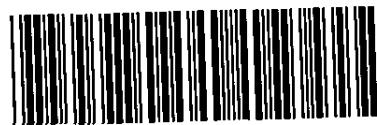


Severn Trent Finance Limited

Annual report and financial statements for the year ended 31 March 2018

Company number: 06294618

FRIDAY



A13 *A7HEW6CB* #44
26/10/2018
COMPANIES HOUSE

Severn Trent Finance Limited

Annual report and financial statements for the year ended 31 March 2018

Contents

| | |
|---|---|
| Company information..... | 1 |
| Strategic report | 2 |
| Directors' report | 3 |
| Income statement | 5 |
| Balance sheet | 6 |
| Statement of changes in equity..... | 7 |
| Notes to the financial statements | 8 |

Severn Trent Finance Limited

Company information

| | |
|--------------------------|---|
| Company number | 06294618 |
| Directors | M J Dovey (resigned 14 December 2017) J A Jackson B Kennedy R C McPheely |
| Secretary | A A Campbell |
| Registered office | Severn Trent Centre 2 St John's Street Coventry CV1 2LZ |
| Bankers | Barclays Bank PLC 1 Churchill Place London E14 5HP |

Severn Trent Finance Limited

Strategic report

Business review and principal activities

The company is a wholly owned subsidiary of Severn Trent Plc.

The principal activity of the company is to act as a holding company for certain subsidiary companies in the Severn Trent group.

On 22 March 2018 the company entered into an assignment agreement with Severn Trent Luxembourg Overseas Holdings S.a.r.l. ("STLOH") under which certain balances due to STLOH from Severn Trent Plc, amounting to £764,000, were assigned to the company. The investment in STLOH was written off, resulting in a net exceptional charge of £257,603,000.

Dividends of £45,687,000 have been received during the year (2017: £124,421,000).

There have not been any significant changes in the company's principal activities in the year under review. The directors are not aware, at the date of this report, of any likely major changes in the company's activities or prospects in the next year.

The company does not trade and the company's directors do not believe that further key performance indicators for the company are necessary to enhance the understanding of the development, performance or position of the business.

Principal risks and uncertainties

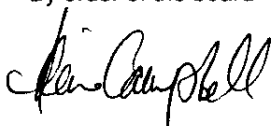
Treasury management

The Severn Trent group manages its treasury operations on a group basis. Financial risk management is performed by Severn Trent's Group Treasury department. This includes assessment and mitigation of price risk, credit risk, liquidity risk and interest rate cash flow risk. The group's treasury management policies and operations are discussed in Severn Trent Plc's Annual Report and Financial Statements (which does not form part of this report).

Going concern and financial position

The directors have considered the financial position and future prospects of the company. The company participates in the group's pooled banking arrangements and receives funding from the Severn Trent group in the form of intra-group loans. When existing loans reach maturity the appropriate funding will be established as required to ensure such obligations can be met. After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the report and annual financial statements.

By order of the board



A A Campbell
Company Secretary
3 October 2018

Severn Trent Finance Limited

Directors' report

The directors present their annual report and the financial statements of the company for the year ended 31 March 2018.

Matters included in the Strategic report

The following matters are included in the company's Strategic report on the preceding page:

- Principal activity of the company
- Future developments in the business
- Principal risks and uncertainties

Directors

The directors who served during the year are shown on page 1. M J Dovey resigned as a director on 14 December 2017.

Directors' indemnities

The company's Articles of Association provide that directors of the company shall be indemnified by the company against any costs incurred by them in carrying out their duties including defending any proceedings arising out of their positions as directors in which they are acquitted or judgement is given in their favour or relief from any liability is granted to them by the court. These indemnities were in force throughout the year and up to the date of signing of the financial statements.

Environment

The company recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements policies to reduce any damage that might be caused by its activities. The company operates in accordance with the group policies of Severn Trent Plc which are described in the group's Annual Report and Financial Statements (which does not form part of this report).

Results and dividends

The company's loss for the financial year after taxation was £209,987,000 (2017: profit of £125,815,000). The directors do not recommend the payment of a dividend.

Post balance sheet events

There have been no significant post balance sheet events.

Severn Trent Finance Limited

Directors' report (continued)

Directors' responsibilities statement

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 Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101). 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 Financial Reporting Standard 101 Reduced Disclosure Framework has 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.

By order of the board



A A Campbell
Company Secretary
3 October 2018

Severn Trent Finance Limited

Income statement For the year ended 31 March 2018

| | Note | 2018 £'000 | 2017 £'000 |
|---|------|------------------|----------------|
| Operating costs | 6 | (576) | — |
| Exceptional items | 7 | (257,603) | — |
| Loss before interest and tax | | (258,179) | — |
| Finance income | 8 | 2,735 | 1,743 |
| Dividends received | | 45,867 | 124,421 |
| (Loss)/profit on ordinary activities before taxation | | (209,577) | 126,164 |
| Current tax | 9 | (410) | (349) |
| (Loss)/profit for the year | | (209,987) | 125,815 |

All results are from continuing operations in both the current and preceding year.

The company has no recognised gains or losses other than the results above and therefore no separate statement of comprehensive income has been presented.

Severn Trent Finance Limited

Balance sheet

At 31 March 2018

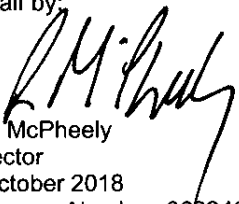
| | Note | 2018 £'000 | 2017 £'000 |
|---|------|----------------|---------------|
| Non-current assets | | | |
| Investments | 10 | 47,719 | 306,086 |
| Trade and other receivables | 11 | 225,077 | – |
| | | 272,796 | 306,086 |
| Current assets | | | |
| Trade and other receivables | 11 | 570 | 179,165 |
| Cash and cash equivalents | | 2,721 | 801 |
| | | 3,291 | 179,966 |
| Current liabilities | | | |
| Current tax payable | | (759) | (737) |
| Net current assets/(liabilities) | | 2,532 | (179,229) |
| Net assets | | 275,328 | 485,315 |
| Equity | | | |
| Called up share capital | 12 | 94,575 | 94,575 |
| Share premium account | | 252,409 | 252,409 |
| Retained earnings | | (71,656) | 138,331 |
| Total equity | | 275,328 | 485,315 |

For the year ending 31 March 2018, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the act with respect to accounting records and the preparation of accounts.

The financial statements were approved by the board of directors on 3 October 2018. They were signed on its behalf by:


R C McPheely
Director
3 October 2018
Company Number: 06294618

Severn Trent Finance Limited

Statement of changes in equity

For the year ended 31 March 2018

| | Share capital £'000 | Share premium £'000 | Retained earnings £'000 | Total £'000 |
|--|---------------------------|---------------------------|-------------------------------|----------------|
| At 1 April 2016 | 94,000 | – | 12,516 | 106,516 |
| Profit and total comprehensive income for the year | – | – | 125,815 | 125,815 |
| Shares issued | 575 | 252,409 | – | 252,984 |
| At 31 March 2017 | 94,575 | 252,409 | 138,331 | 485,315 |
| Loss and total comprehensive loss for the year | – | – | (209,987) | (209,987) |
| At 31 March 2018 | 94,575 | 252,409 | (71,656) | 275,328 |

Severn Trent Finance Limited

Notes to the financial statements

1. Accounting policies

a) Accounting convention

The financial statements have been prepared on the going concern basis (see Strategic report) under the historical cost convention as modified by the revaluation of certain financial assets and liabilities (including derivative instruments) at fair value, and in accordance with applicable United Kingdom Accounting Standards and comply with the requirements of the United Kingdom Companies Act 2006 ('the Act'). The principal accounting policies, which have been applied consistently in the current and preceding year are set out below.

Severn Trent Finance Limited (the company) is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales.

b) Basis of preparation

The company is a wholly owned subsidiary of Severn Trent Plc and is included in the consolidated financial statements of Severn Trent Plc. Consequently, the directors have taken advantage of the exemption available under section 400 of the United Kingdom Companies Act 2006 from preparing group accounts.

The company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements'. Accordingly, the company has elected to apply FRS 101 'Reduced Disclosure Framework'. Therefore the recognition and measurement requirements of EU-adopted IFRS have been applied, with amendments where necessary in order to comply with the Companies Act 2006 and The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410) as these are Companies Act 2006 accounts.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to share based payments, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions.

Where required, equivalent disclosures are given in the group financial statements of Severn Trent Plc. The group financial statements of Severn Trent Plc are available to the public and can be obtained as set out in note 15.

c) Finance and similar income

Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable. Interest income is included in finance income.

d) Exceptional items

Exceptional items are income or expenditure, which individually or, if of a similar type, in aggregate should, in the opinion of the directors, be disclosed by virtue of their size or nature if the financial statements are to give a true and fair view.

e) Taxation

Current tax payable is based on taxable profit for the year and is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date. Taxable profit differs from profit on ordinary activities before taxation as reported in the income statement because it excludes items of income and expenses that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

Severn Trent Finance Limited

Notes to the financial statements (continued)

f) Impairment of non-current assets

If the recoverable amount of goodwill, an item of property, plant and equipment, or any other non-current asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Where the asset does not generate cash flows that are independent from other assets, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Recoverable amount is the higher of fair value less costs to sell or estimated value in use at the date the impairment review is undertaken. Fair value less costs to sell represents the amount obtainable from the sale of the asset in an arm's length transaction between knowledgeable and willing third parties, less costs of disposal. Value in use represents the present value of future cash flows expected to be derived from a cash-generating unit, discounted using a pre-tax discount rate that reflects current market assessments of the cost of capital of the cash-generating unit or asset.

The discount rate used is based on the estimated cost of capital adjusted for the risk profiles of individual businesses.

Impairment reviews are carried out if there is an indication that an impairment may have occurred, or, where otherwise required, to ensure that non-current assets are not carried above their estimated recoverable amounts.

Impairments are recognised in the income statement.

g) Foreign currency

Foreign currency transactions arising during the year are translated into sterling at the rate of exchange ruling on the date of the transaction. All profits and losses on exchange arising during the year are dealt with through the income statement.

2. New accounting policies

The company has adopted all amendments to standards with an effective date relevant to this year end with no material impact on its results, assets or liabilities. All other accounting policies have been applied consistently.

3. Significant accounting judgements and key sources of estimation uncertainty

In the process of applying the company's accounting policies, no significant accounting judgements or key accounting estimates were required.

4. Employee numbers

The average monthly number of employees (including executive directors) during the year was nil (2017: nil).

5. Directors' remuneration

The directors received no emoluments for their services to the company. The emoluments of the directors are paid by other companies within the Severn Trent group.

6. Operating costs

| | 2018 £'000 | 2017 £'000 |
|-----------------|---------------|---------------|
| Exchange losses | 576 | — |

7. Exceptional items

| | 2018 £'000 | 2017 £'000 |
|--|---------------|---------------|
| Impairment of investment in subsidiary | 257,603 | — |

Severn Trent Finance Limited

Notes to the financial statements (continued)

7. Exceptional items (continued)

During the year, the company disposed of its entire shareholding in its Luxembourg and US subsidiaries. Further details are disclosed in note 10.

8. Finance income

| | 2018 £'000 | 2017 £'000 |
|--|---------------|---------------|
| Interest income earned on: | | |
| - amounts due from fellow group undertakings | 2,735 | 1,743 |

9. Taxation

a) Analysis of tax charge in the year

| | 2018 £'000 | 2017 £'000 |
|---------------------------------------|---------------|---------------|
| Current tax | | |
| UK corporation tax at 19% (2017: 20%) | | |
| - Current year | 410 | 349 |

The company earns profits primarily in the UK. Therefore the tax rate used for tax on profit on ordinary activities is the standard rate for UK corporation tax.

b) Factors affecting the tax charge in the year

The tax charge for the current year is higher (2017: lower) than the standard rate of corporation tax in the UK of 19% (2017: 20%).

The differences are explained below:

| | 2018 £'000 | 2017 £'000 |
|---|------------------|---------------|
| (Loss)/profit on ordinary activities before taxation | (209,577) | 126,164 |
| Tax at the standard rate of corporation tax in the UK 19% (2017: 20%) | (39,820) | 25,233 |
| Tax effect of items not deductible in determining taxable profits | 48,945 | (24,884) |
| Tax effect of items not taxable in determining taxable profits | (8,715) | |
| Total tax charge for the year | 410 | 349 |

10. Investment in subsidiary undertakings

| | 2018 £'000 | 2017 £'000 |
|---|------------------|---------------|
| Cost and net book value at 1 April 2017 | 306,086 | 306,086 |
| Investment written off | (258,637) | – |
| Cost and net book value at 31 March 2018 | 47,719 | 306,086 |

On 22 March 2018 the company entered into an assignment agreement with Severn Trent Luxembourg Overseas Holdings S.a.r.l. ("STLOH") under which certain balances due to STLOH from Severn Trent Plc, amounting to £764,000, were assigned to the company. The investment in STLOH was written off, resulting in a net exceptional charge of £257,603,000.

In the opinion of the directors the fair values of the company's investments are not less than the amount at which they are stated on the balance sheet.

Severn Trent Finance Limited

Notes to the financial statements (continued)

10. Investment in subsidiary undertakings (continued)

The company had the following related undertakings at the balance sheet date, held directly or indirectly:

| Related undertakings | Country of operation and | Percentage of share | Class of share |
|--|--------------------------|---------------------|-----------------|
| Severn Trent Overseas Holdings Limited | United Kingdom | 100% | Ordinary shares |
| Severn Trent Holdings SA | Belgium | 100% | Ordinary shares |

The registered office of Severn Trent Overseas Holdings Limited is Severn Trent Centre, 2 St John's Street, Coventry, CV1 2LZ, United Kingdom.

The registered office of Severn Trent Holdings SA is Rond Point Schuman 6 box 5, 1040 Brussels, Belgium.

11. Trade and other receivables

| | 2018 £'000 | 2017 £'000 |
|---|---------------|----------------|
| Current assets | | |
| Amounts receivable from ultimate parent | 516 | – |
| Amounts receivable from fellow group undertakings | 54 | 986 |
| Amounts receivable from fellow group undertakings under loan agreements | – | 178,179 |
| | 570 | 179,165 |

| | 2018 £'000 | 2017 £'000 |
|---|----------------|---------------|
| Non-current assets | | |
| Amounts receivable from fellow group undertakings under loan agreements | 225,077 | – |
| | 225,077 | – |

The company has a £140,000,000 loan facility available to Severn Trent Plc. The loan is unsecured and attracts interest of 6m LIBOR + 1.025% margin. During the year the maturity date was extended to 5 December 2019.

The company has a £95,000,000 loan facility available to Severn Trent Investment Holdings Limited. The loan is unsecured and attracts interest of 6m LIBOR + 1.025% margin. During the year the maturity date was extended to 20 March 2020.

12. Share capital

| | 2018 £'000 | 2017 £'000 |
|--|---------------|---------------|
| Total issued and fully paid share capital | | |
| 94,574,694 ordinary shares of £1 each | 94,575 | 94,575 |

13. Contingent liabilities

The banking arrangement of the company operate on a pooled basis with certain fellow group undertakings. Under these arrangements participating companies guarantee each others' balances only to the extent that their credit balances can be offset against overdrawn balances of other Severn Trent group companies.

At 31 March 2018 the company's maximum exposure under these arrangements was £2,721,000 (2017: £801,000).

Severn Trent Finance Limited

Notes to the financial statements (continued)

14. Related party transactions

There have been no transactions with the directors of the company during the last financial year.

In accordance with the exemption allowed by FRS 101, no disclosure is made of transactions with other wholly owned member companies which are consolidated into the Severn Trent Plc group.

15. Ultimate parent undertaking

The immediate parent undertaking is Severn Trent Carsington Limited.

The ultimate parent undertaking and controlling party is Severn Trent Plc, which is the parent undertaking and controlling party of the smallest and largest group to consolidate these financial statements. Copies of the Severn Trent Plc consolidated financial statements can be obtained from Severn Trent Plc's registrars at Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA.