

MEIF (UK) Limited

Company Number 04866246

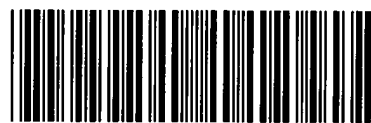
Directors' Report and Financial Statements
for the financial year ended 31 March 2022



MACQUARIE

The Company's registered office is:
Ropemaker Place
28 Ropemaker Street
London EC2Y 9HD
United Kingdom

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MEIF (UK) Limited

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MEIF (UK) Limited

Company Number 04866246

Directors' Report for the financial year ended 31 March 2022

In accordance with a resolution of the directors (the "Directors") of MEIF (UK) Limited (the "Company"), the Directors submit herewith the audited financial statements of the Company and report as follows:

As the Company meets the qualifying conditions under section 382 of the Companies Act 2006 (the "Act"), the Directors have taken advantage of the exemption provided in sections 414B (as incorporated into the Act by the Strategic Report and Directors' Report Regulations 2013) for the preparation of a Strategic Report.

Directors and Secretaries

The Directors who each held office as a Director of the Company throughout the year and until the date of this report, unless disclosed otherwise, were:

J Dyckhoff
R Thompson
A Huynh (appointed 28 July 2021)
L Harrison (resigned 28 July 2021)

The Secretary who held office as a Secretary of the Company throughout the year and until the date of this report, unless disclosed otherwise, was:

H Everitt

Principal activities

The principal activity of the Company during the financial year ended 31 March 2022 ("current financial year") was to act as a holding company.

Results

The loss for the financial year ended 31 March 2022 was £1,061 (2021: £605).

Dividends

No dividends were paid or provided for during the current financial year (2021: £nil). No final dividend has been proposed.

State of affairs

IBOR reform: Transition from inter-bank offered rates ("IBOR") to alternative reference rates ("ARRs")

IBOR interest rate benchmarks, that are used in a wide variety of financial instruments such as derivatives and lending arrangements, are undergoing reforms. Examples of IBOR include the London Inter-bank Offered Rate ("LIBOR") and the Euro Inter-bank Offered Rate ("EURIBOR").

After 31 December 2021, 24 of 35 LIBOR currency-tenor pairings were discontinued, 6 LIBOR switched to a modified calculation methodology (known as 'synthetic' LIBORs) and 5 USD LIBOR tenors are expected to cease publication after 30 June 2023. Aside from the ongoing exceptional use of USD LIBOR, the use of LIBOR in new contracts ceased by the end of 2021.

MEIF (UK) Limited

Company Number 04866246

Directors' Report

for the financial year ended 31 March 2022 (continued)

State of affairs (continued)

During 2018, MGL ("Macquarie Group Limited") initiated a group-wide project, sponsored by its Chief Financial Officer ("CFO"), to manage the impacts of IBOR reform, including overseeing the transition from LIBOR to ARR. A group-wide steering committee was established with its key responsibility being the governance of the project and comprised of senior executives from MGL's Operating Groups, Financial Management Group ("FMG"), Risk Management Group ("RMG"), Corporate Operations Group ("COG") and Legal and Governance. The project was wide in scope including identification of the impact of the reform on the separate legal entities within the MGL Group (including the Company) and implementing necessary changes in those legal entities.

In addition to the project's progress outlined in the Company's annual financial statements for prior years, the project achieved several important milestones for the year ended 31 March 2022 including that the Company transitioned its internal USD LIBOR and EURIBOR funding to Secured overnight financing ("SOFR") and Euro Short-Term Rate ("ESTR") respectively, and re-hedged external funding exposures to relevant currency ARR, given sufficient liquidity in the relevant markets.

Whilst IBOR reforms, including the transition from LIBOR to ARRs, are important changes for the Company, they have not resulted in changes to Macquarie Group's risk management strategy and these risks are managed within the existing risk management framework.

There were no other significant changes in the state of the affairs of the Company that occurred during the current financial year under review not otherwise disclosed in the Directors' report.

Review of operations

The loss for the financial year ended 31 March 2022 was £1,061 as compared to the loss of £605 in the previous year. The year on year change was driven by increased interest expense and FX revaluation.

Net operating loss for the year ended 31 March 2022 was £68, as compared to the net operating income of £242 in the previous year. The year on year change was due to FX revaluation.

As at 31 March 2022, the Company had net assets of £5,390 (2021: £6,451). The year on year change was driven by interest expense and FX revaluation.

Going concern

The Company has excess of current assets over current liabilities at 31 March 2022 of £5,246. The Directors expect the current business will continue for the foreseeable future.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. No material uncertainties that cast significant doubt about the ability of the Company to continue as a going concern have been identified by the Directors. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

Events after the reporting date

At the date of this report, the Directors are not aware of any matter or circumstance which has arisen that has significantly affected or may significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in the financial years subsequent to 31 March 2022 not otherwise disclosed in this report.

MEIF (UK) Limited

Company Number 04866246

Directors' Report

for the financial year ended 31 March 2022 (continued)

Likely developments, business strategies and prospects

Coronavirus (COVID-19)

The Novel Coronavirus (COVID-19) has had significant impacts on global economies and financial markets, led to several changes in the economy and resulted in several support actions by financial markets, governments, and regulators. The impact of COVID-19 continues to evolve and, where applicable, has been incorporated into the determination of the Company's results of operations and measurements of its assets and liabilities at the reporting date.

COVID-19 did not have a material impact on the operations of the Company during the financial year.

Russia-Ukraine conflict

The risk presented by the Russia-Ukraine conflict is managed by the Company within the framework of the overall strategy and risk management structure of the Macquarie Group (Macquarie Group comprising MGL, the ultimate parent of the Company, and its subsidiaries).

The Russia-Ukraine conflict did not have a material impact on the operations of the Company during the financial year.

The Directors believe that no other significant changes are expected other than those already disclosed in this report.

Indemnification and insurance of Directors

As permitted by the Company's Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and also at the date of approval of the financial statements. The ultimate parent purchased and maintained throughout the financial year Directors' liability insurance in respect of the Company and its Directors.

Statement of Directors' Responsibilities in respect of the financial statements

The Directors are responsible for preparing the Directors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the Directors have 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 a 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.

MEIF (UK) Limited

Company Number 04866246

Directors' Report

for the financial year ended 31 March 2022 (continued)

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.

Independent Auditors

Pursuant to section 487(2) of the Companies Act 2006, the auditors of the Company are deemed re-appointed for each financial year unless the Directors or the members of the Company resolve to terminate their appointment. The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and, as at the date of these financial statements, the Directors are not aware of any resolution to terminate the appointment of the auditors.

On behalf of the Board



Robert Thompson
Director

26 October 2022

MEIF (UK) Limited

Financial Statements

Profit and loss account for the financial year ended 31 March 2022

	Note	2022 £	Restated 2021 ¹ £
Other operating (expense)/income	4	(68)	242
Operating (loss)/profit		(68)	242
Interest receivable and similar income	4	-	20
Interest payable and similar expenses	4	(1,242)	(1,010)
Loss before taxation		(1,310)	(748)
Tax on loss	5	249	143
Loss for the financial year		(1,061)	(605)

The above profit and loss account should be read in conjunction with the accompanying notes, which form an integral part of the financial statements.

¹Certain comparative figures have been restated for 2021. Please refer to Note 3 (viii) for further details.

Loss before taxation relates wholly to continuing operations.

There were no other comprehensive income and expenses other than those included in the results above and therefore no separate statement of comprehensive income has been presented.

MEIF (UK) Limited
Company Number 04866246

Balance sheet
as at 31 March 2022

	Note	2022 £	Restated 2021 ¹ £
Fixed assets			
Investments in subsidiaries	6	154	154
Current assets			
Debtors	7	5,246	6,307
Net current assets		5,246	6,307
Total assets less current liabilities		5,400	6,461
Creditors: amounts falling due after more than one year	8	(10)	(10)
Net assets		5,390	6,451
Shareholders' funds			
Called up share capital	9	15,000	15,000
Equity contribution from ultimate parent	10	20,000	20,000
Profit and loss account	11	(29,610)	(28,549)
Total shareholders' funds		5,390	6,451

The above balance sheet should be read in conjunction with the accompanying notes, which form an integral part of the financial statements.

¹Refer Note 3(viii) Comparatives for an explanation of the re-presentation of certain comparative financial information.

The financial statements on pages 7 to 18 were authorised for issue by the Board of Directors on 26 October 2022 and were signed on its behalf by:



Robert Thompson
Director

MEIF (UK) Limited

Statement of changes in equity for the financial year ended 31 March 2022

		Called up share capital	Equity contribution from ultimate parent	Profit and loss account	Total shareholders' funds
	Note	£	£	£	£
Balance as at 1 April 2020		15,000	20,000	(27,944)	7,056
Loss for the financial year (restated) ¹	11	-	-	(605)	(605)
Total comprehensive expense		-	-	(605)	(605)
Balance as at 31 March 2021 (restated)		15,000	20,000	(28,549)	6,451
Loss for the financial year ¹	11	-	-	(1,061)	(1,061)
Total comprehensive expense		-	-	(1,061)	(1,061)
Balance as at 31 March 2022		15,000	20,000	(29,610)	5,390

The above statement of changes in equity should be read in conjunction with the accompanying notes, which form an integral part of the financial statements.

¹Refer Note 3(viii) Comparatives for an explanation of the re-presentation of certain comparative financial information.

MEIF (UK) Limited

Notes to the financial statements for the financial year ended 31 March 2022

Note 1. Company information

The Company is a private company limited by shares and is incorporated and domiciled in the United Kingdom and registered in England and Wales. The address of its registered office is Ropemaker Place, 28 Ropemaker Street, London, EC2Y 9HD, United Kingdom.

The principal activity of the Company during the financial year ended 31 March 2022 was to act as a holding company.

Note 2. Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101") and have been prepared in accordance with the provisions of the Companies Act 2006.

The financial statements contain information about the Company as an individual Company, and do not contain consolidated financial information as a parent of a group. The Company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included in full consolidation in the consolidated financial statements of its ultimate parent MGL, a Company incorporated in Australia. These financial statements are separate financial statements.

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the financial years presented, unless otherwise stated.

(i) Going concern

As at 31 March 2022, the Company had net assets of £5,390 (2021: £6,451). The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. No material uncertainties that cast significant doubt about the ability of the Company to continue as a going concern have been identified by the Directors. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

(ii) Basis of measurement

The financial statements have been prepared in accordance with the Companies Act 2006 and under the historical cost convention.

(iii) Disclosure exemptions

FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in FRS 101 which addresses the financial reporting requirements and disclosure exemptions in the financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of International Financial Reporting Standards ("IFRS").

In accordance with FRS 101, the Company has availed of an exemption from the following paragraphs of IFRS:

- The requirements of IFRS 7 'Financial Instruments: Disclosures'.
- The requirements of paragraphs 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of paragraph 79(a)(iv) of IAS 1 (reconciliation of shares outstanding).
- The requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 40A to 40D and 111 of IAS 1 'Presentation of Financial Statements' (additional comparatives and capital management disclosures).
- 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' (disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- The requirements of paragraph 17 of IAS 24 'Related Party Disclosures' (key management compensation).
- The requirements of IAS 24 to disclose related party transactions entered into between two or more members of a group where both parties to the transaction are wholly owned within the group.
- The requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 'Impairment of Assets'.

Notes to the financial statements for the financial year ended 31 March 2022 (continued)

Note 2. Basis of preparation (continued)

(iv) Critical accounting estimates and significant judgements

The preparation of the financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in the process of applying the accounting policies. The notes to the financial statements set out areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Company and the financial statements such as:

- Judgement in timing and amount of impairment of investment in subsidiaries, including the reversal thereof (Note 3(vi) and 6).

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including reasonable expectations of future events.

Management believes that the estimates used in preparing this financial report are reasonable. Actual results in the future may differ from those reported and it is therefore reasonably possible, on the basis of existing knowledge, that outcomes within the next financial year that are different from management's assumptions and estimates could require an adjustment to the carrying amounts of the reported assets and liabilities in future reporting periods.

(v) Coronavirus (COVID-19) impact

The Novel Coronavirus has had significant impacts on global economies and equity, debt and commodity markets, led to several changes in the economy and resulted in several support actions by financial markets, governments, and regulators. The impact of COVID-19 continues to evolve and, where applicable, has been incorporated into the determination of the Company's results of operations and measurement of its assets and liabilities at the reporting date.

The Company's processes to determine the impact of COVID-19 for these financial statements is consistent with the processes disclosed and applied in its 31 March 2021 financial statements. Those processes identified that expected credit losses required continued judgement as the result of the impact of COVID-19.

As there is a higher than usual degree of uncertainty associated with these assumptions and estimates, actual outcomes may differ to those forecasted which may impact the accounting estimates included in these financial statements. Other than adjusting events that provide evidence of conditions that existed at the end of the reporting period, the impact of events that arise after the reporting period will be accounted for in future reporting periods. The impact of COVID-19 has been discussed further in each of the related notes.

(vi) New Accounting Standards and amendments to Accounting Standards and interpretations that are either effective in the current financial year or have been early adopted

The amendments to existing accounting standards that are effective for the annual reporting period beginning on 1 April 2021 did not result in a material impact to the Company's financial statements.

Note 3. Significant accounting policies

(i) Foreign currency translation

Functional and presentation currency

The functional currency of the Company is determined as the currency of the primary economic environment in which the Company operates. The Company's financial statements are presented in 'Pounds Sterling' (£), which is also the Company's functional currency.

Transactions and balances

At initial recognition, a foreign currency transaction is translated into the entity's functional currency using the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

Notes to the financial statements for the financial year ended 31 March 2022 (continued)

Note 3. Significant accounting policies (continued)

(i) Foreign currency translation (continued)

Transactions and balances (continued)

At the end of each reporting period:

- foreign currency monetary assets and liabilities are translated using the closing exchange rate
- non-monetary items (including equity) measured in terms of historical cost in a foreign currency remain translated using the spot exchange rate at the date of the transaction, and
- non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date that the fair value was measured.

Foreign exchange gains and losses arising from the settlement or translation of monetary items, or non-monetary items measured at fair value are recognised in other operating (expense)/income.

(ii) Revenue and expense recognition

Net interest income/(expense)

Interest income and interest expense are recognised using the effective interest rate ("EIR") method for financial assets, and financial liabilities carried at amortised cost. The EIR method calculates the amortised cost of a financial instrument at a rate that discounts estimated future cash receipts or payments through the expected life of the financial instrument to the net carrying amount of the financial asset or liability.

When the estimates of payments or receipts of a financial instrument are subsequently revised, the carrying amount is adjusted to reflect the actual or revised cash flows with the re-measurement recognised as part of interest income (financial assets) or interest expense (financial liabilities).

Interest income on financial assets that are not credit impaired is determined by applying the financial asset's EIR to the financial asset's gross carrying amount.

Other operating (expense)/income

Other operating (expense)/income comprises of foreign exchange differences.

Expenses

Expenses are recognised in the profit and loss account as and when the provision of services are received.

(iii) Taxation

The balance sheet approach to tax effect accounting has been adopted whereby the income tax expense for the financial year is the tax payable on the current year's taxable income adjusted for changes in deferred tax assets and liabilities attributable to temporary differences between the tax basis of assets and liabilities and their carrying amounts in the financial statements, and unused tax losses.

Current tax assets and liabilities are offset when there is a legally enforceable right to offset and an intention to either settle on a net basis or realise the asset and settle the liability simultaneously.

Factors considered include the ability to offset tax losses, the nature of the tax loss, the length of time that tax losses are eligible for carry forward to offset against future taxable profits and whether future taxable profits are expected to be sufficient to allow recovery of deferred tax assets.

The Company undertakes transactions in the ordinary course of business where the income tax treatment requires the exercise of judgement. The Company estimates the amount expected to be paid to/(recovered from) tax authorities based on its understanding and interpretation of the law. Uncertain tax positions are presented as current or deferred tax assets or liabilities with reference to the nature of the underlying uncertainty.

MEIF (UK) Limited

Notes to the financial statements for the financial year ended 31 March 2022 (continued)

Note 3. Significant accounting policies (continued)

(iv) Investments

Investment in subsidiaries

Subsidiaries are all those entities (including structured entities) over which the Company has:

- the power to direct the relevant activities of the entity,
- exposure, or rights, to significant variable returns and
- the ability to utilise power to affect the entity's own returns.

The determination of control is based on current facts and circumstances and is continuously assessed. The Company has power over an entity when it has existing substantive rights that provide it with the current ability to direct the entity's relevant activities, being those activities that significantly affect the entity's returns. The Company also considers the entity's purpose and design. If the Company determines that it has power over an entity, the Company then evaluates its exposure, or rights, to variable returns by considering the magnitude and variability associated with its economic interests.

All variable returns are considered in making that assessment including, but not limited to, returns from debt or equity investments, guarantees, liquidity arrangements, variable fees and certain derivative contracts.

Subsidiaries held by the Company are carried in its financial statements at cost less impairment in accordance with *IAS 27 Separate Financial Statements*.

Investments in subsidiaries are also assessed for impairment at each reporting date, refer to Note 3(vi) *Impairment*.

(v) Due to/from related entities

Transactions between the Company and its subsidiaries principally arise from the provision of lending arrangements and acceptance of funds on deposit, intercompany services and transactions and the provision of financial guarantees, and are accounted for in accordance with Note 3(ii) Revenue and expense recognition. Financial assets and financial liabilities are presented net where the offsetting requirements are met, such that the net amount is reported in the balance sheet.

(vi) Impairment

Impairment of investments in subsidiaries

Investments in subsidiaries in the Company's financial statements are reviewed annually for indicators of impairment or more frequently if events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment is recognised in other impairment charges/reversal, for the amount by which the investment's carrying amount exceeds its recoverable amount, being the higher of fair value less costs to sell and value in use. At each reporting date, investments in subsidiaries that have been impaired are reviewed for possible reversal of impairment. The amount of any reversal of impairment recognised must not cause the investment's carrying value to exceed its original cost.

(vii) Called up share capital

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

MEIF (UK) Limited

(viii) Comparatives

The Company identified and corrected a prior period misstatement of net interest expense derived on balances with other Macquarie Group undertakings. The impact of this correction is reflected below:

	2021		Change
	Restated	Reported	
	£	£	£
Profit and loss account:			
Interest receivable and similar income	20	-	20
Interest payable and similar expenses	(1,010)	(75)	(935)
Tax on loss	143	(31)	174
Total¹	(847)	(106)	(741)

¹As a result of the restatement, prior year loss before taxation has changed to £748 (previously profit of £167) and the prior year loss for the financial year has changed to £605 (previously profit of £136). The restated profit and loss account balance has changed to (£28,549) (previously (£27,808)).

In accordance with FRS 101 8(g) the Company has applied an exemption to the requirements of IFRS IAS 1 para 40A-D of presenting a third balance sheet.

Current Assets:

Debtors	6,307	7,080	(773)
Total	6,307	7,080	(773)

Current Liabilities

Creditors: Amounts falling due within one year	-	(32)	32
Total	-	(32)	32

MEIF (UK) Limited

Notes to the financial statements for the financial year ended 31 March 2022 (continued)

	2022 £	2021 £
Note 4. Loss before taxation		
Other operating (expense)/income		
Foreign exchange gains	(68)	240
Credit impairment reversals	-	3
Other impairment charges	-	(1)
Total other operating (expense)/income	(68)	242
Interest		
Interest receivable and similar income from:		
Other Macquarie Group undertakings ¹	-	20
Total interest receivable and similar income	-	20
Interest payable and similar expenses to:		
Other Macquarie Group undertakings ¹	(1,242)	(1,010)
Total interest payable and similar expenses	(1,242)	(1,010)

¹Amount has been restated in prior financial year. Please refer to Note 3(viii) for further details.

The cost of auditors' remuneration for auditing services of £13,571 (2021: £12,656) includes £542 related to the previous year. The cost of non-auditing services was £nil in both years. This amount has been borne by Macquarie International Limited, a wholly owned subsidiary within the Macquarie Group. The auditors received no other benefits.

The Company had no employees during the current and previous financial year.

Note 5. Tax on loss

(i) Tax expense included in loss

Current tax

UK corporation tax at 19% (2021: 19%)	249	142
Adjustments to tax in respect of prior periods	-	1
Tax on loss¹	249	143

Factors affecting tax credit/debit for the year:

The income tax credit for the year ended 31 March 2022 is equal (2021: higher) as the standard rate of corporation tax in the UK of 19% (2021: 19%). The differences are explained below.

Loss before income tax	(1,310)	(748)
Current tax credit at 19% (2021: 19%)	249	142
Effects of:		
Adjustments to tax in respect of prior periods	-	1
Total tax on loss¹	249	143

¹Amount has been restated in prior financial year. Please refer to Note 3(viii) for further details.

The UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021.

MEIF (UK) Limited

Notes to the financial statements for the financial year ended 31 March 2022 (continued)

	2022 £	2021 £
Note 6. Investments in subsidiaries		
Investments at cost with no provisions for impairment	154	154
Investments at cost with provisions for impairment	1	1
Less provisions for impairment ¹	(1)	(1)
Investments with provisions for impairment at recoverable amount	-	-
Total investments in subsidiaries	154	154

¹In accordance with the Company's accounting policies the Company reviewed its investments in subsidiaries for indicators of impairment. Where its investments had indicators of impairment, the investments' carrying value was compared to its recoverable value which was determined to be its fair value less costs to sell (valuation).

The material subsidiaries of the Company, based on contribution to the Company's profit after income tax, the size of the investment made by the Company or the nature of activities conducted by the subsidiary, are:

Name of subsidiary	Nature of business	Place of incorporation	2022 % ownership ¹	2022 £	2021 £
Macquarie Infrastructure GP Limited	General Partner	Ropemaker Place, 28 Ropemaker Street, London, EC2Y 9HD, United Kingdom	100	151	151
Macquarie (Scotland) GP Limited	General Partner	50 Lothian Road, Festival Square, Edinburgh Scotland EH3 9WJ	100	-	-
Macquarie GP2 Limited	Managing member	Ropemaker Place, 28 Ropemaker Street, London, EC2Y 9HD, United Kingdom	100	2	2
Macquarie GP Limited	Managing member	Ropemaker Place, 28 Ropemaker Street, London, EC2Y 9HD, United Kingdom	100	1	1
				154	154

¹There has been no movement in % of ownership from the prior year.

All material subsidiaries have a 31 March reporting date.

Note 7. Debtors

Amounts owed by other Macquarie Group undertakings ¹	4,823	6,164
Taxation	423	143
Total debtors	5,246	6,307

¹Amounts owed by other Macquarie Group undertakings are unsecured and have no fixed date of repayment. The amount has been restated in prior financial year. Please refer to Note 3(viii) for further details.

At the reporting date, amounts owed from other Macquarie Group undertakings has ECL allowance of £1 (2021: £3) which is net presented against the gross carrying amount.

MEIF (UK) Limited

Notes to the financial statements for the financial year ended 31 March 2022 (continued)

	2022 £	2021 £
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Note 8. Creditors: amounts falling due after more than one year

Amounts owed to other Macquarie Group undertakings ¹	10	10
Total creditors: amounts falling due after more than one year	10	10

¹Amount due to other Macquarie Group undertakings have a maturity date of 18 February 2027. The Company incurs interest on amounts owed to other Macquarie Group undertakings.

Note 9. Called up share capital

	2022 Number of shares	2021 Number of shares	2022 £	2021 £
Called up share capital				
Opening balance of fully paid ordinary shares at £1 per share	15,000	15,000	15,000	15,000
Closing balance of fully paid ordinary shares at £1 per share	15,000	15,000	15,000	15,000
Authorised share capital				
Ordinary shares of £1 each	50,000	50,000	50,000	50,000
Total authorised share capital	50,000	50,000	50,000	50,000

Note 10. Equity contribution from ultimate parent

Equity contribution from parent entity		
Opening balance of equity contribution from parent entity	20,000	20,000
Closing balance of equity contribution from parent entity	20,000	20,000

Note 11. Profit and loss account

Profit and loss account		
Balance at the beginning of the financial year	(28,549)	(27,944)
Loss for the financial year ¹	(1,061)	(605)
Balance at the end of the financial year	(29,610)	(28,549)

¹Amount has been restated in prior financial year. Please refer to Note 3(viii) for further details.

**Notes to the financial statements
for the financial year ended 31 March 2022 (continued)****Note 12. Related party information**

As 100% of the voting rights of the Company are controlled within the group headed by MGL, incorporated in Australia, the Company has taken advantage of the exemption contained in FRS 101 and has therefore not disclosed transactions or balances with entities which form part of the Macquarie Group. The consolidated financial statements of MGL, within which the Company is included, can be obtained from the address given in Note 15.

The Master Loan Agreement (the "MLA") governs the funding arrangements between various subsidiaries and related body corporate entities which are under the common control of MGL and have acceded to the MLA. During the current financial year, the Tripartite Outsourcing Major Services Agreement ("TOMSA") became effective governing the provision of intra-group services between subsidiaries and related body corporate entities other than certain excluded entities.

Relationships with an entity which is not a party to the MLA have been presented on a gross basis.

The Company does not have any related party transactions or balances other than those with entities which form part of the Macquarie Group as mentioned above. All transactions with related entities were made on normal commercial terms and conditions and at market rates except where indicated.

Note 13. Directors' remuneration

During the financial years ended 31 March 2022 and 31 March 2021, all Directors were employed by and received all emoluments from other Macquarie Group undertakings. The Directors perform Directors' duties for multiple entities in the Macquarie Group, as well as their employment duties within Macquarie Group businesses. Consequently, allocating their employment compensation accurately across all these duties would not be meaningful.

Note 14. Contingent liabilities and commitments

The Company has no contingent liabilities or commitments which are individually material or a category of contingent liabilities or commitments which are material.

Note 15. Ultimate parent undertaking

At 31 March 2022 the immediate parent undertaking of the Company is Macquarie International Limited.

The ultimate parent undertaking and controlling party of the Company is MGL. The largest group to consolidate these financial statements is MGL, a Company incorporated in Australia. The smallest group to consolidate these financial statements is Macquarie Financial Holdings Pty Limited ("MFHPL"), a Company incorporated in Australia. Copies of the consolidated financial statements for MGL and MFHPL can be obtained from the Company Secretary, Level 6, 50 Martin Place, Sydney, New South Wales, 2000 Australia.

Note 16. Events after the reporting date

There were no material events subsequent to 31 March 2022 and up until the authorisation of the financial statements for issue, that have not been reflected in the financial statements.

Independent auditors' report to the members of MEIF (UK) Limited

Report on the audit of the financial statements

Opinion

In our opinion, MEIF (UK) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 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, 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 Directors' Report and Financial Statements (the "Annual Report"), which comprise: Balance sheet as at 31 March 2022; the Profit and loss account and 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, 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 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.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 March 2022 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 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 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 the potential for manual journal entries being recorded in order to manipulate financial performance, and applying management bias in the determination of accounting estimates and judgements. Audit procedures performed by the engagement team included:

- Inquiries of management and those charged with governance, including review of meeting minutes in so far as they relate to the financial statements, and consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Incorporating an element of unpredictability into the nature, timing and/or extent of our testing;
- Challenging assumptions and judgements made by management in their significant accounting estimates; and
- Applying risk-based criteria to all journal entries posted in the audit period, including consideration of backdated entries, post-close entries and those journals posted by a defined group of unexpected users.

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.

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.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

A handwritten signature in black ink, reading "Phillip Barnett". The signature is written in a cursive, flowing style.

Phillip Barnett (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
27-10-2022