



Arqiva Holdings Limited

Registered number 03242381

Annual Report and Financial Statements For the year ended 30 June 2021



Arqiva Holdings Limited (03242381)

Annual Reports and Financial Statements – Year ended 30 June 2021

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Strategic report

The Directors, in preparing this Strategic report, have complied with section 414C of the Companies Act 2006.

Business model, environment and strategy

The principal activities of Arqiva Holdings Limited ('the Company') throughout the year have been that of an intermediate holding company within the Arqiva Group Limited ('AGL') group ('the Group'). The Company holds an investment in an operational sub group of companies which it funds via intercompany debt.

Financial position, performance and key performance indicators ('KPIs')

The Company made a profit for the financial year of £1,471,800,000 (2020: £1,379,400,000). The Company has net assets of £4,636,700,000 (2020: £3,164,900,000).

Key performance indicators ('KPIs')

Given the straightforward nature of the Company's activities, the Directors are of the opinion that analysis using KPIs is not necessary for the understanding of the development, performance, or position of the business.

The KPIs of the Group are managed as a whole and are discussed within the annual report and consolidated financial statements of AGL, a copy of which is available from the address in note 19 of these financial statements or the Group's website at www.arqiva.com.

Risk management

Principal risks and uncertainties facing the business

From the perspective of the Company, the principal risks and uncertainties arising from its activities as an intermediate holding company are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Group, which include those of the Company, are discussed within the annual report and consolidated financial statements of AGL, a copy of which is available from the address in note 19 of these financial statements or the Group's website at www.arqiva.com.

Section 172 Statement

The Companies Act 2006 sets out a set of general duties owed by directors to a company, including a list of matters to which the Directors must have regard, which are set out in s.172(1)(a) to (f). During the year, in continuing to exercise their duties the Directors have had regard to these matters, as well as other factors, in considering proposals from the Executive Committee and continuing to govern the Company on behalf of its shareholders.

From the perspective of the Company the s.172 factors are considered as a whole by the Directors across the Group. How these factors have been addressed, are discussed within the annual report and consolidated financial statements of AGL, a copy of which can be obtained from the address in note 19 of these financial statements or the Group's website at www.arqiva.com.

Stakeholder engagement

Throughout the year, the Board has continued to ensure engagement with relevant stakeholders both in day to day business, and as part of key developments.

Future developments and outlook

It is the intention of the Company to continue to hold investments in a group of operating companies, and continue to act as an intermediate holding company.

This report was approved by the Board of Directors on 22 October 2021 and signed on its behalf by:



Mike Parton
Director

Directors' report

The Directors of Arqiva Holdings Limited, registered company number 03242381, ('the Company') submit the following annual report and financial statements ('the financial statements') in respect of the year ended 30 June 2021. The Company's registered office is Crawley Court, Winchester, Hampshire SO21 2QA.

Business review and principal activities

The Company acts as an intermediate holding company within the Arqiva Group Limited ('AGL') group of companies ('the Group'). It holds an investment in a group of operating companies.

Future developments

The future developments of the Company are discussed within the Strategic report on page 2.

Principal risks and uncertainties

Details of the principal risks and uncertainties are included in the Strategic report on page 2.

Financial risk management

The Company's operations expose it to a variety of financial risks that include the effects of changes in credit, liquidity risk and interest rate risk. The Group's overall risk management programme seeks to minimise potential adverse effects as noted below.

Liquidity risk

The Company actively maintains a mixture of long-term and short-term intercompany loans.

Credit risk

The Company is exposed to credit risk to the extent of intercompany balances within the Group. It does not have an external customer base.

Interest rate risk

Intercompany includes a combination of fixed rate and interest free balances.

Dividends and transfers to reserves

The Company has not declared any dividends for the year to 30 June 2021 (2020: £nil). The profit for the financial year of £1,471,800,000 (2020: £1,379,400,000) was transferred to reserves.

Events after the reporting period

There have been no events since the balance sheet date which would have a material impact on the Company and require disclosure within the financial statements.

Going concern

The Company adopts the going concern basis in preparing its financial statements, based on the support from its ultimate parent undertaking, the future cash flow forecasts of the Group and Company and available facilities, which lead the Directors of the Company to be confident that the Company will have adequate resources to continue in operational existence and continue to meet debt and interest payments as they fall due.

The Directors have also taken into account the potential implications of the ongoing impact of Covid-19 and have determined that given there will continue to be demand for services provided by the Group, the Group has a mixed customer base, and that the Group can therefore continue to support the Company as required such that the going concern basis remains appropriate. The Directors have continued to monitor the impact of Covid-19 up until the date of issuance of the financial statements.

Directors

The following persons held office as Directors of the Company during the year and up to the date of signing the financial statements:

- Mike Parton
- Mark Braithwaite
- Christian Seymour
- Nathan Luckey (resigned 4 August 2020, reappointed 1 July 2021)
- Sally Davis
- Neil King
- Martin Healey (resigned 12 January 2021)

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- Mike Darcey
- Peter Adams (alternate)
- Max Fieguth (alternate)
- Frank Dangeard (resigned 1 July 2021)
- Paul Donovan
- Sean West
- Batiste Ogier (appointed 12 January 2021)

Company Secretary

Jeremy Mavor was reappointed as the Company Secretary on 1 July 2021 (previously Rachael Whitaker between 31 March 2021 and 1 July 2021, and Jeremy Mavor prior to 31 March 2021).

Directors' indemnities

The Company has provided an indemnity for its Directors and the Company Secretary, which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006.

Statement of Directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the Annual Report and Financial Statements and the financial statements in accordance with applicable law and regulation.

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

Under Company law, 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 the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are also 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.

Directors' confirmations

In the case of each Director in office at the date the Directors' report is approved:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

On behalf of the Board



Mike Parton
Director
Crawley Court
Winchester
Hampshire
SO21 2QA
22 October 2021

Independent auditors' report to the members of Arqiva Holdings Limited

Report on the audit of the financial statements

Opinion

In our opinion, Arqiva Holdings Limited's financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of financial position as at 30 June 2021; the Income statement and the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the Company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

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

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we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 June 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the Directors for the financial statements

As explained more fully in the Statement of Directors' responsibilities in respect of the financial statements, the Directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the Company and industry, we identified that the principal risks of non-compliance with laws and regulations related to compliance with UK tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries. Audit procedures performed by the engagement team included:

- Discussions with management and Directors, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations or journals posted by unexpected users;
- Reviewing minutes of meetings of those charged with governance;
- As required by ISA 240, incorporating an element of unpredictability into our audit testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Nigel Comello (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

London

22 October 2021

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Income statement

	Note	Year ended 30 June 2021			Year ended 30 June 2020		
		Continuing operations £m	Discontinued operations £m	Total £m	Continuing operations £m	Discontinued operations £m	Total £m
Other income		0.1	-	0.1	0.2	-	0.2
Operating profit	5	0.1	-	0.1	0.2	-	0.2
Finance income	7	262.4	-	262.4	10.1	-	10.1
Finance costs	8	(11.8)	-	(11.8)	(29.5)	-	(29.5)
Dividend income	9	-	-	-	1,390.0	-	1,390.0
Exceptional gain on disposal of investment	10	-	1,273.7	1,273.7	-	-	-
Profit before tax		250.7	1,273.7	1,524.4	1,370.8	-	1,370.8
Tax on profit	11	(52.6)	-	(52.6)	8.6	-	8.6
Profit for the financial year		198.1	1,273.7	1,471.8	1,379.4	-	1,379.4

The Company has no other recognised comprehensive income other than the loss for the financial year stated above and therefore no separate statement of comprehensive income has been presented.

The notes on pages 12 to 21 form part of these financial statements.

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Statement of financial position

	Note	30 June 2021 £m	30 June 2020 £m
Non-current assets			
Investments	12	1,729.0	1,729.0
Other receivables	13	3,094.5	-
		4,823.5	1,729.0
Current assets			
Other receivables	13	0.6	1,644.3
Assets held for sale	14	-	294.5
		0.6	1,938.8
Total assets		4,824.1	3,667.8
Current liabilities			
Other payables	15	(187.4)	(502.9)
		(187.4)	(502.9)
Net current (liabilities) / assets		(186.8)	1,435.9
Net assets		4,636.7	3,164.9
Equity			
Called up share capital	16	1,902.5	1,902.5
Share premium		0.1	0.1
Retained earnings		2,734.1	1,262.3
Total equity		4,636.7	3,164.9

The notes on pages 12 to 21 form part of these financial statements.

The Directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of financial statements.

These financial statements and related notes were approved by the Board of Directors on 22 October 2021 and were signed on its behalf by:



Mike Parton - Director

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Statement of changes in equity

	Called up share capital £m	Share premium £m	(Accumulated losses) / retained earnings £m	Total equity £m
Balance at 1 July 2019	1,902.5	0.1	(117.1)	1,785.5
Profit and total comprehensive income for the financial year	-	-	1,379.4	1,379.4
Balance at 30 June 2020	1,902.5	0.1	1,262.3	3,164.9
Profit and total comprehensive income for the financial year	-	-	1,471.1	1,471.1
Balance at 30 June 2021	1,902.5	0.1	2,734.1	4,636.7

Notes to the financial statements

1 General Information

Arqiva Holdings Limited (the 'Company') is a private company limited by shares incorporated in England and Wales. The registered address of the Company is Crawley Court, Winchester, Hampshire, SO21 2QA.

The nature of the Company's operations and its principal activities are set out in the Strategic report on page 2.

2 Basis of preparation and statement of compliance

The Financial Statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ('FRS 101'). The Company has also early adopted the amendments to FRS 101 which were issued in July 2015. The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The financial statements are prepared on a going concern basis and under the historical cost convention.

New and revised Standards and Interpretations have been adopted in the current year, a list of which can be found in note 2 of the Group financial statements. There is no material impact on the Company. The following disclosure exemptions, as permitted by paragraph 8 of FRS 101, have been taken in these Company financial statements and notes:

IAS 1 Presentation of financial statements	The requirements of paragraphs 10(d), 10(f), 16, 38A, 38B to D, 40A to D, 111 and 134 to 136.
IAS 7 Statement of Cash Flows	All disclosure requirements.
IAS 24 Related Party Disclosures	The requirements of paragraph 17; the requirement to disclose related party transactions entered into between two or more members of a Group, provided that any subsidiary party to the transaction is wholly owned by such a member and key management personnel.
IAS 8 Accounting policies, changes	The requirements of paragraphs 30 and 31.
IFRS 7 Financial Instruments: Disclosures	All disclosure requirements.

Adoption of new Standards

New and revised Standards

The following new and revised Standards and Interpretations have been adopted in the current year. Their adoption has not had any significant impact on the amounts reported in these financial statements.

Amendments to IAS 1 and IAS 8	Definition of Material
Amendments to IFRS 3	Definition of a Business
Amendments to IFRS 9, IAS 39 and IFRS 7	Interest Rate Benchmark Reform
Annual Improvements to IFRS Standards 2018 – 2020 Cycle	Various standards

At the date of authorisation of these financial statements, the Group has not applied the following new and revised IFRS Standards that have been issued but are not yet effective:

Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IFRS 3	Reference to the Conceptual Framework
Improvements to IFRS Standards 2018-2020 Cycle	Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IFRS 16 Leases, and IAS 41 Agriculture

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3 Principal accounting policies

The following accounting policies have been applied consistently in relation to the Company's financial statements:

(a) Exemption from consolidation

The Company is a wholly owned subsidiary of Arqiva Telecoms Investment Limited ('ATIL') and of its ultimate parent AGL, the address of which can be found within note 19. It is included in the consolidated financial statements of AGL, which are publicly available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

These financial statements are separate financial statements.

(b) Going concern

The Company adopts the going concern basis in preparing its financial statements, based on the support from its ultimate parent undertaking, the future cash flow forecasts of the Group and Company and available facilities, which lead the Directors of the Company to be confident that the Company will have adequate resources to continue in operational existence and continue to meet debt and interest payments as they fall due.

The Directors have also taken into account the potential implications of the ongoing impact of Covid-19 and have determined that given there will continue to be demand for services provided by the Group, the Group has a mixed customer base, and that the Group can therefore continue to support the Company as required such that the going concern basis remains appropriate. The Directors have continued to monitor the impact of Covid-19 up until the date of issuance of the financial statements.

(c) Taxation and deferred taxation

The charge for taxation is based on the result for the year and takes into account taxation deferred due to timing differences between the treatment of certain items for taxation and accounting purposes. Deferred taxation is provided fully in respect of all timing differences using the liability method for timing differences where there is an obligation to pay more tax, or a right to pay less tax, in the future. The provision is calculated using the rates expected to be applicable when the asset or liability crystallises, based on current tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

A deferred tax asset is regarded as recoverable and therefore recognised only when it is more likely than not that there will be sufficient taxable profits against which to recover carried forward tax losses and from which the future reversal of timing differences can be deducted. Deferred tax is measured on an undiscounted basis.

(d) Investments

Investments in subsidiaries and associates are shown at cost less provision for impairment.

(e) Other receivables

Other receivables incur interest at a fixed rate of 9.5% per annum and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. Impairment of irrecoverable amounts is based on an expected credit loss model.

(f) Interest

Interest income and expense are accounted for on an accruals basis and comprise amounts receivable and payable on deposits, intercompany balances and loans.

(g) Other payables

Other payables are amounts owed to other Group entities, and are unsecured and repayable on demand, interest is charged at 9.5%.

(h) Exceptional items

Exceptional items are those that are considered to be one-off, non-recurring in nature or so material that the Directors believe that they require separate disclosure to avoid the distortion of underlying performance. Underlying performance is the reported performance excluding significant one-off and non-recurring events that more fairly represents the on-going trading performance of the business. These items are presented separately on the face of the Income Statement.

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(i) Investment held for sale

Disposal investments are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable within the next 12 months. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits and financial assets that are carried at fair value.

A gain or loss on disposal of investments held for sale is recognised within the consolidated income statement representing the consideration received less transaction costs and the carrying value of the disposed of investment held for sale, and deferred income generated in relation to future services.

(k) Dividend income

Dividends received from wholly own subsidiaries are accounted for as income within the financial statements.

4 Critical accounting estimates and judgements

In the application of the Company's accounting policies, which are described in note 3, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

There are no significant judgements or critical accounting estimates impacting these financial statements.

5 Operating profit

The Company has received a management recharge in respect of senior executive management costs within the Group, from a fellow Group company. The management recharge is included within operating expenses within the income statement.

The Company's audit fee for the year of £10,000 (2020: £52,210) was borne by Arqiva Limited, a fellow Group company. There were no non-audit fees in the year.

6 Staff costs and Directors' emoluments

Employees

The Company had no employees during the year (2020: none).

Directors

There are no recharges (2020: £nil) made to the Company in respect of any remuneration for any Directors, as their duties in respect of the Company are incidental to their normal duties on behalf of their employer companies. The Directors are either representatives of the ultimate UK parent undertaking's shareholders or other Group companies and their individual remuneration reflects the services they provide to the Company and other Group companies. It is not possible to make an accurate apportionment of each Director's emoluments in respect of their services to the Company. Accordingly, no emoluments in respect of these Directors services have been disclosed.

7 Finance income

	Year ended 30 June 2021	Year ended 30 June 2020
	£m	£m
Interest receivable from other Group entities	262.4	10.1
Total finance income	262.4	10.1

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8 Finance costs

	Year ended 30 June 2021	Year ended 30 June 2020
	£m	£m
Interest payable to other Group entities	11.8	29.5
Total finance costs	11.8	29.5

9 Dividend income

The Company received the following dividends from a wholly owned subsidiary as a result of a restructuring of the Group:

	Year ended 30 June 2021	Year ended 30 June 2020
Distributing Company	£m	£m
Arqiva Services Ltd	-	1,390.0
Total dividends received	-	1,390.0

10 Exceptional gains

The Company recognises exceptional items which are considered to be one-off and non-recurring in nature or material items which require disclosure by virtue of their size or incidence for the financial statements to give a true and fair view. Further information is disclosed in note 3.

Profit before tax is stated after crediting:

	Year ended 30 June 2021 Continuing operations £m	Year ended 30 June 2021 Discontinued operations £m	Year ended 30 June 2020 Continuing operations £m	Year ended 30 June 2020 Discontinued operations £m
Gain on disposal of investments	-	1,273.7	-	-
Total exceptional items	-	1,273.7	-	-

The gain on disposal of investments relates to the sale of the Company's investment in a directly owned subsidiary on 8 July 2020 which, along with other indirectly owned subsidiaries also disposed of, made up the Group's Telecoms business as disclosed in note 14.

The gain on disposal of investments is not subject to UK Corporation tax as it is exempt under the Substantial Shareholding Exemption.

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11 Tax on profit

	Year ended 30 June 2021	Year ended 30 June 2020
	£m	£m
UK Corporation tax:		
- Current year	47.6	(8.6)
- Prior period adjustment	5.0	-
Total tax charge/(credit) for the year	52.6	(8.6)

UK Corporation tax is calculated at the rate of 19.0% (2020: 19.0%) of the estimated taxable loss for the year. The charge/(credit) for the year can be reconciled to the profit in the income statement as follows:

	Year ended 30 June 2021	Year ended 30 June 2020
	£'000	£'000
Profit before tax	1,524.4	1,370.8
Tax at the UK Corporation tax rate of 19.0% (2020: 19.0%)	289.6	260.5
Income not subject to corporation tax	(242.0)	(269.1)
Adjustments in respect of prior year	5.0	-
Total tax charge/(credit) for the year	52.6	(8.6)

The current year UK corporation tax charge (2020: credit) represents the payment made to (2020: receipt from) other Group companies for the provision of tax losses by way of group relief.

The main rate of UK corporation tax was 19.0% during the year. In the Finance Act 2021 it was enacted that the main rate of UK corporation tax would be increased to 25.0% from 1 April 2023.

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12 Investments

	Investments in subsidiaries £m
Cost	
At 30 June 2020	1,729.0
At 30 June 2021	1,729.0
Provision for impairment	
At 1 July 2020 and 30 June 2021	-
Net book value	
At 30 June 2021	1,729.0
At 30 June 2020	1,729.0

The Directors consider the carrying amount of the Company's investments in its subsidiaries on an annual basis, or more frequently should indicators arise, and believe that the carrying amount of the investments are supported by the underlying trade and net assets.

As detailed in note 14, the Group completed its sale of its telecoms infrastructure and related assets, which included its direct investment in Arqiva Services Ltd and other indirect investments, on 8 July 2020. The investment in ASL had previously been reclassified to assets held for sale in the previous financial year.

The Company's investments are shown below (held indirectly unless stated otherwise):

Company	Country of incorporation	Principal activities	Year end	Percentage of ordinary shares held
ABHL Multiplex Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Muxco Limited	United Kingdom	Transmission services	30-Jun	100%
Arqiva (Scotland) Limited	United Kingdom	Transmission services	30-Jun	100%
Arqiva Aerial Sites Limited	United Kingdom	Management of aerial sites	30-Jun	100% (Sold 8 July 2020)
Arqiva Broadcast Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Communications Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Defined Benefit Pension Plan Trustees Limited	United Kingdom	Pension company	30-Jun	100%
Arqiva Digital Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Finance Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Limited	United Kingdom	Transmission services	30-Jun	100% (held directly)
Arqiva Limited	Ireland	Transmission services	30-Jun	100%
Arqiva Inc.	USA	Satellite transmission services	30-Jun	100%
Arqiva Media Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Mobile Broadcast Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Mobile Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Mobile TV Limited	United Kingdom	Transmission services	30-Jun	100%
Arqiva No. 10 Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva No. 11 Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva No. 2 Limited	United Kingdom	Transmission services	30-Jun	100% (Sold 8 July 2020)
Arqiva No. 3 Limited	United Kingdom	Transmission services	30-Jun	100% (Sold 8 July 2020)
Arqiva No. 4 Limited	United Kingdom	Dormant company	30-Jun	100% (Sold 8 July 2020)

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Company	Country of incorporation	Principal activities	Year end	Percentage of ordinary shares held
Arqiva Pension Trust Limited	United Kingdom	Pension company	31-Mar	100%
Arqiva Pte Limited	Singapore	Satellite transmission services	30-Jun	100%
Arqiva Public Safety Limited	United Kingdom	Transmission services	30-Jun	100%
Arqiva SAS	France	Satellite transmission services	30-Jun	100%
Arqiva Satellite Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Services Limited	United Kingdom	Transmission services	30-Jun	100% (held directly) (sold 8 July 2020)
Arqiva SRL	Italy	Satellite transmission services	30-Jun	100%
Arqiva Telecommunications Asset Development Company Limited	United Kingdom	Dormant company	30-Jun	100% (Sold 8 July 2020)
Arqiva Transmission Limited	United Kingdom	Dormant company	30-Jun	100%
Arqiva Wireless Limited	United Kingdom	Dormant company	30-Jun	100%
Capablue Limited	United Kingdom	Dormant company	30-Jun	100%
Cast Communications Limited	United Kingdom	Dormant company	30-Jun	100%
Connect TV (Scotland) Limited	United Kingdom	Dormant company	30-Jun	100%
Connect TV Limited	United Kingdom	Dormant company	30-Jun	100%
Inmedia Communications (Holdings) Limited	United Kingdom	Dormant company	30-Jun	100%
Inmedia Communications Group Limited	United Kingdom	Dormant company	30-Jun	100%
Inmedia Communications Limited	United Kingdom	Dormant company	30-Jun	100%
J F M G Limited	United Kingdom	Spectrum services	30-Jun	100%
Macropolitan Limited	United Kingdom	Dormant company	30-Jun	100%
NWP Spectrum Holdings Limited	United Kingdom	Holding company	30-Jun	100%
Scanners (Europe) Limited	United Kingdom	Dormant company	30-Jun	100%
Scanners Television Outside Broadcasts Limited	United Kingdom	Dormant company	30-Jun	100%
Selective Media Limited	United Kingdom	Dormant company	30-Jun	100%
Spectrum Interactive (UK) Limited	United Kingdom	Dormant company	30-Jun	100%
Spectrum Interactive GmbH	Germany	Dormant company	30-Jun	100%
Spectrum Interactive Limited	United Kingdom	Holding company	30-Jun	100%

With the following exceptions, the registered office of each of the subsidiary companies listed was Crawley Court, Winchester, Hampshire, SO21 2QA:

Company	Registered office
Arqiva Inc.	c/o The Corporation Trust Company, Corporation Trust Centre, 1209 Orange Street, Wilmington, DE19801, United States of America.
Arqiva Pte Limited	8 Marina Boulevard #05-02, Marina Bay Financial Centre, 018981, Singapore.
Arqiva SAS	Tour Vendome 204, Rond Point du Pont De Sevres, 92100, Boulogne, France.
Arqiva SRL	c/o Studio Bandini & Associati, Via Calabria 32, Rome, Italy.
Arqiva (Ireland) Limited	Unit 9 Willborough, Clonshaugh Industrial Estate, Dublin 17, Co. Dublin, Ireland.
Arqiva (Scotland) Limited	c/o Morton Fraser, Quartermile 2, 2 Lister Square, Edinburgh, EH3 9GL, Scotland.

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In addition to the subsidiary undertakings the Company indirectly holds the following interests in associates and joint ventures:

Company	Country of incorporation	Principal activities	Registered office	Year end	Percentage of ordinary shares held
Joint ventures					
Sound Digital Limited	United Kingdom	Ownership and operation of UK DAB radio multiplex licence	Media House Peterborough Business Park, Lynch Wood, Peterborough, United Kingdom, PE2 6EA	31-Dec	40.0%
YouView TV Limited	United Kingdom	Open source IPTV development	10 Lower Thames Street, Third Floor, London, EC3R 6YT	31-Mar	14.3%
Associate undertakings:					
Muxco Limited	United Kingdom	Bidding for UK DAB digital radio multiplex licences	96a, Curtain Road, London, EC2A 3AA	31-Dec	25.0%
DTT Multiplex Operators Limited	United Kingdom	Transmission services	27 Mortimer Street, London, England, W1T 3JF	31-Mar	25.0%
Digital UK Limited	United Kingdom	Transmission services	27 Mortimer Street, London, England, W1T 3JF	31-Dec	25.0% until exited 28 February 2021
DTV Services Limited	United Kingdom	Freeview market services	2nd Floor 27 Mortimer Street, London, England, W1T 3JF	31-May	20.0% until exited 31 December 2020
UK Digital Radio Limited	United Kingdom	Support delivery of a digital future for radio	55 New Oxford Street, 6 th Floor, London, WC1A 1BS	31-Mar	10.0%

13 Other receivables

	30 June 2021 £m	30 June 2020 £m
Within non-current assets		
Amounts receivable from other Group entities	3,094.5	-
Total non-current receivables	3,094.5	-
Within current assets		
Amounts receivable from other Group entities	0.6	1,644.3
Total current receivables	0.6	1,644.3

Amounts receivable from other Group entities are unsecured and repayable on demand. Interest has been charged at 9.5% on £3,070.2m (2020: £1,148.4m). All other amounts receivable from Group entities are interest free.

During the year management has performed a review of intercompany receivable balances which has resulted in the reclassification of some financial statement items between amounts due within one year and amounts due in more than one year. The reclassification of balances is based on whether there is an intention for the Directors to recall them within 12 months.

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14 Assets held for sale

On 8 October 2019, management committed to a plan for the sale of its telecoms infrastructure and related assets at an enterprise value of circa £2.0bn. Accordingly, the telecoms business is presented as a disposal group held for sale. The process for selling the disposal group completed on 8 July 2020, at which point Arqiva Services Ltd was sold.

	30 June 2021	30 June 2020
	£m	£m
Investments	-	294.5
Assets held for sale	-	294.5

15 Other payables

	30 June 2021	30 June 2020
	£m	£m
Amounts payable to other Group entities	187.4	480.4
Accruals	-	22.5
Total current payables	187.4	502.9

Amounts payable to other Group entities are unsecured and repayable on demand. Interest has been charged at 9.5%.

16 Called up share capital

	30 June 2021	30 June 2020
	£m	£m
Authorised, issued and fully paid:		
1,902,534,934 (2020: 1,902,534,934) of ordinary shares of £1 each	1,902.5	1,902.5

17 Contingent liabilities**Financing commitments**

Under the terms of the Group's external debt facilities, the Group has provided security over substantially all its tangible, intangible and other assets by way of a Whole Business Securitisation ('WBS') structure.

18 Related party disclosures

The Company has applied the provisions within FRS 101 to be exempt from the disclosure of transactions entered into, and balances outstanding, with a Group entity which is wholly owned by another Group entity and key management personnel.

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19 Controlling parties

The Company's immediate parent is Arqiva Telecoms Investment Ltd ('ATIL'). Copies of the ATIL financial statements can be obtained from the Company Secretary at Crawley Court, Winchester, Hampshire, SO21 2QA.

The ultimate UK parent undertaking is AGL which is the parent undertaking of the largest group to consolidate these financial statements. The parent of the smallest group to consolidate these financial statements is Arqiva Group Parent Limited ('AGPL').

Copies of the AGL consolidated financial statements can be obtained from the Company Secretary at Crawley Court, Winchester, Hampshire, SO21 2QA.

AGL is owned by a consortium of shareholders including Canada Pension Plan Investment Board, Macquarie European Infrastructure Fund II, other Macquarie managed funds and minorities. There is no ultimate controlling party of the Company above AGL.