

**REGISTERED NUMBER: 05438319 (England and Wales)**

**Annual Report and  
Financial Statements for the Year Ended 31 December 2022  
for  
Amey Holdings Limited**

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## Company Information

### Directors

A L Milner  
A L Nelson

### Company Secretary and registered UK office

Sherard Secretariat Services Limited  
Chancery Exchange, 10 Furnival Street, London, EC4A 1AB, United Kingdom

### Company registration number

05438319

### Company address

Chancery Exchange, 10 Furnival Street, London, EC4A 1AB, United Kingdom

### Auditor

Mazars LLP, Statutory Auditor, 30 Old Bailey, London, EC4M 7AU, United Kingdom

The Directors present their strategic report for the year ended 31 December 2022.

**Ultimate parent undertaking**

The Company is a member of the Amey UK Limited group of companies and, following the change of ownership of Amey UK Limited on 30 December 2022, is now wholly owned by a company (Project Ardent Bidco Limited) controlled by One Equity Partners and Buckthorn Partners, private equity investors. The Company is no longer a member of the Ferrovial, S.A. group of companies.

**Principal activity**

The Company's principal activity during the year is that of a holding company. There have been no changes in the Company's activities during the year.

**Review of business and future developments**

The Company has not traded in either the current year or the prior year. An impairment charge of £209.9 million in relation to investments in subsidiary undertakings (2021: a reversal of £196.0 million) has been recognised in the year.

The Directors do not anticipate any change to the Company's level of activity in 2023.

There have been no events since the balance sheet date which materially affect the position of the Company.

**Principal risks and uncertainties**

The Company's risks and other key performance indicators are only reported and managed on a Divisional basis. To gain a further understanding of this business, details of the principal risks and uncertainties and other key performance indicators are contained in the Annual Report and Financial Statements of the intermediate parent undertaking, Amey UK Limited ('the Group'), for the year ended 31 December 2022. The Company is a member of the Central Services division of the Group.

**Financial risk management**

A discussion of the objectives and policies employed in managing risk and the Company's use of financial instruments can be found in the Amey UK Limited Annual Report and Financial Statements for the year ended 31 December 2022 as the Company is subject to the application of Group-wide policies and practices when assessing financial risk.

The Company does not hold any cash flow hedge derivative financial instruments. There is no material financial risk arising on the assets and liabilities held by the Company.

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**Key performance indicators**

The Company is a holding company that has not traded during the year and it is not expected to trade. As such, the Company has no principal key performance indicators.

**Statement by the Directors in performance of their statutory duties in accordance with s172(1) of the Companies Act 2006**

The Directors consider, both individually and collectively, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Act) in the decisions taken during the year ended 31 December 2022 (see also the Corporate Governance statement and a detailed s172(1) statement on the Amey Group's website: [www.amey.co.uk](http://www.amey.co.uk) and the Amey UK Limited 2022 Annual Report and Financial Statements for more information).

In discharging their duties in relation to s172(1) of the Companies Act 2006, the Directors have paid regard to the following matters:

- (a) the likely consequences of any decision in the long-term, such as strategic planning, Brexit impact and business development opportunities;
- (b) interests of the Group's employees including health and safety, employee involvement and initiatives, diversity, inclusion and gender pay gap issues;
- (c) the need to foster relationships with suppliers, customers and others including supplier evaluation, social values and payment practices;
- (d) to act fairly between members of the Company;
- (e) impact of operations on community and the environment, including carbon management, climate crisis initiatives; and
- (f) reputation for high standards of business conduct including adoption of corporate governance standards, training of Directors and whistleblowing reporting.

As the Company is a wholly owned subsidiary of the Amey group of companies, the Company's Directors discharge their duties within policies, procedures and authorisation limits set out on a group-wide basis. Further information on how officers within the Amey Group of companies discharge their duties is included in the Amey UK Limited 2022 Annual Report and Financial Statements. The Directors of this Company also achieve this through attendance at relevant executive meetings, involvement in executive briefings and training, and through having responsibility for implementation of group-wide initiatives to promote best practice.

Approved by the Board on 24 November 2023 and signed on its behalf by:



.....  
**A L Nelson**  
**Director**

**24 November 2023**

**Report of the Directors**Annual Report and Financial Statements 2022

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The Directors present their annual report with the audited financial statements of the Company for the year ended 31 December 2022.

**Strategic Report**

Details of future developments and financial risk management can be found in the Strategic Report on pages 1 to 2 and form part of this report by cross reference.

**Dividends**

No dividends were paid by the Company during the year (2021: £nil). In view that the Company has a retained deficit at 31 December 2022, the Directors are unable to recommend the payment of any dividend.

**Energy and Carbon Performance**

The Company has taken exemption from reporting on Energy and Carbon Performance as this information is included in the consolidated Annual Report and Financial Statements of Amey UK Limited, of which this Company is a member. Full disclosure can be found in the Amey UK Limited Annual Report and Financial Statements for 2022.

**Business Relationships**

The Directors have had regard to the need to foster the company's business relationships with stakeholders. This is explained further within the s172 statement in the strategic report on page 2.

**Directors of the Company**

The Directors who held office during the year and up to the date of this Report were as follows:

A L Milner (appointed 30 December 2022)  
A L Nelson  
A L Fisher (resigned 30 December 2022)

**Directors' indemnity**

Directors and Officers of the Company (and those employees who are also Directors of the Group's subsidiary companies) benefitted during 2022 from Ferrovia, S.A.'s group-wide Directors' and officers' liability insurance cover in respect of legal actions brought against them. Following the divestment of the Group by Ferrovia, the new shareholders put in place a comparable policy. Accordingly, the Company and its subsidiaries do not maintain their own equivalent Directors' indemnity insurance cover arrangements. In addition, Directors of the Company are indemnified under the Company's articles of association to the extent permitted by law, such indemnities being qualified third party indemnities.

**Going concern**

After making enquiries and based on the assumptions outlined in note 2 to the financial statements, the Directors have concluded that the Company has adequate resources to meet its obligations as they fall due for a period of at least twelve months from the date of approving these financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

**Policy on slavery and human trafficking**

In accordance with the Modern Slavery Act 2015, the Amey Group of which this Company is a member, is committed to ensuring that there is no modern slavery or human trafficking in our supply chains, or in any part of our business, with a zero tolerance for non-compliance. A full statement reflecting that commitment can be found on the Amey website [www.amey.co.uk](http://www.amey.co.uk) and an abridged statement is included in the financial statements of the Company's intermediate parent company, Amey UK Limited.

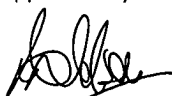
**Statement as to disclosure of information to the auditor**

So far as the Directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's auditor is unaware, and each Director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**Auditors**

The Directors appointed Mazars LLP as auditor of the Company for 2022 following the resignation of Deloitte LLP on completion of the 2021 audit.

Approved by the Board on 24 November 2023 and signed on its behalf by:



.....  
**A L Nelson**  
**Director**  
**24 November 2023**

**Statement of Directors' Responsibilities**

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland'.

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Opinion**

We have audited the financial statements of Amey Holdings Limited (the 'company') for the year ended 31st December 2022 which comprise Income Statement, Balance Sheet, Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Conclusions relating to going concern**

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.

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.

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

## **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.



### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

### **Matters on which we are required to report by exception**

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

### **Responsibilities of Directors**

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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.

### **Auditor's 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 auditor's 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 the financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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.

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**Auditor's responsibilities for the audit of the financial statements (continued)**

Based on our understanding of the company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: employment regulation, health and safety regulation, anti-money laundering regulation, Bribery Act, the Finance Act, climate change regulations on financial reporting.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation, pension legislation, the Companies Act 2006, Climate Change Act 2008, Modern Slavery Act, Health and Safety laws, employment laws, environmental laws.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, overstatement of assets, understatement of expenses/ liabilities, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Evaluating the business rationale for significant and unusual transactions
- Review of accounting estimates and judgment made by Management – possible intentional misstatement of accounting estimates due to management bias which may result involving complex assumptions and subjective inputs
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Use of the audit report**

This report is made solely to the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them *in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body for our audit work, for this report, or for the opinions we have formed.*



Karen Classen (Senior Statutory Auditor)  
For and on behalf of Mazars LLP  
Chartered Accountants and Statutory Auditor  
30 Old Bailey  
London, EC4M 7AU

24 November 2023

## Income Statement

Annual Report and Financial Statements 2022

## Income Statement for the year ended 31 December 2022

	Note	2022 £'000	2021 £'000
Revenue		-	-
Administrative expenses		-	-
<b>Operating profit</b>		-	-
Provision for impairment of investments in subsidiary undertakings	6	(209,900)	195,994
<b>(Loss)/profit before taxation</b>		(209,900)	195,994
Tax on (loss)/profit		-	-
<b>(Loss)/profit for the year after tax</b>		(209,900)	195,994

The notes on pages 13 to 22 form part of these Company financial statements.

## Balance Sheet

Annual Report and Financial Statements 2022

**Balance Sheet as at 31 December 2022**

<b>Company number 05438319</b>	<b>Note</b>	<b>2022 £'000</b>	<b>2021 £'000</b>
<b>Fixed assets</b>			
Investment in subsidiary undertakings	6	34,622	244,522
<b>Total assets less current liabilities</b>		<b>34,622</b>	<b>244,522</b>
<b>Net assets</b>		<b>34,622</b>	<b>244,522</b>
<b>Equity</b>			
Share capital	7	233,878	233,878
Share premium account	8	263,989	263,989
Other equity instrument	9	66,740	65,291
Retained deficit		(529,985)	(318,636)
<b>Equity shareholders' funds</b>		<b>34,622</b>	<b>244,522</b>

The notes on pages 13 to 22 form part of these Company financial statements.

These financial statements were approved by the Board of Directors on 24 November 2023 and signed on its behalf by:



**A L Nelson**  
**Director**  
**24 November 2023**

## Statement of Changes in Equity

Annual Report and Financial Statements 2022

## Statement of Changes in Equity for the year ended 31 December 2022

	Share capital £'000	Share premium account £'000	Other equity instrument £'000	Retained deficit £'000	Total equity £'000
At 1 January 2021	233,878	263,989	63,930	(513,269)	48,528
Profit after tax and total comprehensive income	-	-	-	195,994	195,994
Reserves transfer in respect of Other equity instrument (see note 9)	-	-	1,361	(1,361)	-
<b>At 31 December 2021</b>	<b>233,878</b>	<b>263,989</b>	<b>65,291</b>	<b>(318,636)</b>	<b>244,522</b>
Profit after tax and total comprehensive income	-	-	-	(209,900)	(209,900)
Reserves transfer in respect of Other equity instrument (see note 9)	-	-	1,449	(1,449)	-
<b>At 31 December 2022</b>	<b>233,878</b>	<b>263,989</b>	<b>66,740</b>	<b>(529,985)</b>	<b>34,622</b>

The notes on pages 13 to 22 form part of these Company financial statements.

## 1 General information

The principal activity of the Amey Holdings Limited (the Company) is that of holding company. The Company is a private company, limited by share capital and is incorporated in the United Kingdom (registered in England and Wales). The Company is privately owned.

The Company Secretary and the address of the registered office and principal place of business is as follows: Sherard Secretariat Services Limited, Chancery Exchange, 10 Furnival Street, London, EC4A 1AB.

## 2 Accounting policies

### Basis of preparation

The financial statements of the Company have been prepared in accordance with FRS 102, the historical cost convention and the Companies Act 2006. Amey Holdings Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

### Basis of consolidation

The Company is exempt from preparing consolidated financial statements under section 400 of the Companies Act 2006 on the grounds that it is itself a wholly owned subsidiary undertaking of a company registered in England and Wales. These financial statements therefore present information about the individual undertaking and not about its group. These financial statements are separate financial statements.

### Going concern

The Company is a subsidiary of Amey UK Limited (the Group) and its financial resources are managed on a group basis. The Company is accordingly a cross-guarantor to certain liabilities of the Group as described in note 11 and the going concern assessment of the Company is intrinsically linked to the assessment for the Group as a whole. The Company has also received written confirmation from its parent undertaking, Amey UK Limited, that it will continue to provide financial support to the Company for a period of at least twelve months from the date of signing these financial statements in order to fund day-to-day operations and to meet liabilities to the extent that the Company is unable to do so.

The Group is financed through a mixture of shareholder equity, bank loans, overdrafts and leases. Details of all bank loans and their maturity are set out in the Amey UK Limited financial statements for 2022, as are details of finance risks.

On 30 December 2022, the Group was acquired by Project Ardent Bidco Limited, a company controlled in partnership between Buckthorn Partners LLP and One Equity Partners. The Group does not rely on its new owners for contractual guarantees, as was the case with the previous owner, Ferrovial, S.A., so there are no implications to the ongoing trading operations of the Group arising as a result of the change of ownership. Furthermore, continuity of financing was ensured through a new Group borrowing facility, entered into at the time of sale that replaced the Group's previous bank facilities and which was undrawn at 31 December 2022.

This replacement borrowing facility is the Group's key source of additional funding and is a syndicated revolving credit facility agreement with HSBC UK Bank plc, National Westminster Bank PLC, ABN AMRO Bank N.V. and Citibank, N.A. acting as lenders and with HSBC Bank plc acting as agent. This agreement totals £150 million, of which up to £100 million is available for borrowing with the remainder being available for ancillary products. The facility was entered into on 30 December 2022 and matures on the 30 December 2026. At 31 December 2022, no borrowings were drawn against the facility and the Group also held £33.7 million of unrestricted cash on the Group balance sheet.

## 2 Accounting policies (continued)

### Going concern (continued)

Notwithstanding this continuity of financing, the Directors of the Group have reviewed several factors including:

- the future business plans of the Group (including the current year results and cash flows up to the date of these accounts, the current forecast for 2023 and the strategic plan for 2024 to 2027);
- the availability of core and ancillary financing facilities;
- compliance with banking covenants regarding net leverage, minimum liquidity and net interest cover;
- the projected drawn positions and headroom available on the core committed financing facilities; and
- the projected future cash flows of the Group comprising:
  - a Base Case forecast built up from the budget for 2023; and
  - a Reasonable Worst Case ('RWC') forecast which applies sensitivities against the Base Case.

The sensitivities applied to the RWC include specific, unbudgeted cash flows in 2023 and cash flow stress cases in 2024 ranging from 27% up to 66%. The Group's cash flow forecasts show that there is sufficient liquidity to enable it to continue trading should these scenarios materialise. In addition, management has considered significant additional reductions in headroom due to unforeseen events such as supply shocks and widespread client defaults, along with potential mitigations. Inflation is not considered a significant risk to the Group's liquidity as the majority of its revenues are index-linked and so are naturally hedged against inflationary pressures. Reverse stress testing showed that the Group would have sufficient liquidity in all but the most extreme case, where 100% of local government clients and 25% of central government agency clients default. The impact of this scenario could be offset by increased liquidity from mitigating actions and is in any case considered extremely remote. Furthermore, the Group's operations and suppliers are primarily in the United Kingdom and the majority of its clients are government or government-backed and so the Group is not considered to be exposed to vulnerable markets or sectors or from global factors such as armed conflicts and the climate crisis.

In summary, the directors of the Group are satisfied that the Group has adequate resources to meet its obligations as they fall due for a period of at least twelve months from the date of approving these financial statements and, for this reason, they continue to adopt the going concern basis in preparing the Group financial statements.

On the same basis, the Directors of this Company have adopted the going concern principle in preparing these financial statements.

### Other principal accounting policies

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

### Investment in subsidiary undertakings

Investments by the Company in the shares of subsidiary undertakings are stated at cost less any provision where, in the opinion of the Directors, there has been a permanent impairment in the value of any such investment.

## 3 Critical accounting estimates and judgements

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in the process of applying the Company's existing accounting policies. In preparing the financial statements for the financial year, the Directors have considered these requirements, and concluded that no such estimates or judgements have been necessary other than using estimates (which inherently involves the use of management judgement) in respect of the carrying value of the investment in subsidiary undertaking (see note 6 for further information) and the judgement made in recognition for accounting purposes of the subordinated guaranteed hybrid loan as an Other equity instrument (see note 9).



#### 4 Employees and Directors

The Company had no direct employees in either 2022 or 2021.

No Directors were remunerated through the Company in either 2022 or 2021.

Details of the remuneration of the other Directors, whose services are of a non-executive nature and who are also directors of the Company's intermediate parent undertaking, Amey UK Limited, are disclosed in that company's financial statements. Their remuneration is deemed to be wholly attributable to their services to that company. The remuneration of the other Director is deemed to be for services to the group as a whole.

#### 5 Auditor's remuneration

The auditor's remuneration is borne by Amey Group Services Limited, a fellow subsidiary undertaking of the Company, and is not recharged. The allocation to the Company of the auditor's fees, which are attributable solely to the audit of these financial statements, is £15,000 (2021: £45,000).

#### 6 Investment in subsidiary and joint venture undertakings

##### Investment in subsidiary undertakings

	Cost of shares £'000	Subordinated loan £'000	Carrying value £'000
<i>Cost</i>			
At 1 January 2021, at 31 December 2021 and at 31 December 2022	<b>497,867</b>	<b>60,000</b>	<b>557,867</b>
<i>Provision for impairment</i>			
At 1 January 2021 and 31 December 2021	(497,867)	(11,472)	(509,339)
Release of provision for the year	184,522	11,472	195,994
At 31 December 2021	(313,345)	-	(313,345)
Impairment charge for the year	(184,522)	(25,378)	(209,900)
At 31 December 2022	<b>(497,867)</b>	<b>(25,378)</b>	<b>(523,245)</b>
<i>Carrying amount</i>			
At 31 December 2022	-	<b>34,622</b>	<b>34,622</b>
At 1 January 2021 and 31 December 2021	<b>184,522</b>	<b>60,000</b>	<b>244,522</b>

On 25 July 2018, the Company granted a subordinated loan facility to its subsidiary undertaking, Amey Limited, for an amount of £60.0 million. It is a perpetual loan with an applicable interest rate of 12-month LIBOR plus 200 basis points which rises to 12-month LIBOR plus 500 basis points if Group Profits Before Interest, Tax, Depreciation and Amortisation ('EBITDA') is above a set threshold. The loan has no specified maturity date but can be redeemed by the Amey Holdings Limited at any time. That company also has the power to delay timing of the interest payment at its sole discretion which cannot be claimed by the lender.

The recoverable amounts of investments of £34.6 million is based on the fair value ascribed to the Amey UK Group of companies following its acquisition by Project Ardent Bidco Limited from Ferrovial, S.A. on 30 December 2022.

All subsidiary undertakings are incorporated in England and Wales and operate principally in the UK (unless otherwise indicated). Amey Power Services Limited has a branch in The Republic of Ireland. The Group's voting rights and the interest in their equity shares are 100% (unless otherwise indicated). Where the Group does not hold 100%, then the Group accounts for the corresponding Non-Controlling interest. All interests are held through another subsidiary undertaking with the exception of Amey Limited, which is held directly by the Company.

**6 Investment in subsidiary and joint venture undertakings (continued)****Investment in subsidiary undertakings (continued)**

Active subsidiary undertaking	Nature of business
Amey Limited	Holding company
Accord Limited	Holding company
Amey (AB) Limited	Energy services
Amey Community Limited	Building support services
Amey Construction Limited	Highway management and maintenance
Amey Consulting Australia Pty Limited ( <i>Australia</i> )	Highway management and maintenance ( <i>Australia</i> )
Amey Consulting USA, Inc. ( <i>USA</i> )	Highway management and maintenance ( <i>USA</i> )
Amey Defence Services Limited	Facilities management and buildings maintenance
Amey Defence Services (Housing) Limited	Housing maintenance on behalf of the MOD
Amey Environmental Services Limited	Waste management
Amey Finance Services Limited	Group insurance activities
Amey Fleet Services Limited	Specialist fleet support services
Amey Group Information Services Limited	Group IT services
Amey Group Services Limited	Group central services
Amey Highways Limited	Highway management and maintenance
Amey Investments Limited	Investment holdings
Amey LG Limited	Highway management and maintenance
Amey LUL 2 Limited	Sub-surface rail management services
Amey Mechanical and Electrical Services Limited	Building support services
Amey Metering Limited	Metering services
Amey OW Limited	Professional services to highways market
Amey OW Group Limited	Holding company
Amey OWR Limited	Professional services to rail market
Amey Power Services Limited	Power network maintenance
Amey Programme Management Limited	Building support services
Amey Public Services LLP (67%)	Highway management and maintenance
Amey Rail Limited	Rail services, management and maintenance
Amey Roads (North Lanarkshire) Limited (67%)	Highway management and maintenance
Amey Services Limited	Payroll services
Amey TPT Limited	Professional services to rail market
Amey Ventures Limited	Bid management
Amey Ventures Asset Holdings Limited	Investment holdings
Amey Wye Valley Limited (80%)	Highways maintenance and other services
A.R.M. Services Group Limited	Holding company
Brophy Grounds Maintenance Limited	Environmental services
Byzak Limited	Water systems maintenance
C.F.M. Building Services Limited ( <i>Scotland</i> )	Buildings maintenance
Enterprise Limited	Holding company
Enterprise (AOL) Limited	Environmental services and highways maintenance
Enterprise (Venture Partner) Limited	Investment holdings
Enterprise Holding Company No.1 Limited	Holding company
Enterprise Managed Services Limited	Utilities network maintenance and environmental services
EnterpriseManchester Partnership Limited (80%)	Environmental services
Fleet and Plant Hire Limited	Specialist fleet support services
Globemile Limited	Holding company
Heating and Building Maintenance Company Limited	Facilities management
MRS Environmental Services Limited	Environmental services
Nationwide Distribution Services Limited	Highways maintenance and other services
Seilwaith Amey Cymru/Amey Infrastructure Wales Limited	Rail services, management and maintenance
Sherard Secretariat Services Limited	Company secretarial services
Slough Enterprise Limited	Environmental services
The Group disposed of the following subsidiary undertakings during 2022:	
Amey (IOW) SPV Limited (since renamed Thalia IOW SPV Limited)	Waste management
Amey Utility Services Limited (since renamed Avoe Limited)	Utilities network maintenance
Amey Ventures Management Services Limited (since renamed Albany Ventures Management Services Limited)	Investment management
Thalia AWRP ODC Limited (50%)	Waste management
Thalia MK ODC Limited (50%)	Waste management
Thalia Waste Management Limited (50%)	Holding Company
Thalia WB Holdco (50%)	Holding company
Thalia WB ODC Limited (50%)	Waste management

**6 Investment in subsidiary and joint venture undertakings (continued)****Investment in subsidiary undertakings (continued)****Dormant subsidiary undertaking**

Access Hire Services Limited	Enterprise Business Solutions 2000 Limited
Accord Asset Management Limited **	Enterprise Fleet Limited
Accord Consulting Services Limited **	Enterprise Foundation (ETR) Limited
Accord Environmental Services Limited	Enterprise Islington Limited **
Accord Network Management Limited *	Enterprise Lighting Services Limited
Amey (JJMG) Limited	Enterprise Managed Services (BPS) Limited
Amey Building Limited *	Enterprise Public Services Limited
Amey Datel Limited *	Haringey Enterprise Limited
Amey Facilities Partners Limited *	Hillcrest Developments (Yorkshire) Limited
Amey IT Services Limited	ICE Developments Limited **
Amey Railways Holdings Limited **	JDM Accord Limited **
Amey Technology Services Limited **	JNP Ventures Limited
Amey Tramlink Limited *	JNP Ventures 2 Limited ~
Amey Tube Limited **	MRS St Albans Limited
Comax Holdings Limited **	Novo Community Limited
Countrywide Property Inspections Limited **	TPI (Holdings) Limited
CRW Maintenance Limited	Transportation Planning (International) Limited
Durley Group Holdings Limited **	Trinity Group Holdings Limited **
Enterprise (ERS) Limited ^	Wimco Limited *
Enterprise Building Services Limited **	

Amey 1321 Limited was dissolved on 1 March 2022.

Thalia IOW ODC Limited (50%) was sold in November 2022.

~ Company dissolved via voluntary strike off 16 May 2023

\* Company dissolved via voluntary strike off 23 May 2023

\*\* Company dissolved via voluntary strike off 30 May 2023

^ Company has applied for voluntary strike off

Accord Network Management Limited, EnterpriseManchester Partnership Limited and Enterprise Foundation (ETR) Limited all have financial periods ending on 31 March. All other subsidiary undertakings have financial periods ending on 31 December. Where a subsidiary undertaking does not have a coterminous year end, interim financial statements have been prepared.

Dormant subsidiary undertakings are exempt from audit under section 480 of the Companies Act 2006.

**6 Investment in subsidiary and joint venture undertakings (continued)****Investment in joint venture undertakings**

The Company's joint venture undertakings, which are registered in England and Wales (unless otherwise indicated), and the proportion of equity which is all held indirectly are as follows:

Joint venture undertaking	Nature of business	Class of share held	2022 % held	2021 % held
ALC (FMC) Limited ( <i>in voluntary liquidation</i> )	PFI asset management concession for the MOD	Ordinary	50.0	50.0
Amey (ABD) Limited	Energy efficiency design and installation	Ordinary	-	50.0
Amey (AB) Limited (formerly AmeyBreathe Limited)	Energy services	Ordinary	100.0	50.0
AmeyBriggs Asset Holdings Limited	Complex Facilities	Ordinary	50.0	50.0
AmeyBriggs Assets Limited	Complex Facilities	Ordinary	50.0	50.0
AmeyBriggs Services Holdings Limited	Complex Facilities	Ordinary	50.0	50.0
AmeyBriggs Services Limited	Complex Facilities	Ordinary	50.0	50.0
Amey FMP Belfast Strategic Partnership Hold Co Limited	Managing development of schools and libraries in Northern Ireland	Ordinary	70.0	70.0
Amey FMP Belfast Strategic Partnership SP Co Limited	Managing development of schools and libraries in Northern Ireland	Ordinary	70.0	70.0
Amey Hallam Highways Holdings Limited	PFI highways concession in Sheffield	See note	3.3	3.3
Amey Hallam Highways Limited	PFI highways concession in Sheffield	See note	3.3	3.3
Amey Infrastructure Management (1) Limited	Investment holdings	See note	10.0	10.0
Amey Infrastructure Management (2) Limited (since renamed Equitix Infrastructure Management (2) Limited)	Investment holdings	See note	-	10.0
Amey Infrastructure Management (3) Limited	Investment holdings	See note	10.0	10.0
Amey Ventures Investments Limited	Investment holdings	Ordinary	5.0	5.0
Amey-Webber LLC ( <i>USA</i> )	Highways maintenance	Ordinary	51.0	51.0
AmeyVTOL Limited	Railways maintenance	Ordinary	60.0	60.0
AWRP Holding Co Limited	PFI waste management concession	See note	-	3.3
AWRP SPV Limited	PFI waste management concession	See note	-	3.3
EduAction (Waltham Forest) Limited	Education support services outsourcing	Ordinary	-	50.0
GEO Amey Limited	Prisoner escort and custody services	Ordinary	50.0	50.0
Integrated Bradford Hold Co Two Limited	PFI schools concession in Bradford	See note	0.6	0.6
Integrated Bradford LEP Limited	PFI schools concession in Bradford	See note	4.0	4.0
Integrated Bradford LEP Fin Co One Limited	PFI schools concession in Bradford	See note	4.0	4.0
Integrated Bradford PSP Limited	PFI schools concession in Bradford	See note	5.0	5.0
Integrated Bradford SPV Two Limited	PFI schools concession in Bradford	See note	0.6	0.6
Keolis Amey Consulting Limited	Railways maintenance	Ordinary	36.0	36.0
Keolis Amey Docklands Limited	Railways maintenance	Ordinary	30.0	30.0
Keolis Amey Metrolink Limited	Railways maintenance	Ordinary	40.0	40.0
Keolis Amey Operations/Gweithrediadau Keolis Amey Limited	Railways maintenance	Ordinary	36.0	36.0
Keolis Amey Rail Limited	Railways maintenance	Ordinary	40.0	40.0
Scot Roads Partnership Holdings Limited ( <i>Scotland</i> )	Highways maintenance	Ordinary	20.0	20.0
Scot Roads Partnership Project Limited ( <i>Scotland</i> )	Highways maintenance	Ordinary	20.0	20.0
Scot Roads Partnership Finance Limited ( <i>Scotland</i> )	Highways maintenance	Ordinary	20.0	20.0
Thalia MK Holding Co Limited	PFI waste management concession	Ordinary	-	50.0
Thalia MK SPV Limited	PFI waste management concession	Ordinary	-	50.0
TFW Innovation Services Limited	Railways maintenance	Ordinary	17.6	17.6

Amey (ABD) Limited was dissolved on 1 February 2022.

EduAction (Waltham Forest) Limited was dissolved on 1 February 2022.

Amey (AB) Limited was previously a joint venture and is now a wholly owned subsidiary. The additional shareholding was purchased by Amey Community Limited on 8 March 2022.

Note – the class of share held by the Group for each of the Companies here noted is 50.1% of Ordinary shares and 10.0% of Preference shares.

Percent held represents the overall economic interest in the joint venture undertaking.

**6 Investment in subsidiary and joint venture undertakings (continued)****Investment in joint venture undertakings**

The following joint venture undertakings, and the Company's proportion of equity held, are held indirectly through Amey Ventures Investments Limited:

Joint venture undertaking	Nature of business	Class of share held	2022 % held	2021 % held
AHL Holdings (Manchester) Limited	PFI street lighting concession	Ordinary	2.5	2.5
Amey Highways Lighting (Manchester) Limited	PFI street lighting concession	Ordinary	2.5	2.5
AHL Holdings (Wakefield) Limited	PFI street lighting concession	Ordinary	2.5	2.5
Amey Highways Lighting (Wakefield) Limited	PFI street lighting concession	Ordinary	2.5	2.5
ALC (Superholdco) Limited <i>(in voluntary liquidation)</i>	PFI asset management concession for the MOD	Ordinary	2.5	2.5
ALC (Holdco) Limited <i>(in voluntary liquidation)</i>	PFI asset management concession for the MOD	Ordinary	2.5	2.5
ALC (SPC) Limited <i>(in voluntary liquidation)</i>	PFI asset management concession for the MOD	Ordinary	2.5	2.5
Amey Belfast Schools Partnership Hold Co Limited	PFI schools concession	Ordinary	5.0	5.0
Amey Belfast Schools Partnership PFI Co Limited	PFI schools concession	Ordinary	5.0	5.0
Amey Lighting (Norfolk) Holdings Limited	PFI street lighting concession	Ordinary	5.0	5.0
Amey Lighting (Norfolk) Limited	PFI street lighting concession	Ordinary	5.0	5.0
Amey Roads NI Holdings Limited <i>(Northern Ireland)</i>	PFI highways concession in Northern Ireland	Ordinary	2.5	2.5
Amey Roads NI Limited <i>(Northern Ireland)</i>	PFI highways concession in Northern Ireland	Ordinary	2.5	2.5
Amey Roads NI Financial plc <i>(Northern Ireland)</i>	PFI highways concession in Northern Ireland	Ordinary	2.5	2.5
E4D&G Holdco Limited	PFI schools concession in Dumfries & Galloway	Ordinary	4.3	4.3
E4D&G Project Co Limited	PFI schools concession in Dumfries & Galloway	Ordinary	4.3	4.3
Integrated Bradford Hold Co One Limited	PFI schools concession in Bradford	Ordinary	1.7	1.7
Integrated Bradford SPV One Limited	PFI schools concession in Bradford	Ordinary	1.7	1.7
RSP (Holdings) Limited <i>(Scotland)</i>	PFI schools concession in Renfrewshire	Ordinary	1.8	1.8
The Renfrewshire Schools Partnership Limited <i>(Scotland)</i>	PFI schools concession in Renfrewshire	Ordinary	1.8	1.8
Services Support (Avon and Somerset) Holdings Limited	PFI courts concession in Bristol	Ordinary	1.0	1.0
Services Support (Avon and Somerset) Limited	PFI courts concession in Bristol	Ordinary	1.0	1.0

The Company also has an interest in the following jointly controlled operations:

Jointly controlled operation	Participating subsidiary	Nature of business	2022 % held	2021 % held
Amey Black and Veatch	Byzak Limited	Water systems maintenance	50.0	50.0
AmeyColas	Amey Rail Limited	Rail track maintenance and renewal	50.0	50.0
AmeyInabensa	Amey Rail Limited	Rail track maintenance and renewal	50.0	50.0
Amey Lafarge	Amey LG Limited	Highways management and maintenance	70.0	70.0
Amey-Miller Glasgow Schools	Amey Construction Limited	Building support services	50.0	50.0
AmeyMouchel	Amey LG Limited	Highways management and maintenance	75.0	75.0
AmeySersa	Amey Rail Limited	Rail track maintenance and renewal	70.0	70.0
Amey SRM	Amey OW Limited	Highways management and maintenance	50.0	50.0
KeolisAmey	Amey Rail Limited	Rail track maintenance and renewal	70.0	70.0

The jointly controlled operations represent activities where assets have been pooled with other operators within the contract as part of the overall venture. They do not have registered offices other than the registered office of the participating subsidiaries. The principal place of business is Chancery Exchange, Funnival Street, London, EC4A 1AB.

All incorporated joint venture undertakings operate in the UK, with the exception of Amey-Webber LLC (USA). All joint venture undertakings and jointly controlled operations are not held directly but are held through subsidiary undertakings.

All joint venture undertakings and jointly controlled operations have financial periods ending on 31 December, with the exceptions of: Amey Roads NI Holdings Limited, Amey Roads NI Limited, Amey Roads NI Financial Limited, Keolis Amey Metrolink Limited, Keolis Amey Wales Cymru Limited, Keolis Amey Operations/Gweithrediadau Keolis Amey Limited, Scot Roads Partnership Holdings Limited, Scot Roads Partnership Project Limited, Scot Roads Partnership Finance Limited (all 31 March); Amey FMP Belfast Strategic Partnership Hold Co Limited, Amey FMP Belfast Strategic Partnership SP Co Limited (30 June). Where a joint venture undertaking does not have a coterminous year end, interim financial statements have been prepared.

**6 Investment in subsidiary and joint venture undertakings (continued)****Registered offices**

The registered office of subsidiary and joint venture undertakings is Chancery Exchange, 10 Furnival Street, London, EC4A 1AB, United Kingdom. The exceptions to this are set out in the table below:

<b>Undertaking</b>	<b>Registered office (United Kingdom, unless otherwise indicated)</b>
AHL Holdings (Manchester) Limited	8 White Oak Square, London Road, Swanley, Kent, BR8 7AG
AHL Holdings (Wakefield) Limited	8 White Oak Square, London Road, Swanley, Kent, BR8 7AG
ALC (FMC) Limited	The Business Debt Advisor, 18-22 Lloyd Street, Manchester, M2 5WA
ALC (Superholdco) Limited	The Business Debt Advisor, 18-22 Lloyd Street, Manchester, M2 5WA
ALC (Holdco) Limited	The Business Debt Advisor, 18-22 Lloyd Street, Manchester, M2 5WA
ALC (SPC) Limited	The Business Debt Advisor, 18-22 Lloyd Street, Manchester, M2 5WA
Amey Belfast Schools Partnership Hold Co Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Belfast Schools Partnership PFI Co Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Consulting Australia Pty Limited	Level 26, 181 William Street, Melbourne, VIC 3000, Australia
Amey Consulting USA, Inc.	1130 Post Oak Boulevard, Suite 1250, Houston, Texas 77056
Amey FMP Belfast Strategic Partnership Hold Co Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey FMP Belfast Strategic Partnership SP Co Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Hallam Highways Holdings Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Hallam Highways Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Highways Lighting (Manchester) Limited	8 White Oak Square, London Road, Swanley, Kent, BR8 7AG
Amey Highways Lighting (Wakefield) Limited	8 White Oak Square, London Road, Swanley, Kent, BR8 7AG
Amey Infrastructure Management (1) Limited	Watling House, 5 <sup>th</sup> Floor, 33 Cannon Street, London, EC4M 5SB
Amey Infrastructure Management (3) Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Lighting (Norfolk) Holdings Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Lighting (Norfolk) Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey Roads NI Limited	Murray House, Murray Street, Belfast, BT1 6DN
Amey Roads NI Holdings Limited	Murray House, Murray Street, Belfast, BT1 6DN
Amey Roads NI Financial plc	Murray House, Murray Street, Belfast, BT1 6DN
Amey Ventures Investments Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Amey-Webber LLC	1209 Orange Street, Wilmington 19801, Delaware, USA
C.F.M. Building Services Limited	Precision House, McNeil Drive, Motherwell, Scotland, ML1 4UR
E4D&G Holdco Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
E4D&G Project Co Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Fleet and Plant Hire Limited	The Matchworks Pavilions 3 and 4, Garston, Liverpool, L19 2PH
GEO Amey Limited	Unit A, Redwing Centre, Mosley Road, Trafford Park, Manchester, M17 1RJ
Integrated Bradford Hold Co One Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Integrated Bradford Hold Co Two Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Integrated Bradford LEP Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Integrated Bradford LEP Fin Co One Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Integrated Bradford PSP Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Integrated Bradford SPV One Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Integrated Bradford SPV Two Limited	3 <sup>rd</sup> Floor, 3-5 Charlotte Street, Manchester, M1 4HB
Keolis Amey Consulting Limited	Evergreen Building North, 160 Euston Road, London, NW1 2DX
Keolis Amey Docklands Limited	Evergreen Building North, 160 Euston Road, London, NW1 2DX
Keolis Amey Metrolink Limited	Evergreen Building North, 160 Euston Road, London, NW1 2DX
Keolis Amey Operations/Gweithrediadau Keolis Amey Limited	Evergreen Building North, 160 Euston Road, London, NW1 2DX
Keolis Amey Rail Limited	Evergreen Building North, 160 Euston Road, London, NW1 2DX
RSP (Holdings) Limited	Precision House, McNeil Drive, Motherwell, ML1 4UR
Scot Roads Partnership Finance Limited	1e, Willow House, Kestrel View, Strathclyde Business Park, Bellshill, ML4 3PB
Scot Roads Partnership Holdings Limited	1e, Willow House, Kestrel View, Strathclyde Business Park, Bellshill, ML4 3PB
Scot Roads Partnership Project Limited	1e, Willow House, Kestrel View, Strathclyde Business Park, Bellshill, ML4 3PB
Selwaith Amey Cymru / Amey Infrastructure Wales Limited	Cvl Infrastructure Depot Ty Trafnidiaeth, Treforest Industrial Estate, Gwent Road, Pontypridd, CF37 5UT
Services Support (Avon & Somerset) Limited	Watling House, 5 <sup>th</sup> Floor, 33 Cannon Street, London, EC4M 5SB
Services Support (Avon & Somerset) Holdings Limited	Watling House, 5 <sup>th</sup> Floor, 33 Cannon Street, London, EC4M 5SB
TfW Innovation Services Limited	3 Llys Cadwyn, Taff Street, Pontypridd, Rhondda Cynon Taf, CF37 4TH
The Renfrewshire Schools Partnership Limited	Precision House, McNeil Drive, Motherwell, ML1 4UR

## Notes to the financial statements (continued)

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**7 Share capital**

Ordinary shares of £1 each	Number	£'000
Authorised		
<b>At 1 January 2021, 31 December 2021 and at 31 December 2022</b>	<b>233,878,283</b>	<b>233,878</b>
Issued, allotted, called up and fully paid		
<b>At 1 January 2021, 31 December 2021 and at 31 December 2022</b>	<b>233,878,283</b>	<b>233,878</b>

**8 Share premium account**

	£'000
<b>At 1 January 2021, 31 December 2021 and at 31 December 2022</b>	<b>263,989</b>

**9 Other equity instruments**

	£'000
At 1 January 2021	63,930
Reserves transfer in respect of accrued interest for the year	1,361
<b>At 31 December 2021</b>	<b>65,291</b>
Reserves transfer in respect of accrued interest for the year	1,449
<b>At 31 December 2022</b>	<b>66,740</b>

On 25 July 2018, Amey UK Limited, the Company's immediate parent company, granted a subordinated loan facility to the Company for an amount of £60.0 million. It is a perpetual loan with an applicable interest rate of 12-month LIBOR plus 200 basis points which rises to 12-month LIBOR plus 500 basis points if Group Profits Before Interest, Tax, Depreciation and Amortisation ('EBITDA') is above a set threshold.

The loan has no specified maturity date but can be redeemed by the Company at any time. The Company also has the power to delay timing of the interest payment at its sole discretion which cannot be claimed by the lender.

As it is at the Company's discretion to decide both the repayment of the principal and the possibility of deferring the payment of interest, the loan does not satisfy the condition to be accounted for as a financial liability since it does not include a contractual obligation to pay cash or other financial assets to discharge the liability. Accordingly, it will be classified as an equity instrument and will be recognised as 'Other equity instrument'. The accrued interest will be recognised in reserves and treated in the same way as dividends.

The total amount of dividend interest accrued and not paid at 31 December 2022 was £6,740,000 (2021 - £5,291,000).

**10 Financial and capital commitments**

The Company had no financial or capital commitments at 31 December 2022 or 31 December 2021.

**11 Contingent liabilities**

As a member of the Amey UK Limited Group of Companies, the Company is a participating guarantor in certain bank account pooling arrangement and is jointly and severally liable with other group companies for the total Group balances outstanding. As at 31 December 2022, there were no contingent liabilities (2021 - £nil).

Under the terms of the Birmingham City Council Highways PFI contract settlement arrangements, the Company is party to Group guarantees in respect of the payment of the settlement accounts with £25 million remaining to be paid at 31 December 2022. In January 2023, the remaining balance was settled in full.

The Company had no other contingent liabilities at 31 December 2022 or at 31 December 2021.

**12 Controlling parties**

The immediate parent undertaking is Amey UK Limited.

The ultimate parent undertaking, the ultimate controlling party and the largest group to consolidate these financial statements is Project Ardent Bidco Limited.

The Company is wholly owned by both the immediate and ultimate parent undertaking.

The parent of the smallest group in which these financial statements are consolidated is Amey UK Limited, incorporated in England and Wales.

Copies of the Project Ardent Bidco Limited or Amey UK Limited consolidated financial statements can be obtained from the registered office as follows:

The Company Secretary  
Chancery Exchange  
10 Fumival Street  
London EC4A 1AB  
United Kingdom