements, from 1 April 2006 members were provided with a choice of paying higher member contributions to continue accruing benefits based on final salary or paying a lower member contribution and accruing benefits based on a percentage of salary which would be revalued each year. For members that switched to paying lower member contributions, the benefits accrued before they switched would retain a link to their final salary at retirement.

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13 Retirement benefits (continued)

During 2012, the group further reviewed its pension arrangements and from 31 December 2012 the link to final salary at retirement will no longer apply. Furthermore, no future final salary benefits will accrue, with all members now accruing benefits based on a percentage of salary that is revalued each year. As a result of this change, the past accrued final salary benefits will increase in the future in line with statutory revaluations (now linked to CPI inflation), rather than in line with future salary increases.

The scheme is a multi-employer scheme, sponsored by Provident Financial plc and, although the company participates in the scheme, there is no contractual agreement for charging the company a portion of the defined benefit costs of the plan as a whole. In accordance with IAS 19, 'Employee benefits', the company recognises the contributions payable in respect of its current employees in its individual financial statements, similar to the treatment of a defined contribution scheme. In 2012 these contributions amounted to £2.1m (2011: £2.1m). The expected contributions to the defined benefit pension scheme in the year ending 31 December 2013 are approximately £3.4m.

In accordance with IAS19, the sponsoring company, Provident Financial plc, and the consolidated group, recognises the defined benefit cost and the retirement benefit asset in respect of the Provident Financial Staff Pension Scheme.

The retirement benefit asset reflects the difference between the present value of the group's obligation to current and past employees to provide a defined benefit pension and the fair value of assets held to meet that obligation. As at 31 December 2012, the fair value of the assets exceeded the obligation and hence a net pension asset has been recorded in the group's financial statements.

In participating in a defined benefit pension scheme, the group exposes itself to the risk that there may be insufficient assets to meet the liabilities as they fall due either as a result of the volatility in equity markets and corporate bond yields or as a result of improving mortality rates. The group has mitigated this risk by closing the scheme to new members in favour of cash balance and defined contribution schemes and putting in place an investment strategy which aims to maintain an appropriate balance of assets between equities and bonds. In participating in the defined benefit scheme, the company also exposes itself to the risk that future cash contributions may fluctuate dependent on the funding surplus/deficit of the scheme as well as fluctuations in the schemes expenses.

The most recent actuarial valuation of the scheme was carried out as at 1 June 2009 by a qualified independent actuary. A valuation as at 1 June 2012 is currently in progress but is not yet finalised. The valuation used for the purposes of IAS 19 'Employee benefits' has been based on the preliminary results of the 2012 valuation, updated by the actuary to take account of the requirements of IAS 19 in order to assess the liabilities of the scheme as at the balance sheet date. Scheme assets are stated at fair value as at the balance sheet date.

The retirement benefit asset disclosures relating to the group as a whole, as disclosed in the financial statements of Provident Financial plc, are shown below.

The net retirement benefit asset recognised in the balance sheet of the group is as follows:

	Group			
	2012		2011	
	£m	%	£m	%
Equities	249.2	44	218.4	42
Corporate bonds	187.4	33	173.9	33
Fixed interest gilts	-	-	28.4	5
Index-linked gilts	103.9	18	103.2	20
Cash and money market funds	30.2	5	1.1	-
Total fair value of scheme assets	570.7	100	525.0	100
Present value of funded defined benefit obligations	(547.7)		(511.5)	
Net retirement benefit asset recognised in the balance sheet	23.0		13.5	

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

13 Retirement benefits (continued)

Movements in the fair value of scheme assets were as follows:

	Group	
	2012	2011
	£m	£m
Fair value of scheme assets at 1 January	525.0	514.1
Expected return on scheme assets	27.5	32.0
Actuarial movement on scheme assets	23.4	(18.4)
Contributions by the group	10.1	10.0
Net benefits paid out	(15.3)	(12.7)
Fair value of scheme assets at 31 December	570.7	525.0

Movements in the present value of the defined benefit obligation were as follows:

	Group	
	2012	2011
	£m	£m
Present value of defined benefit obligation at 1 January	(511.5)	(473.1)
Current service cost	(6.8)	(7.0)
Interest cost	(24.9)	(25.4)
Curtailement credit	17.7	-
Actuarial movement on scheme liabilities	(37.5)	(18.7)
Net benefits paid out	15.3	12.7
Present value of defined benefit obligation at 31 December	(547.7)	(511.5)

The principal actuarial assumptions used at the balance sheet date were as follows:

	Group	
	2012	2011
	%	%
Price inflation	3.00	3.00
Rate of increase in pensionable salaries	-	4.00
Rate of increase to pensions in payment	2.80	3.00
Inflationary increase to pensions in deferment	2.25	2.00
Discount rate	4.50	4.90
Long-term rate of return		
- equities	7.20	7.50
- bonds	4.50	4.90
- fixed interest gilts	-	2.50
- index-linked gilts	3.00	2.50
- cash and money market funds	2.50	2.50
- overall (weighted average)	5.30	5.40

(b) Pension schemes - defined contribution

The group operates a stakeholder pension plan into which the company contributes a proportion of pensionable earnings of the member (typically ranging between 5.1% and 10.6%) dependent on the proportion of pensionable earnings contributed by the member through a salary sacrifice (typically ranging between 3.0% and 8.0%). The pension charge in the company's income statement represents contributions payable by the company in respect of the plan and amounted to £1.0m for the year ended 31 December 2012 (2011: £1.0m). No contributions were payable to the fund at the year end (2011: £nil).

The company made no contributions to personal pension plans in the year (2011: £nil).

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14 Deferred tax

Deferred tax is calculated in full on temporary differences under the balance sheet liability method. As a result of the change in UK corporation tax rates effective from 1 April 2013, deferred tax balances have been re-measured. Deferred tax has been measured at a tax rate of 23% (2011: 25%) on the basis the deferred tax all relates to temporary differences expected to reverse after 1 April 2013 (2011: 1 April 2012). The movement in the deferred tax asset during the year can be analysed as follows:

	2012	2011
	£m	£m
Asset		
At 1 January	1.5	0.5
Credit to the income statement (note 4)	0.9	1.1
Impact of change in UK tax rate:		
- charge to the income statement	(0.2)	(0.1)
At 31 December	2.2	1.5

An analysis of the deferred tax asset for the company is set out below:

	2012			2011		
	Accelerated capital allowances	Other temporary differences	Total	Accelerated capital allowances	Other temporary differences	Total
	£m	£m	£m	£m	£m	£m
At 1 January	0.7	0.8	1.5	(0.2)	0.7	0.5
Credit to the income statement	0.9	-	0.9	0.9	0.2	1.1
Impact of change in UK tax rate:						
- charge to the income statement	(0.1)	(0.1)	(0.2)	-	(0.1)	(0.1)
At 31 December	1.5	0.7	2.2	0.7	0.8	1.5

Deferred tax assets have been recognised in respect of all tax losses and other temporary timing differences giving rise to deferred tax assets because it is probable that these assets will be recovered.

15 Bank and other borrowings

Borrowing facilities principally comprise overdrafts which are repayable on demand.

As at 31 December 2012, borrowings amounted to £0.1m (2011: £nil).

16 Trade and other payables

	2012	2011
	£m	£m
Current liabilities		
Trade payables	-	0.1
Amounts owed to subsidiary undertaking	203.1	200.0
Amounts owed to fellow subsidiary undertakings	8.5	8.5
Other payables including taxation and social security	0.9	0.7
Accruals	3.5	2.9
Total	216.0	212.2

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16 Trade and other payables (continued)

The fair value of trade and other payables equates to their book value (2011: fair value equated to book value). The amounts owed to subsidiary and fellow subsidiary undertakings are unsecured, due for repayment in less than one year and accrue interest at rates linked to LIBOR.

	2012	2011
	£m	£m
Non-current liabilities		
Amounts owed to ultimate parent undertaking	438.2	438.3

The amounts owed to the ultimate parent undertaking are secured, due for repayment in more than one year and accrue interest at rates linked to LIBOR.

17 Share capital

		2012		2011	
		Authorised	Issued and fully paid	Authorised	Issued and fully paid
Ordinary shares of 100p each	- £m	272.0	257.8	272.0	257.8
	- number (m)	272.0	257.8	272.0	257.8

There are no shares issued and not fully paid at the end of the year (2011: no shares).

18 Share-based payments

Provident Financial plc operates four share schemes: the Long Term Incentive Scheme (LTIS), employee savings-related share option schemes (typically referred to as Save As You Earn schemes (SAYE)), senior executive share option schemes (ESOS/SESO) and the Performance Share Plan (PSP) where shares in the parent company are available to the employees of the company. During 2012, awards/options have been granted under the LTIS, PSP and SAYE schemes based on the awards/options granted to the company's employees (2011: awards/options granted under the LTIS, PSP and SAYE schemes). The charge to the income statement during the year was £1.0m (2011: £1.4m). The assumptions to consider the appropriate fair values of options are outlined below.

	2012			2011		
	PSP	LTIS	SAYE	PSP	LTIS	SAYE
Grant date	26-Mar-12	26-Mar-12	28-Sep-12	04-Mar-11	04-Mar-11	31-Aug-11
Share price at grant date (£)	11.62	11.62	13.75	9.53	9.53	11.04
Exercise price (£)	-	-	10.56	-	-	8.68
Shares awarded/under option	25,966	94,581	64,459	16,664	206,683	99,672
Vesting period (years)	3	3	3 and 5	3	3	3, 5 and 7
Expected volatility	23.8%	23.8%	24.3% to 30.9%	32.9%	32.9%	29.8% to 32.6%
Award/option life (years)	3	3	Up to 5	3	3	Up to 7
Expected life (years)	3	3	Up to 5	3	3	Up to 7
Risk-free rate	0.65%	0.65%	0.30% to 0.69%	1.86%	1.86%	0.59% to 2.19%
Expected dividends expressed as a dividend yield	n/a	n/a	5.80%	n/a	n/a	7.30%
Fair value per award/option (£)	11.62	7.47	2.18 to 2.51	9.53	6.76	1.79 to 2.04

The expected volatility is based on historical volatility over the last three, five or seven years as applicable. The expected life is the average expected period to exercise. The risk free rate of return is the yield on zero coupon UK government bonds.

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

18 Share-based payments (continued)

A reconciliation of share option movements during the year is shown below:

2012	LTIS		ESOS/ SESO		SAYE		PSP	
	Number	Weighted average exercise price £	Number	Weighted average exercise price £	Number	Weighted average exercise price £	Number	Weighted average exercise price £
Outstanding at 1								
January	549,483	-	10,820	5.77	337,568	7.36	57,778	-
Granted	94,581	-	-	-	64,459	10.56	25,966	-
Lapsed	(123,029)	-	-	-	(13,127)	7.08	-	-
Exercised	(74,763)	-	-	-	(89,749)	6.65	(41,114)	-
Transferred	1,040	-	-	-	25,569	-	-	-
Outstanding at 31								
December	447,312	-	10,820	5.77	324,720	7.81	42,630	-
Exercisable at 31								
December	-	-	10,820	5.77	13,473	6.60	-	-

2011	LTIS		ESOS/ SESO		SAYE		PSP	
	Number	Weighted average exercise price £	Number	Weighted average exercise price £	Number	Weighted average exercise price £	Number	Weighted average exercise price £
Outstanding at 1								
January	469,627	-	30,062	6.08	386,819	6.46	75,252	-
Granted	206,683	-	-	-	99,672	8.68	16,664	-
Lapsed	(84,041)	-	-	-	(27,669)	6.72	-	-
Exercised	(117,748)	-	(19,242)	6.26	(121,254)	5.73	(34,138)	-
Transferred	74,962	-	-	-	-	-	-	-
Outstanding at 31								
December	549,483	-	10,820	5.77	337,568	7.36	57,778	-
Exercisable at 31								
December	-	-	10,820	5.77	85,742	6.03	-	-

No options/awards were granted to the company in respect of the ESOS/SESO schemes (2011: none).

Share awards outstanding under the LTIS scheme at 31 December 2012 had an exercise price of £nil (2011: £nil) and a weighted average remaining contractual life of 1.1 years (2011: 1.2 years). Share options outstanding under the ESOS/SESO schemes at 31 December 2012 had an exercise price of 577p (2011: 577p) and a weighted average remaining contractual life of nil years (2011: nil years). Share options outstanding under the SAYE schemes at 31 December 2012 had a range of exercise prices of 491p to 1,056p (2011: 453p to 868p) and a weighted average remaining contractual life of 2.2 years (2011: 2.7 years). Share awards outstanding under the PSP scheme at 31 December 2012 had an exercise price of £nil (2011: £nil) and a weighted average remaining contractual life of 1.8 years (2011: 0.8 years).

The transfer of options in 2012 and 2011 occurred due to an intercompany transfer between Provident Financial Management Services Limited, Provident Personal Credit Limited and Greenwood Personal Credit Limited. In line with IFRS 2: 'Share-based payment', the charge has remained in the company which benefited from the employee's service.

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

19 Commitments

Commitments under operating leases are as follows:

	2012	2011
	£m	£m
Due within one year	5.5	5.6
Due between one and five years	8.6	8.4
Due in more than five years	2.6	2.8
Total	16.7	16.8

The operating lease commitments are non-cancellable and principally relate to property leases.

Other company commitments are as follows:

	2012	2011
	£m	£m
Capital expenditure commitments contracted with third parties but not provided for at 31 December	0.1	0.1

The capital expenditure commitments contracted with third parties but not provided for relate to property, plant and equipment.

20 Related party transactions

Details of the transactions between the company and other group undertakings, which comprise management recharges and interest charges on intra-group balances, along with any balances outstanding at 31 December are set out below:

	2012			2011		
	Management recharge	Interest charge	Outstanding balance	Management recharge	Interest charge	Outstanding balance
	£m	£m	£m	£m	£m	£m
Ultimate parent undertaking	6.7	13.9	(356.2)	6.2	13.1	(365.8)
Subsidiary undertakings	(75.7)	14.1	(193.1)	(75.6)	5.5	(177.8)
Other group undertakings	-	-	(8.4)	-	-	(8.3)
Total	(69.0)	28.0	(557.7)	(69.4)	18.6	(551.9)

The outstanding balance represents the gross intercompany balance payable to the company.

During 2012, the company received dividends from subsidiary undertakings of £60.0m from Provident Personal Credit Limited (2011: £65.0m) and £nil from Greenwood Personal Credit Limited (2011: £20.0m).

21 Contingent liabilities

The company is a guarantor in respect of: (i) borrowings made by the company's ultimate parent undertaking; and (ii) guarantees given by the company's ultimate parent undertaking in respect of borrowings of certain of its subsidiaries to a maximum of £1,076.7m (2011: £1,201.4m). At 31 December 2012, the borrowings amounted to £871.4m (2011: £903.9m). No loss is expected to arise.

PROVIDENT FINANCIAL MANAGEMENT SERVICES LIMITED
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

22 Reconciliation of profit after taxation to cash generated from operations

	Note	2012 £m	2011 £m
Profit after taxation		40.8	73.5
Adjusted for:			
- tax credit	4	(6.2)	(4.0)
- finance costs	2	28.0	18.6
- share-based payment charge	18	1.0	1.4
- amortisation of intangible assets	8	4.2	6.8
- depreciation of property, plant and equipment	9	5.0	3.8
- loss on disposal of property, plant and equipment	9	-	0.1
Changes in operating assets and liabilities:			
- trade and other receivables		5.7	0.4
- trade and other payables		3.7	0.9
Cash generated from operations		82.2	101.5

23 Parent undertaking and controlling party

The immediate and ultimate parent undertaking and controlling party is Provident Financial plc, a company incorporated in the United Kingdom, which is the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of Provident Financial plc may be obtained from the Company Secretary, Provident Financial plc, No. 1 Godwin Street, Bradford, BD1 2SU.