

Registered number: 04337642

ARRIVA INVESTMENTS LIMITED

Annual report and financial statements

For the Year Ended 31 December 2021

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ARRIVA INVESTMENTS LIMITED

Company Information

Directors	I M Jago M D Cooper
Company secretary	H M Seeber
Registered number	04337642
Registered office	1 Admiral Way Doxford Int Business Park Sunderland Tyne & Wear SR3 3XP
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors Level 5 & 6 Central Square South Orchard Street Newcastle upon Tyne NE1 3AZ

ARRIVA INVESTMENTS LIMITED

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ARRIVA INVESTMENTS LIMITED

Strategic report For the Year Ended 31 December 2021

The directors present their Strategic report for the year ended 31 December 2021.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of an investment company.

REVIEW OF BUSINESS

The company's statement of comprehensive income on page 10 shows a loss before tax of £20,157,000 (2020: £341,151,000). The reduction in the loss reflects the fact that there are no impairment charges recognised in 2021 (2020: £320,290,000).

As at the balance sheet date the company had net assets of £861,042,000 (2020: £881,199,000). The reduction in net assets reflects the loss for the year.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the company's strategy are subject to a number of risks. From the perspective of the company, the principal risks and uncertainties and financial risks are integrated with the principal risks and uncertainties and financial risks of Deutsche Bahn AG and are not managed separately. Accordingly, the principal risks and uncertainties and financial risks of Deutsche Bahn AG, which include those of the company, are disclosed in the Deutsche Bahn AG Integrated Report which does not form part of this report.

KEY PERFORMANCE INDICATORS

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

The development, performance and position of Deutsche Bahn AG, which includes the company, are disclosed in the 2022 Deutsche Bahn AG Integrated Report, which does not form part of this report, and can be viewed at <https://ir.deutschebahn.com/en/reports/>

FUTURE DEVELOPMENTS

The company is a wholly owned subsidiary of Deutsche Bahn AG and part of the Arriva group which Deutsche Bahn AG heads. As a public transport operator, the Arriva group has been significantly impacted by the COVID-19 coronavirus pandemic with a resulting impact on passengers, colleagues, and other business stakeholders. The Arriva group has and continues to work closely with both local and national government bodies and transport authorities on support measures to ensure continuation of critical transportation services.

The company is an investment company with investments in subsidiary companies which are operators of passenger transport services. As an investment company, the company has been less directly impacted by the pandemic than other companies in the Arriva group, however it is reliant on dividend income from subsidiaries and group tax relief payments to meet its operational funding requirements.

The company voluntarily participates in a group cash and credit facility pooling arrangement operated by its ultimate parent, Deutsche Bahn AG ('DB'). This is a long standing arrangement operated by DB to manage the liquidity needs of DB group companies, and the company has been a party to this arrangement for several years. The company utilises a DB credit facility under this arrangement, which the directors expect will continue to be utilised over the going concern assessment period to meet the company's operational requirements. Under the arrangement substantially all the company's cash and utilised credit facility balances are swept into the group cash pool at the end of each business day. The company has a negative cash pooling balance at the balance sheet date, and the directors expect the balance to remain negative over the going concern assessment period.

**Strategic report (continued)
For the Year Ended 31 December 2021**

FUTURE DEVELOPMENTS (continued)

The company has net current liabilities of £831,982,000 (2020: £411,846,000) and is currently dependent on the DB credit facility for daily access to the cash flows required to operate and to support the going concern assertion. As the terms of the company's agreement with DB do not provide explicit rights for immediate access to these funds on request and the facility is not formally committed for a specific period of time, and therefore could be withdrawn during the period of 12 months from the date of approval of the financial statements, the directors acknowledge that this indicates the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. However, the directors consider this risk to be highly improbable, as such action would contradict internal group policies and be inconsistent with past practice.

Since inception of the pooling arrangement, the company has never experienced any issues being able to draw upon its cash and available facility balances within the group cash pool to settle its liabilities as they fall due.

The directors acknowledge the uncertainty regarding immediate access to funds placed with DB, furthermore, as set out in the Deutsche Bahn AG ('DB') 31 December 2022 annual report, DB plans to divest the Arriva group which could result in a change in ownership of the company within 12 months of the date of approval of these financial statements. Should a change in ownership occur, the directors are unable to assess or control all scenarios for the company's future, including the intent and ability of any future owner to provide funding to the company and from the credit facility, indicate the existence of material uncertainties which may cast significant doubt about the company's ability to continue as a going concern and therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The directors have prepared the financial statements on a going concern basis as they have a reasonable expectation that the company will continue to have full and immediate access to its pooled credit facility balances with DB and that management actions over the assessment period will be sufficient to remain within its credit facility limit, such that adequate financing will remain in place and that the company will continue to have access to adequate financial and other resources to continue to operate for the foreseeable future.

The financial statements do not contain the adjustments that would arise if the company were unable to continue as a going concern.

SECTION 172 STATEMENT

Section 172 of the Companies Act 2006 requires directors of a company to act in the way he or she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing this, section 172 requires directors to have regard to (amongst other matters) to:

- the likely consequences of any decisions in the long-term;
- the interests of the company's employees;
- the need to foster the company's business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and environment;
- the desirability of the company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the company.

As the sole shareholder of Arriva plc the Company is an investment holding company and is a wholly owned subsidiary of Deutsche Bahn AG. The directors of the Company aim to meet at least once in each financial year to discuss the matters that cannot be delegated under Companies Act 2006.

The directors work to promote the success of the Company, by considering the impact that their decisions may have on the Company, along with the Company's stakeholders. The issues and factors which have guided the directors' decisions are outlined in the 'Principal Risks and Uncertainties' section of this report.

Strategic report (continued)
For the Year Ended 31 December 2021

SECTION 172 STATEMENT (CONTINUED)

The Company's key stakeholders include, but are not limited to:

- Deutsche Bahn AG;
- Arriva plc; and
- Local communities in which the company is based.

Effective communication is integral to building stakeholder relationships. Understanding the Company's stakeholders and how they and their interests will impact the success of the Company over the long-term is a key part of the Board decision making.

During the financial year ended 31 December 2021 there were no principal decisions made which impacted the long-term success of the Company, or which had a significant effect on the Company's stakeholders.

At the end of the financial year ended 31 December 2021, as part of a wider project, the Arriva plc Board took the decision to refresh the Arriva group's vision and strategy with the aim of strengthening the group's relationships with clients and partners, growing the business and crucially achieving the Arriva group's higher ambition of having a neutral impact on the planet. This review was completed in early 2022.

The Arriva group's new vision is to 'help shape a future where passenger transport is the best choice'; a future where people choose to leave their cars at home and use the group's services, with less congestion on the roads, and cleaner air for the next generation.

The Arriva group's mission is to become 'the leading passenger transport partner across Europe' and its renewed purpose is to 'connect people and communities safely, reliably and sustainably, and to deliver these services in a better way, every day'.

The objective of the Arriva group's new values is that they will help to guide new ways of working and will help in achieving the group's mission and realising its vision. The values start with:

- caring passionately about colleagues, customers, clients and the planet;
- doing the right thing each and every day; and
- finding opportunities to make the difference in everything we do

This report was approved by the board on 5 July 2023 and signed on behalf of the Board.



I M Jago
Director

ARRIVA INVESTMENTS LIMITED

Directors' report For the Year Ended 31 December 2021

The directors present their report and the audited financial statements for the year ended 31 December 2021.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £20,157,000 (2020 - £346,271,000).

The company did not pay a dividend during the current and previous financial year.

DIRECTORS

The directors who served during the year, and up to the date of signing the financial statements, were:

I M Jago
M D Cooper

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The major financial exposures faced by the company are to exchange rate and interest rate movements.

These risks are mitigated through borrowing in the functional currency of the company and having a balanced portfolio of short term and longer term debt. All of the company's financial instruments are arranged through the Deutsche Bahn AG group treasury function.

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

The company has made qualifying third-party indemnity provisions for the benefit of its directors as part of a group wide insurance policy. The qualifying third-party indemnity provisions (as defined in Section 234 of the Companies Act 2006) were in force during the year ended 31 December 2021 and continue to remain in force at the reporting date.

EMPLOYEE ENGAGEMENT

The company has no employees and therefore has nothing to report in respect of employee engagement activity during the year.

MATTERS COVERED IN THE STRATEGIC REPORT

Details of future developments have been disclosed in the Strategic report.

**Directors' report
For the Year Ended 31 December 2021**

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual report and 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 'Reduced Disclosure Framework', and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- 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 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.

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.

DIRECTORS' CONFIRMATIONS

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

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This report was approved by the board on 5 July 2023 and signed on behalf of the Board.



I M Jago
Director

Independent auditors' report to the members of Arriva Investments Limited

Report on the audit of the financial statements

Opinion

In our opinion, Arriva Investments Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including 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 Balance sheet as at 31 December 2021; the Statement of comprehensive income 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.

Material uncertainty related to going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1.1 to the financial statements concerning the company's ability to continue as a going concern.

The company is reliant on the continued funding from Deutsche Bahn AG (ultimate parent undertaking) in the form of a credit facility. The credit facility with Deutsche Bahn AG is not committed for a specific period of time, therefore, it could be withdrawn during the period of 12 months from the date of approval of the financial statements, which may result in the company not being able to continue to meet its operational funding requirements.

Furthermore, as set out in the DB 31 December 2022 annual report, DB plans to divest of the Arriva group which could result in a change in ownership of the company within 12 months of the date of approval of these financial statements. Should a change in ownership occur, the directors are unable to assess or control all scenarios for the company's future, including the intent and ability of any future owner to continue to provide funding to the company.

These conditions, along with the other matters explained in note 1.1 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company were unable to continue as a going concern.

Independent auditors' report to the members of Arriva Investments Limited (continued)

Material uncertainty related to going concern (continued)

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.

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, 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 31 December 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.

Independent auditors' report to the members of Arriva Investments Limited (continued)

Responsibilities of the directors for the financial statements (continued)

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 the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. 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 to reduce the company's loss before interest and tax and management bias in key judgements and accounting estimates. Audit procedures performed by the engagement team included:

- *Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud;*
- *Review of legal expenditure in the year to identify potential non-compliance with laws and regulations;*
- *Challenging assumptions and judgements made by management in their significant accounting estimates and forecasts, in particular in relation to impairment of investments; and*
- *Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.*

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.

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.

Independent auditors' report to the members of Arriva Investments Limited (continued)

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.



Ian Morrison (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle upon Tyne
6 July 2023

ARRIVA INVESTMENTS LIMITED

Statement of comprehensive income For the Year Ended 31 December 2021

	Note	2021 £000	2020 £000
Administrative expenses		4	-
Operating profit		4	-
Amounts written off investments	8	-	(320,290)
Interest payable and similar expenses	6	(20,161)	(20,861)
Loss before tax		(20,157)	(341,151)
Tax on loss	7	-	(5,120)
Loss and total comprehensive expense for the year		(20,157)	(346,271)

There was no other comprehensive income for the year (2020 - £Nil).

The notes on pages 13 to 35 form part of these financial statements.

ARRIVA INVESTMENTS LIMITED
Registered number: 04337642

Balance sheet
As at 31 December 2021

	Note	2021 £000	2020 £000
Fixed assets			
Investments	8	1,752,210	1,752,210
		<u>1,752,210</u>	<u>1,752,210</u>
Current assets			
Debtors	9	4,406	4,406
		<u>4,406</u>	<u>4,406</u>
Creditors: Amounts falling due within one year	10	(836,388)	(416,252)
Net current liabilities		<u>(831,982)</u>	<u>(411,846)</u>
Total assets less current liabilities		<u>920,228</u>	<u>1,340,364</u>
Creditors: Amounts falling due after more than one year	11	(59,186)	(459,165)
Net assets		<u>861,042</u>	<u>881,199</u>
Capital and reserves			
Called up share capital	14	750,000	750,000
Share premium account		569,125	569,125
Profit and loss account		(458,083)	(437,926)
Total shareholders' funds		<u>861,042</u>	<u>881,199</u>

The financial statements on pages 10 to 35 were approved and authorised for issue by the Board and were signed on its behalf on 5 July 2023.



I M Jago
Director

The notes on pages 13 to 35 form part of these financial statements.

ARRIVA INVESTMENTS LIMITED

**Statement of changes in equity
For the Year Ended 31 December 2021**

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total shareholders' funds £000
At 1 January 2020	750,000	569,125	(91,655)	1,227,470
Comprehensive expense for the year				
Loss for the financial year	-	-	(346,271)	(346,271)
Other comprehensive expense for the year	-	-	-	-
Total comprehensive expense for the year	-	-	(346,271)	(346,271)
At 31 December 2020 and 1 January 2021	750,000	569,125	(437,926)	881,199
Comprehensive expense for the year				
Loss for the financial year	-	-	(20,157)	(20,157)
Other comprehensive expense for the year	-	-	-	-
Total comprehensive expense for the year	-	-	(20,157)	(20,157)
At 31 December 2021	750,000	569,125	(458,083)	861,042

The notes on pages 13 to 35 form part of these financial statements.

**Notes to the financial statements
For the Year Ended 31 December 2021**

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) and the Companies Act 2006. The principal accounting policies adopted in the preparation of the financial statements are set out below and have been consistently applied to all years, unless otherwise stated. The financial statements have been prepared on the going concern basis under the historic cost convention and in accordance with the Companies Act 2006.

The company is itself a subsidiary company and is exempt from the requirement to prepare group financial statements by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

There were no amendments to accounting standards, or IFRS IC interpretations that are effective for the year ended 31 December 2021 that have had a material impact on the company's financial statements.

GOING CONCERN

The company is a wholly owned subsidiary of Deutsche Bahn AG and part of the Arriva group which Deutsche Bahn AG heads. As a public transport operator, the Arriva group has been significantly impacted by the COVID-19 coronavirus pandemic with a resulting impact on passengers, colleagues, and other business stakeholders. The Arriva group has and continues to work closely with both local and national government bodies and transport authorities on support measures to ensure continuation of critical transportation services.

The company is an investment company with investments in subsidiary companies which are operators of passenger transport services. As an investment company, the company has been less directly impacted by the pandemic than other companies in the Arriva group, however it is reliant on dividend income from subsidiaries and group tax relief payments to meet its operational funding requirements.

The company voluntarily participates in a group cash and credit facility pooling arrangement operated by its ultimate parent, Deutsche Bahn AG ('DB'). This is a long standing arrangement operated by DB to manage the liquidity needs of DB group companies, and the company has been a party to this arrangement for several years. The company utilises a DB credit facility under this arrangement, which the directors expect will continue to be utilised over the going concern assessment period to meet the company's operational requirements. Under the arrangement substantially all the company's cash and utilised credit facility balances are swept into the group cash pool at the end of each business day. The company has a negative cash pooling balance at the balance sheet date, and the directors expect the balance to remain negative over the going concern assessment period.

**Notes to the financial statements
For the Year Ended 31 December 2021**

**1. ACCOUNTING POLICIES
(CONTINUED)**

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS (continued)

GOING CONCERN (continued)

The company has net current liabilities of £831,982,000 (2020: £411,846,000) and is currently dependent on the DB credit facility for daily access to the cash flows required to operate and to support the going concern assertion. As the terms of the company's agreement with DB do not provide explicit rights for immediate access to these funds on request and the facility is not formally committed for a specific period of time, and therefore could be withdrawn during the period of 12 months from the date of approval of the financial statements, the directors acknowledge that this indicates the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. However, the directors consider this risk to be highly improbable, as such action would contradict internal group policies and be inconsistent with past practice.

Since inception of the pooling arrangement, the company has never experienced any issues being able to draw upon its cash and available facility balances within the group cash pool to settle its liabilities as they fall due.

The directors acknowledge the uncertainty regarding immediate access to funds placed with DB, furthermore, as set out in the Deutsche Bahn AG ('DB') 31 December 2022 annual report, DB plans to divest the Arriva group which could result in a change in ownership of the company within 12 months of the date of approval of these financial statements. Should a change in ownership occur, the directors are unable to assess or control all scenarios for the company's future, including the intent and ability of any future owner to provide funding to the company and from the credit facility, indicate the existence of material uncertainties which may cast significant doubt about the company's ability to continue as a going concern and therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The directors have prepared the financial statements on a going concern basis as they have a reasonable expectation that the company will continue to have full and immediate access to its pooled credit facility balances with DB and that management actions over the assessment period will be sufficient to remain within its credit facility limit, such that adequate financing will remain in place and that the company will continue to have access to adequate financial and other resources to continue to operate for the foreseeable future.

The financial statements do not contain the adjustments that would arise if the company were unable to continue as a going concern.

1.2 INVESTMENTS

Investments are included at cost less amounts provided for impairment. Investments are reviewed annually for indicators of impairment. Profits or losses arising from disposals of fixed asset investments are treated as part of the result from ordinary activities.

**Notes to the financial statements
For the Year Ended 31 December 2021**

**1. ACCOUNTING POLICIES
(CONTINUED)**

1.3 FINANCIAL REPORTING STANDARD 101 - REDUCED DISCLOSURE EXEMPTIONS

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations
- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

The company is a qualifying entity for the purpose of FRS 101 and Note 15 gives details of the company's ultimate parent and from where its consolidated financial statements, prepared in accordance with IFRS, may be obtained.

FRS 101 sets out a reduced disclosure framework for a "qualifying entity" as defined in the standard which permits a qualifying entity to apply the recognition, measurement and disclosure requirements of adopted international accounting standards by the UK, but makes amendments where necessary in order to comply with the Companies Act 2006.

The equivalent disclosures are included in the consolidated financial statements of the ultimate parent company, Deutsche Bahn AG, in accordance with the application guidance of FRS 100 "Application of financial reporting requirements".

1.4 INTEREST-BEARING BORROWINGS

All loans and borrowings are initially recognised at cost being the net fair value of the consideration received. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

**Notes to the financial statements
For the Year Ended 31 December 2021**

**1. ACCOUNTING POLICIES
(CONTINUED)**

1.5 FOREIGN CURRENCIES

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the statement of comprehensive income.

**Notes to the financial statements
For the Year Ended 31 December 2021**

**1. ACCOUNTING POLICIES
(CONTINUED)**

1.6 CURRENT AND DEFERRED TAXATION

The tax charge or credit in the statement of comprehensive income represents the sum of the current tax charge or credit and the deferred tax charge or credit for the year. Tax is recognised within the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds.

The current tax charge or credit is based on the taxable profit for the year. Taxable profit can differ from the profit or loss before tax as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years, or that are never taxable or deductible. The company's liability or asset relating to current tax is calculated using rates prevailing during the year.

Deferred taxation is recognised on the temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary timing differences to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, using rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current taxation assets against current taxation liabilities and when the deferred taxation assets and liabilities relate to taxation levied by the same taxation authority, and the company intends to settle its current taxation assets and liabilities on a net basis.

Deferred tax assets and liabilities are not discounted.

Notes to the financial statements
For the Year Ended 31 December 2021

**1. ACCOUNTING POLICIES
(CONTINUED)**

1.7 SHARE AND SHARE PREMIUM

Proceeds from the issuance of shares are accounted as equity (forming part of Total shareholders' funds) only to the extent that they include no contractual obligation upon the company to deliver cash or other financial assets to another party (or exchange financial assets or financial liabilities with another party on unfavourable terms). Where this condition is not satisfied, the proceeds of issuance are accounted as financial liabilities, initially measured at fair value and subsequently at amortised cost.

Where shares are accounted as equity, any proceeds from issuance in excess of the nominal value of new shares issued is recognised within the Share premium account.

**2. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION
UNCERTAINTY**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Application of certain company accounting policies required management to make judgements, assumptions and estimates concerning the future as detailed below.

The judgments made in applying the company's accounting policies that had the most significant effect on the financial statements also involved estimations and are outlined below.

Critical assumptions and key sources of estimation uncertainty

The following areas are the critical assumptions concerning the future and the key sources of estimation uncertainty in the reporting period. These areas may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Impairment of investments

The company reviews investments annually for any indicator of impairment, and where an indicator is identified, an estimate is made of the recoverable amount. The review at 31 December 2021 identified impairments of €Nil during 2021 (2020: €320,290,000). See Note 8 for further details and for the carrying amount of investments.

3. GENERAL INFORMATION

The company is a private limited company, limited by shares and incorporated and domiciled in England, the United Kingdom.

The registered company number is 04337642 and the address of the registered office is 1 Admiral Way, Doxford Int Business Park, Sunderland, Tyne & Wear, SR3 3XP.

ARRIVA INVESTMENTS LIMITED

**Notes to the financial statements
For the Year Ended 31 December 2021**

4. AUDITORS' REMUNERATION

The audit fee for the year of £10,158 (2020: £10,158) was paid by Arriva plc, the company's subsidiary.

5. STAFF COSTS

The company has no employees in the current or prior year. The directors, who are employed by Arriva Plc, did not receive any remuneration in respect of services provided to the company (2020: £Nil).

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	2021	2020
	£000	£000
Interest payable to group undertakings	20,161	20,861
	20,161	20,861

7. TAX ON LOSS

	2021	2020
	£000	£000
Total current tax	-	-
Deferred tax		
Origination and reversal of timing differences related to prior year	-	5,120
Total deferred tax charge (Note 13)	-	5,120
Total taxation charge	-	5,120

ARRIVA INVESTMENTS LIMITED

**Notes to the financial statements
For the Year Ended 31 December 2021**

7. TAX ON LOSS (CONTINUED)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is higher than (2020 - *higher than*) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £000	2020 £000
Loss before tax	(20,157)	(341,151)
Loss before tax multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	(3,830)	(64,819)
Effects of:		
Losses where no benefit assumed	3,830	3,963
Non-tax deductible impairment of investments	-	60,856
Prior year adjustment	-	5,120
Total tax charge for the year	-	5,120

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. The proposal to increase the rate to 25% was substantively enacted before the balance sheet date, so its effects are included in these financial statements.

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS

	Investments in subsidiary companies £000
Cost	
At 1 January 2021	2,072,500
At 31 December 2021	2,072,500
Impairment	
At 1 January 2021	320,290
At 31 December 2021	320,290
Net book value	
At 31 December 2021	1,752,210
<i>At 31 December 2020</i>	<i>1,752,210</i>

The directors believe that the carrying value of the investment at 31 December 2021 is supported by the underlying assets of Arriva plc and its subsidiaries.

**Notes to the financial statements
For the Year Ended 31 December 2021**

8. INVESTMENTS (CONTINUED)**SUBSIDIARY UNDERTAKINGS****List of registered offices:**

- 8.1 1 Admiral Way, Doxford International Business Park, Sunderland, Tyne and Wear, SR3 3XP
- 8.2 Suite 913, Europort, Gibraltar
- 8.3 The Ca'D'Oro, 45 Gordon Street, Glasgow, Scotland, G1 3PE
- 8.4 Trambaan 3, 8441 BH, Heerenveen, Netherlands
- 8.5 Mileparken 12A, 2740 Skovlunde, Denmark
- 8.6 Krizikova 148/34, 186 00, Praha 8, Czech Republic
- 8.7 27-31 Andor Street, Budapest, HU-1119, Hungary
- 8.8 Bratislavská cesta 1804, 945 01, Komarno, Slovakia
- 8.9 Povazska 2, 940 14 Nove, Zamky, Slovakia
- 8.10 Lastomirska c.1, 071 80, Michalovce, Slovakia
- 8.11 Zwirki i Wigury 16a, 02-092, Warsawza, Poland
- 8.12 Rua Marcos de Portugal, 10, 2810-260 Almada, Portugal
- 8.13 Rua das Arcas, Pinheiro, 4810-647, Pinheiro, Portugal
- 8.14 Via Trebazio, 1, 20145, Milano, Italy
- 8.15 Piazza Guglielmo Marconi, 4, 24122, Bergamo, Italy
- 8.16 Via Cassala, 3, 25126, Brescia, Italy
- 8.18 Via della Pergola, 2, 23900, Lecco, Italy
- 8.19 Via Del Partidor, 13-33100, Udine, Italy
- 8.21 C/Fraguas, 27, POL.IND. Urdtinsa, 28923 Alcorcon, Madrid
- 8.23 8/24 Dabrowskiego St, 87-100 Torun, Poland
- 8.24 Kolodvordka Cesta 11, 6000 Koper, Capodistria, Slovenia
- 8.25 Sv. L.B Mandica 33, 31000 Osijek, Croatia
- 8.26 Bystricka cesta 62, 034 01, Ruzomberok, Slovakia
- 8.27 Pozarevac, Mose Pijade 9, Serbia
- 8.28 Vitkovicka 3133/5, 702 00, Ostrava, Moravska Ostrava, Czech Republic
- 8.29 Sturova 72, 949 44 Nitra, Slovakia
- 8.30 POL. IND. Pocomaco, Avda. Quinta, Parcel E-16, 15190, A Coruna, Spain
- 8.31 Liljeholmsstranden 5, 117 43, Stockholm, Sweden
- 8.32 U stavoservisu 692/1b, Malesice, 10800, Praha 10, Czech Republic
- 8.33 Pod Hajem 97, 267 01 Kraluv, Dvur, Czech Republic
- 8.34 Meljska cesta 97, SI-2000, Maribor, Slovenia
- 8.35 Nitrianska 5, 917 02, Trnava, Slovakia
- 8.36 Na Ostrove 177, 537 01, Chrudim, Czech Republic
- 8.37 C/Ibiza No. 15, 07400 Alcudia, Isla Baleares, Spain
- 8.38 Zeleznicarů 885, 272 80, Kladno - Krocehlavy, Czech Republic
- 8.39 Paseo de la Estacion s/n, 15405, Ferrol, Spain
- 8.40 Cesta marsala Tita, 67 SI-4270, Jesenice, Slovenia
- 8.43 Bucharest, 3 Delea Noua St, Ground Floor, sector 3, Romania
- 8.44 Setaliste 20. travnja 18, 51557 Cres, Croatia
- 8.45 Jure Turica 8, 53000 Gospic, Croatia
- 8.46 Hanloch, Hans-Bockler-Str.55, Hassloch, 67454, Germany
- 8.47 Industrijska 14, 34000 Pozega, Croatia
- 8.48 Prilaz V. Holjevca 2, 47000 Karlovac, Croatia
- 8.49 Trg 133. brigade HV - a 2, 53220 Otocac, Croatia
- 8.50 Bornholmstaat 60, 9723 AZ Groningen, Netherlands
- 8.51 72-100 Berenyi Street, Szekesfehervar, HU-8000, Hungary
- 8.53 C/Jose Abascal 45, Ppal Dcha 28003, Madrid, Spain
- 8.54 Skojtevej 26, 2770 Kastrup, Denmark

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

8.55 Citypoint, 65 Haymarket Terrace, Edinburgh, Scotland, EH12 5HD

The following were subsidiary undertakings of the Company at 31 December 2021:

Name	Address of registered office	Class of shares	Holding
Arriva plc	8.1	Ordinary	100 %
TGM (Holdings) Limited	8.1	Ordinary - indirectly held	100 %
Arriva UK Bus Investments Limited	8.1	Ordinary - indirectly held	100 %
Arriva Motor Holdings Limited	8.1	Ordinary - indirectly held	100 %
MTL Services Limited	8.1	Ordinary - indirectly held	100 %
Arriva International Limited	8.1	Ordinary - indirectly held	100 %
Arriva Insurance Company (Gibraltar) Limited	8.2	Ordinary - indirectly held	100 %
Zeta Automotive Limited	8.1	Ordinary - indirectly held	100 %
Arriva Trustee Company Limited	8.1	Ordinary - indirectly held	100 %
Classic Coaches (Continental) Limited	8.1	Ordinary - indirectly held	100 %
TGMGroup Limited	8.1	Ordinary - indirectly held	100 %
Arriva International (Northern Europe) Limited	8.1	Ordinary - indirectly held	100 %
Arriva International (Southern Europe) Limited	8.1	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva International Trains (Leasing) Limited	8.1	Ordinary - indirectly held	100 %
Arriva Bus Abu Dhabi Limited	8.1	Ordinary - indirectly held	100 %
Arriva UK Trains Limited	8.1	Ordinary - indirectly held	100 %
Arriva Trains Holdings Limited	8.1	Ordinary - indirectly held	100 %
Arriva Trains Wales / Trenau Arriva Cymru Limited	8.1	Ordinary - indirectly held	100 %
XC Trains Limited	8.1	Ordinary - indirectly held	100 %
At Seat Catering (2003) Limited	8.1	Ordinary - indirectly held	100 %
Grand Central Railway Company Limited	8.1	Ordinary - indirectly held	100 %
London and North Western Railway Company Limited	8.1	Ordinary - indirectly held	100 %
Alliance Rail Holdings Limited	8.1	Ordinary - indirectly held	100 %
Arriva Rail North Limited	8.1	Ordinary - indirectly held	100 %
Arriva Rail East Midlands Limited	8.1	Ordinary - indirectly held	100 %
Arriva South Eastern Rail Limited	8.1	Ordinary - indirectly held	100 %
Great North Western Railway Company Limited	8.1	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva Rail London Limited	8.1	Ordinary - indirectly held	100 %
Arriva Rail XC Limited	8.1	Ordinary - indirectly held	100 %
M40 Trains Limited	8.1	Ordinary - indirectly held	100 %
DB Regio Tyne and Wear Limited	8.1	Ordinary - indirectly held	100 %
The Chiltern Railway Company Limited	8.1	Ordinary - indirectly held	100 %
Arriva UK Bus Holdings Limited	8.1	Ordinary - indirectly held	100 %
Arriva Passenger Services Pension Trustees Limited	8.1	Ordinary - indirectly held	100 %
Centrebus Holdings Limited	8.1	Ordinary - indirectly held	100 %
Yorkshire Tiger Limited	8.1	Ordinary - indirectly held	100 %
Teamdeck Limited	8.1	Ordinary - indirectly held	100 %
White Rose Bus Company Limited	8.1	Ordinary - indirectly held	100 %
Arriva Finance Lease Limited	8.1	Ordinary - indirectly held	100 %
00741078 Limited	8.1	Ordinary - indirectly held	100 %
Transcare Solutions Limited	8.1	Ordinary - indirectly held	100 %
Arriva Yorkshire Limited	8.1	Ordinary - indirectly held	100 %
Arriva Durham County Limited	8.1	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva Transport Solutions Limited	8.1	Ordinary - indirectly held	100 %
Ambuline Limited	8.1	Ordinary - indirectly held	100 %
Arriva Midlands Limited	8.1	Ordinary - indirectly held	100 %
Stevensons of Uttoxeter Limited	8.1	Ordinary - indirectly held	100 %
Arriva Midlands North Limited	8.1	Ordinary - indirectly held	100 %
Arriva Cymru Limited	8.1	Ordinary - indirectly held	100 %
Arriva Kent & Surrey Limited	8.1	Ordinary - indirectly held	100 %
APS (Leasing) Limited	8.1	Ordinary - indirectly held	100 %
Arriva London North Limited	8.1	Ordinary - indirectly held	100 %
Arriva London South Limited	8.1	Ordinary - indirectly held	100 %
Arriva North West Limited	8.1	Ordinary - indirectly held	100 %
Arriva Kent Thameside Limited	8.1	Ordinary - indirectly held	100 %
Arriva Bus & Coach Holdings Limited	8.1	Ordinary - indirectly held	100 %
Arriva Bus & Coach Limited	8.1	Ordinary - indirectly held	100 %
Premier Buses Limited	8.1	Ordinary - indirectly held	100 %
Arriva Northumbria Limited	8.1	Ordinary - indirectly held	100 %
Arriva the Shires Limited	8.1	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva UK Bus Limited	8.1	Ordinary - indirectly held	100 %
Arriva UK Bus Properties Limited	8.1	Ordinary - indirectly held	100 %
Arriva Merseyside Limited	8.1	Ordinary - indirectly held	100 %
Arriva North East Limited	8.1	Ordinary - indirectly held	100 %
Arriva Manchester Limited	8.1	Ordinary - indirectly held	100 %
Arriva East Herts & Essex Limited	8.1	Ordinary - indirectly held	100 %
Arriva Scotland West Limited	8.3	Ordinary - indirectly held	100 %
Greenline Travel Limited	8.1	Ordinary - indirectly held	100 %
Great North Eastern Railway Company Limited	8.1	Ordinary - indirectly held	100 %
Arriva Service A/S	8.54	Ordinary - indirectly held	100 %
Arriva Danmark A/S	8.54	Ordinary - indirectly held	100 %
Arriva Insurance A/S	8.54	Ordinary - indirectly held	100 %
Arriva Letbane ApS	8.54	Ordinary - indirectly held	100 %
Arriva Tog A/S	8.54	Ordinary - indirectly held	100 %
BUSDAN 36 ApS	8.54	Ordinary - indirectly held	100 %
BUSDAN 37 ApS	8.54	Ordinary - indirectly held	100 %
BUSDAN 38 ApS	8.54	Ordinary - indirectly held	100 %
Busdan 32.1 A/S	8.54	Ordinary - indirectly held	100 %
BUSDAN 39 ApS	8.54	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

BUSDAN 40 ApS	8.54	Ordinary - indirectly held	100 %
BUSDAN 35 ApS	8.54	Ordinary - indirectly held	100 %
UCPLUS A/S	8.5	Ordinary - indirectly held	100 %
Arriva Stredni Cechy s.r.o	8.33	Ordinary - indirectly held	100 %
Arriva vlaky s.r.o	8.6	Ordinary - indirectly held	100 %
Arriva Hungary Zrt.	8.7	Ordinary - indirectly held	100 %
Arriva Service s.r.o	8.8	Ordinary - indirectly held	100 %
ARRIVA Nove Zamky a.s	8.9	Ordinary - indirectly held	60.36 %
ARRIVA Michalove a.s	8.10	Ordinary - indirectly held	60.14 %
Arriva Personenvervoer Nederland BV	8.4	Ordinary - indirectly held	100 %
Arriva Multimodaal BV	8.4	Ordinary - indirectly held	100 %
Arriva Techniek BV	8.4	Ordinary - indirectly held	100 %
Arriva Touring BV	8.50	Ordinary - indirectly held	100 %
NV Personeel de Noord- Westhoek	8.4	Ordinary - indirectly held	100 %
Arriva Polska Sp z.o.o	8.11	Ordinary - indirectly held	100 %
ARRIVA INVESTIMENTOS SGPS, SA	8.12	Ordinary - indirectly held	100 %
ARRIVA LISBOA TRANSPORTES SA	8.12	Ordinary - indirectly held	100 %
ARRIVA TRANSPORTES DA MARGEM SUL SA	8.12	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Transportes Sul do Tejo S.A	8.12	Ordinary - indirectly held	100 %
ARRIVA PORTUGAL - TRANSPORTES LDA	8.13	Ordinary - indirectly held	99.6 %
TRANSURBANOS DE GUIMARAES TP LDA	8.13	Ordinary - indirectly held	100 %
TUF - TRANSPORTES URBANOS DE FAMALICAO LDA	8.13	Ordinary - indirectly held	66.67 %
Arriva Italia s.r.l	8.14	Ordinary - indirectly held	100 %
Arriva Italia Rail S.R.L	8.14	Ordinary - indirectly held	100 %
Bergamo Trasporti Est S.c.a.r.l	8.15	Ordinary - indirectly held	93.67 %
Trasporti Brescia Nord S.c.a.r.l	8.16	Ordinary - indirectly held	92 %
Trasporti Brescia Sud S.c.a.r.l	8.16	Ordinary - indirectly held	93 %
Arriva Udine S.p.A	8.19	Ordinary - indirectly held	60 %
Bergamo Trasporti Ovest S.c.a.r.l	8.15	Ordinary - indirectly held	65.76 %
Lecco Trasporti S.c.a.r.l	8.18	Ordinary - indirectly held	56.94 %
ACTIJOVEN CONSULTING & TRAVELLINGS S.I	8.21	Ordinary - indirectly held	100 %
Arriva Bus Transport Polska Sp z o.o	8.23	Ordinary - indirectly held	99.8 %
Arriva Dolenjska in Primorska, druzba za prevoz potnikov d.o.o	8.24	Ordinary - indirectly held	99.95 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva Hrvatska d.o.o	8.25	Ordinary - indirectly held	100 %
Arriva Liorbus a.s	8.26	Ordinary - indirectly held	60.42 %
Arriva LITAS d.o.o	8.27	Ordinary - indirectly held	100 %
Arriva Morava a.s	8.28	Ordinary - indirectly held	100 %
Arriva Nitra a.s	8.29	Ordinary - indirectly held	60.48 %
Arriva Galicia S.L	8.30	Ordinary - indirectly held	100 %
Arriva Ostgotapendeln AB	8.31	Ordinary - indirectly held	100 %
Arriva City s.r.o	8.32	Ordinary - indirectly held	100 %
Arriva RP Sp z.o.o	8.23	Ordinary - indirectly held	100 %
Arriva Services a.s	8.33	Ordinary - indirectly held	100 %
Arriva Slovakia a.s	8.29	Ordinary - indirectly held	100 %
Arriva Spain Holding S.L.U	8.53	Ordinary - indirectly held	100 %
Arriva Spain Rail S.A	8.53	Ordinary - indirectly held	100 %
Arriva, druzba za prevoz potnikov d.o.o (formerly Arriva Stajerska, druzba za prevoz potnikov, d.d.)	8.34	Ordinary - indirectly held	100 %
Arriva Sverige AB	8.31	Ordinary - indirectly held	100 %
Arriva Service AB (formerly Arriva Sverige Buss Regional AB)	8.31	Ordinary - indirectly held	100 %
Arriva Tag AB	8.31	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva Transport Ceska Republika a.s	8.6	Ordinary - indirectly held	100 %
Arriva Trnava a.s	8.35	Ordinary - indirectly held	60.5 %
Arriva autobusy a.s.	8.36	Ordinary - indirectly held	100 %
Arriva Viajes Agencia Operadora SLU	8.21	Ordinary - indirectly held	100 %
Autocare Mallorca s.l	8.37	Ordinary - indirectly held	100 %
Autos Carballo S L U	8.30	Ordinary - indirectly held	100 %
Botniatag AB	8.31	Ordinary - indirectly held	60 %
Bus Nort Balear s.l	8.37	Ordinary - indirectly held	100 %
CSAD MHD Kladno a.s	8.38	Ordinary - indirectly held	100 %
EMPRESA DE BLAS Y COMPANIA S.A	8.21	Ordinary - indirectly held	100 %
ESFERA BUS SL	8.21	Ordinary - indirectly held	100 %
Arriva Madrid Movilidad SL	8.21	Ordinary - indirectly held	100 %
Estacion de autobuses de Ferrol S.A	8.39	Ordinary - indirectly held	80.4 %
Integral Avto prodaja, servisi in technicni pregledi vozil d.o.o.	8.40	Ordinary - indirectly held	100 %
KD Servis a.s	8.38	Ordinary - indirectly held	100 %
NETOSEC S.L	8.21	Ordinary - indirectly held	100 %
Panturist Dionicko drustvo za prijevoz putnika i turizam d.d	8.25	Ordinary - indirectly held	99.88 %
SAD INVEST s.r.o	8.35	Ordinary - indirectly held	60.50 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

8. INVESTMENTS (CONTINUED)

Arriva Metropolitana SLU	8.30	Ordinary - indirectly held	100 %
Arriva Trains Romania SRL	8.43	Ordinary - indirectly held	100 %
Arriva Mobility Solutions, s.r.o	8.29	Ordinary - indirectly held	100 %
Autotrans d.d	8.44	Ordinary - indirectly held	82.01 %
Velebit Turist d.o.o.	8.45	Ordinary - indirectly held	100 %
PAA Pan Alpen Adria Internationale Personenverkehrssyste me GmbH	8.46	Ordinary - indirectly held	100 %
Autobusni Kolodovr d.o.o.	8.48	Ordinary - indirectly held	93.01 %
Autoprometno produzece d.d.	8.47	Ordinary - indirectly held	90.21 %
Autotrans Lika d.d.	8.49	Ordinary - indirectly held	79.44 %
ArrivaBus Kft	8.51	Ordinary - indirectly held	98.99 %
BUS Service Kft	8.7	Ordinary - indirectly held	100 %
Arriva ABC GP Limited	8.55	Ordinary - indirectly held	100 %
Arriva ABC Scottish Limited Partnership	8.55	Ordinary - indirectly held	100 %
Arriva London Pension Scheme Trustee Limited	8.1	Ordinary - indirectly held	100 %

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

9. DEBTORS

	2021 £000	2020 £000
Deferred tax asset (Note 13)	4,406	4,406
	<u>4,406</u>	<u>4,406</u>

10. CREDITORS: Amounts falling due within one year

	2021 £000	2020 £000
Amounts owed to group undertakings	836,388	416,248
Accruals and deferred income	-	4
	<u>836,388</u>	<u>416,252</u>

Amounts owed to group undertakings falling due within one year includes £8,906,000 (2020: £9,156,000) of borrowings under a repayable on demand credit facility provided by the ultimate parent company incurring interest at 1.1%. It also includes amounts repayable within one year of £827,483,000 (2020: £407,092,000) under money market and term loans provided by the ultimate parent company incurring interest at 1.1% and 3.18% respectively

11. CREDITORS: Amounts falling due after more than one year

	2021 £000	2020 £000
Amounts owed to group undertakings	59,186	459,165
	<u>59,186</u>	<u>459,165</u>

Amounts owed to group undertakings falling due after more than one year comprises borrowings under term loans provided by the ultimate parent company. These borrowings incur interest at 4.9% and the final installment is due for repayment on 29 November 2061.

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

12. LOANS

Analysis of the maturity of loans is given below:

	2021 £000	2020 £000
Amounts falling due within one year		
Amounts owed to group undertakings	836,388	416,248
	<u>836,388</u>	<u>416,248</u>
Amounts falling due 2-5 years		
Amounts owed to group undertakings	-	400,000
	<u>-</u>	<u>400,000</u>
Amounts falling due after more than 5 years		
Amounts owed to group undertakings	59,186	59,165
	<u>59,186</u>	<u>59,165</u>

13. DEFERRED TAXATION

	2021 £000	2020 £000
At 1 January	4,406	9,526
Charged to loss for the financial year (Note 7)	-	(5,120)
At 31 December	<u>4,406</u>	<u>4,406</u>

The deferred tax asset is made up as follows:

	2021 £000	2020 £000
Tax losses carried forward	4,406	4,406
	<u>4,406</u>	<u>4,406</u>

ARRIVA INVESTMENTS LIMITED

Notes to the financial statements For the Year Ended 31 December 2021

14. CALLED UP SHARE CAPITAL

	2021 £000	2020 £000
Allotted, called up and fully paid		
750,000,002 Ordinary shares of £1 each (2020: 750,000,002)	<u>750,000</u>	<u>750,000</u>

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent company is Deutsche Bahn AG.

The ultimate parent company and controlling party is Deutsche Bahn AG, a company registered in Germany, which has prepared group financial statements incorporating the results of the company. Copies of these financial statements can be obtained from Potsdamer Platz 2, 10785 Berlin.

Deutsche Bahn AG is the largest and smallest group to consolidate the financial statements of the company.

Transactions with other companies in the Deutsche Bahn AG Group are not specifically disclosed as the company has taken advantage of the exemption available under IAS 24 'Related party disclosures' for wholly-owned subsidiaries.

16. POST BALANCE SHEET EVENTS

There are no significant post balance sheet events, however, Arriva will closely monitor developments in both Russia and Ukraine. This is a non-adjusting post balance sheet event, as we do not expect there to be any material impact due to the company not having operations in either of the above countries. Although the group operates across Europe, we do not see any other material business risks at this stage, but management are continuously monitoring the impact on fuel prices and how this may impact the wider group.