

Registered number  
07111373

**Tritax Carlisle UK Limited**  
**Report and Financial Statements**  
**for the year ended 31 December 2022**



**Tritax Carlisle UK Limited**  
**Report and Financial Statements**  
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**Tritax Carlisle UK Limited  
Company Information**

**Directors**

Petrina Austin  
Henry Franklin  
Colin Godfrey  
Bjorn Hobart  
Frankie Whitehead

**Auditors**

BDO LLP  
55 Baker Street  
London, UK  
W1U 7EU

**Solicitors**

Taylor Wessing LLP  
5 New Street Square  
London  
EC4A 3TW

**Registered office**

3<sup>rd</sup> Floor  
6 Duke Street  
St.James's  
London  
SW1Y 6BN

**Registered number**

07111373

**Bankers**

Barclays Bank PLC  
PO Box 3333  
One Snowhill  
Snow Hill Queensway  
Birmingham  
B3 2WN

**Tritax Carlisle UK Limited**

**Registered number:** 07111373

**Directors' Report**

The Directors present their report and financial statements for the year ended 31 December 2022.

The report has been prepared in accordance with the special provisions relating to small companies under Sections 415(A) (1) and (2) of the Companies Act 2006.

**Principal activities**

The Company's principal activity during the year continued to be the investment in UK Big Box Assets.

At 31 December 2022, the Company was a wholly-owned subsidiary of Tritax Carlisle Limited, a Jersey registered Company, whose ultimate parent is Tritax Big Box REIT plc.

**Strategic report**

The Directors have taken advantage of the exemptions allowed under Section 414B of the Companies Act 2006 and have not prepared a Strategic Report.

**Results and dividends**

The total loss for the year amounted to £1,567,248 (2021: profit of £2,665,371). The Directors paid a dividend in respect of the year of £1,449,246 (2021: £1,075,173). The total loss for the year is to be transferred against reserves.

**Directors**

The following persons served as Directors during the year:

Petrina Austin	
Henry Franklin	
Colin Godfrey	
Bjorn Hobart	
Philip Redding	(Resigned 21 September 2022)
Frankie Whitehead	

**Statement of Directors' responsibilities**

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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the Statement of Comprehensive Income 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 estimates that are reasonable and prudent;
- state whether applicable UK 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.

**Tritax Carlisle UK Limited**

**Registered number:** 07111373

**Directors' Report**

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.

**Disclosure of information to auditors**

Each person who was a Director at the time this report was approved confirms that:

- so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware;
- 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 auditor is aware of that information; and
- they are not aware of any material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern as assessed by the Company in note 1.4 of the financial statements.

**Appointment of auditors**

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

This report was approved by the Board of Directors on 30 June 2023 and signed on its behalf by:

DocuSigned by:  
  
59C988DE7F0141C...  
Frankie Whitehead  
Director

**Tritax Carlisle UK Limited**  
**Independent Auditor's Report to the members of Tritax Carlisle UK Limited**

**Opinion on the financial statements**

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 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.

We have audited the financial statements of Tritax Carlisle UK Limited ("the Company") for the year ended 31 December 2022 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the 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 Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

**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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

*Independence*

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.

**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.

## **Tritax Carlisle UK Limited**

### **Independent Auditor's Report to the members of Tritax Carlisle UK Limited**

#### **Other information**

The Directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. 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.

#### **Other Companies Act 2006 reporting**

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

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

In the 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 Director's 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; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

#### **Responsibilities of Directors**

As explained more fully in the Statement of Directors' Responsibilities, 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.

**Tritax Carlisle UK Limited**  
**Independent Auditor's Report to the members of Tritax Carlisle UK Limited**

**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 these financial statements.

*Extent to which the audit was capable of detecting irregularities, including fraud*

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 procedures carried out included:

- Agreement of the financial statement disclosures to underlying supporting documentation to assess compliance with those laws and regulations having an impact on the financial statements;
- Enquiries of management and those charged with governance as to their identification of any non-compliance with law or regulations, or any actual or potential claims;
- Review of minutes of board meetings throughout the period;
- Obtaining an understanding of the control environment in monitoring compliance with laws and regulations and performing our own checks of compliance with relevant requirements, including relevant company law and legislation relevant to the rental of properties; and
- In relation to the risk of management override of internal controls, by undertaking procedures to review journal entries processed during and subsequent to the year end and evaluating whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that 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, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

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



**Tritax Carlisle UK Limited**  
**Independent Auditor's Report to the members of Tritax Carlisle UK Limited**

**Use of our 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.

DocuSigned by:  
*Geraint Jones*

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Geraint Jones (Senior Statutory Auditor)  
For and on behalf of BDO LLP, statutory auditor  
London, UK  
Date: 30 June 2023

BDO LLP is a limited liability partnership registered in England and Wales  
(with registered number OC305127).

**Tritax Carlisle UK Limited**  
**Statement of Comprehensive Income**  
**for the year ended 31 December 2022**

	Notes	Year ended 31 December 2022 £	Year ended 31 December 2021 £
Gross rental income	3	1,499,454	1,461,341
Service charge income	3	3,150	5,038
Service charge expense	4	(3,150)	(5,038)
<b>Net rental income</b>		<b>1,499,454</b>	<b>1,461,341</b>
<b>Operating profit before changes in fair value of investment property</b>		<b>1,499,454</b>	<b>1,461,341</b>
Changes in fair value of investment property	7	(3,066,702)	1,204,030
<b>(Loss) / profit before taxation</b>		<b>(1,567,248)</b>	<b>2,665,371</b>
Taxation	6	-	-
<b>Total (loss) / comprehensive income (attributable to the shareholders)</b>		<b>(1,567,248)</b>	<b>2,665,371</b>

All amounts included in the Statement of Comprehensive Income relate to continuing activities. There are no items of comprehensive income other than the (loss)/profit for the financial year.

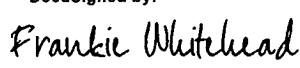
The notes on pages 11 to 20 form part of these financial statements.

**Tritax Carlisle UK Limited**  
**Statement of Financial Position**  
**as at 31 December 2022**  
**Company Number 07111373**

	Notes	31 December 2022 £	31 December 2021 £
<b>Fixed assets</b>			
Investment property	7	<u>23,410,000</u>	<u>26,390,000</u>
<b>Current assets</b>			
Trade and other receivables	8	<u>6,169</u>	<u>-</u>
<b>Total assets</b>		<u>23,416,169</u>	<u>26,390,000</u>
<b>Current liabilities</b>			
Deferred rental income		(330,267)	(328,275)
Trade and other payables	9	<u>(14,305,736)</u>	<u>(14,265,065)</u>
<b>Total current liabilities</b>		<u>(14,636,003)</u>	<u>(14,593,340)</u>
<b>Total liabilities</b>		<u>(14,636,003)</u>	<u>(14,593,340)</u>
<b>Net assets</b>		<u>8,780,166</u>	<u>11,796,660</u>
<b>Capital and reserves</b>			
Called up share capital	11	1	1
Retained earnings	12	<u>8,780,165</u>	<u>11,796,659</u>
<b>Total equity</b>		<u>8,780,166</u>	<u>11,796,660</u>

These financial statements have been prepared in accordance with the provisions applicable to the small companies' regime.

These financial statements were approved by the Board of Directors on 30 June 2023 and signed on its behalf by:

DocuSigned by:  
  
 59C998DE7F0141C...  
 Frankie Whitehead  
 Director

The notes on pages 11 to 20 form part of these financial statements.

**Tritax Carlisle UK Limited**  
**Statement of Changes in Equity**  
**for the year ended 31 December 2022**

	Notes	Share capital £	Retained earnings £	Total £
<b>At 1 January 2021</b>		1	10,206,461	10,206,462
Total comprehensive income		-	2,665,371	2,665,371
Dividends	13	-	(1,075,173)	(1,075,173)
<b>At 31 December 2021</b>		<u>1</u>	<u>11,796,659</u>	<u>11,796,660</u>
<b>At 1 January 2022</b>		1	11,796,659	11,796,660
Total comprehensive loss		-	(1,567,248)	(1,567,248)
Dividends	13	-	(1,449,246)	(1,449,246)
<b>At 31 December 2022</b>		<u>1</u>	<u>8,780,165</u>	<u>8,780,166</u>

The notes on pages 11 to 20 form part of these financial statements.

**Tritax Carlisle UK Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2022**

**1 Summary of significant accounting policies**

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

**1.1 General information**

The financial statements of Tritax Carlisle UK Limited (the 'Company') for the year ended 31 December 2022 have been authorised for issue by the Board of Directors.

The Company is a registered private company incorporated in the UK. The address for the registered office is 3rd Floor, 6 Duke Street, St.James's, London, SW1Y 6BN. The Company's principal activity is the investment of Big Box Assets in the UK. The Company is owned by Tritax Carlisle Limited and its ultimate parent company is Tritax Big Box REIT plc.

These financial statements are contained within the group consolidated financial statements of Tritax Big Box REIT plc (the Group). The group consolidated financial statements may be obtained from the Company Secretary at 3rd Floor, 6 Duke Street, St.James's, London, SW1Y 6BN.

These financial statements represent the separate financial statements of the Company.

**1.2 Basis of preparation**

These financial statements have been prepared in accordance with Financial Reporting Standard 100 Application of Financial Reporting Requirements ("FRS 100") and Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101").

The balance sheet heading relating to the Company's investment property has been amended to "Fixed assets" from "Non-current assets" to be consistent with the Company's presentation of its balance sheet in accordance with the balance sheet formats of the Companies Act 2006. Assets are classified in accordance with the definitions of fixed and current assets in the Companies Act instead of the presentation requirements of IAS 1 Presentation of Financial Statements.

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties, which have been measured at fair value through the Statement of Comprehensive Income, and in accordance with the Companies Act 2006.

These financial statements are prepared on a going concern basis.

FRS 101 introduces a disclosure framework enabling qualifying entities to use the recognition and measurement bases of International Financial Reporting Standards ("IFRS") in their individual entity financial statements, while being exempt from a number of disclosures required by full IFRS. The Company has taken advantage of the following disclosure exemptions which are permissible under FRS 101 as the equivalent disclosures are contained within the group consolidated financial statements of Tritax Big Box REIT plc:

- a statement of cash flows;
- the effect of future accounting standards not yet adopted;
- the disclosure of the remuneration of key management personnel;
- disclosure of related party transactions with other wholly owned members of the Tritax Big Box REIT plc group of companies;
- the disclosure of certain information relating to financial instruments and other fair value measurements; and
- the disclosure of certain comparative information relating to investment properties.

**Tritax Carlisle UK Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2022**

**1.3 Impact of New Standards Applied**

New Standards issued and effective from 1 January 2022

There was no material effect from the adoption of other amendments to IFRS effective in the year. They have no significant impact to the Company as they are either not relevant to the Company's activities or require accounting which is consistent with the Company's accounting policies.

New standards issued but not yet effective:

Amendments to IAS 1 on classification of liabilities as Current or Non-Current are effective for the financial years commencing on or after 1 January 2024 and are to be applied retrospectively. The amendments are not expected to have an impact on the presentation and classification of liabilities in the Statement of Financial Position based on rights that are in existence at the end of the reporting period.

There are no other standards that are not yet effective that would be expected to have a material impact on the Company in the current or future reporting periods and on the foreseeable future transactions.

**1.4 Going concern**

As at 31 December 2022, the Company had net current liabilities of £14,629,834 (2021: £14,593,340).

Having reviewed the Company's current position and cash flow projections, including the confirmation that the Company's ultimate parent undertaking will provide such support as is required for a period of at least 12 months from the date of signing of these financial statements, 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 these financial statements.

The group has a strong track record with regards to rent collection and has continued to receive 100% of all rent falling due in respect of 2022. The Directors have also considered the arrears position in light of IFRS 9, expected credit loss model.

As at 31 December 2022, the Group had an aggregate £483 million of undrawn commitments under its senior debt facilities, as well as £47.6m of cash held at bank, of which £99.9 million was committed under various pre-let development contracts. The Group's loan to value ratio stood at 31.2%, with the debt portfolio having an average maturity term of approximately 5.4 years. As at the date of approval of this report, the Group has substantial headroom within its financial loan covenants, which include loan to value covenants at 60% on its tightest loans. The Group's financial covenants have also been complied with for all loans throughout the year and up to the date of approval of these financial statements. As at 31 December 2022, property values would have to fall by more than 45% before loan covenants at the corporate level are breached.

The Directors are not aware of any material uncertainties that may cast significant doubt of the Company's ability to continue as a going concern.

**Tritax Carlisle UK Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2022**

**1.5 Investment property**

Investment property comprises completed property that is held to earn rentals or for capital appreciation, or both. Property held under a lease is classified as investment property when it is held to earn rentals or for capital appreciation or both, rather than for sale in the ordinary course of business or for use in production or administrative functions.

The corresponding entry upon recognising lease incentives or fixed/minimum rental uplifts is made to investment property.

Investment property is recognised when the risks and rewards of ownership have been transferred and is measured initially at cost including transaction costs. Transaction costs include transfer taxes, professional fees for legal services and other costs incurred in order to bring the property to the condition necessary for it to be capable of operating. Subsequent to initial recognition, investment property is stated at fair value. The Company's investment property is revalued annually to open market value. Gains or losses arising from changes in the fair values are included in the Statement of Comprehensive Income in the year in which they arise under IAS 40 '*Investment Property*'.

Long leaseholds are accounted for as Investment property as they meet the criteria for right of use assets.

Investment properties under construction are financed by the Company where the Company enters into contracts to forward fund the development of a pre-let property. All such contracts specify a fixed amount of consideration. The Company also directly enters into construction contracts to develop logistic assets, in the form of pre-let development, with an allowance of up to 5% of GAV in speculative development (with no pre-let secured). Investment properties under construction are initially recognised at cost (including the transaction costs), which reflect the Company's investment in the assets. Subsequently, the assets are remeasured to fair value at each reporting date. The fair value of investment properties under construction is estimated as the fair value of the completed asset less any costs still payable in order to complete, which include an appropriate developer's margin.

Additions to properties include costs of a capital nature only. Expenditure is classified as capital when it results in identifiable future economic benefits, which are expected to accrue to the Company. Capitalised expenditure also includes finance costs incurred on qualifying assets under construction. All other property expenditure is expensed in the Statement of Comprehensive Income as incurred.

Investment properties cease to be recognised when they have been disposed of or withdrawn permanently from use and no future economic benefit is expected from disposal. The difference between the net disposal proceeds and the carrying amount of the asset would result in either gains or losses at the retirement or disposal of investment property. Any gains or losses are recognised in the Statement of Comprehensive Income in the year of retirement or disposal.

**1.6 Financial assets**

The Company classifies its financial assets depending on the purpose for which the asset was acquired. The Company's accounting policy for those assets classified as amortised cost is as follows:

**Tritax Carlisle UK Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2022**

**1.6a Amortised cost**

These assets arise principally from the provision of goods and services to customers (e.g., trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and contractual cash flows are solely payments of principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost being the effective interest rate method, less provision for impairment.

Impairment provisions for current and non-current trade receivables are recognised based on the simplified approach within IFRS 9 using a provision matrix in the determination of the lifetime expected credit losses. During this process the probability of the non-payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from tenant default (being the failure of a tenant to timely pay rent due) to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within cost of sales in the consolidated statement of comprehensive income. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

Impairment provisions for receivables from related parties and loans to related parties are recognised based on a forward-looking expected credit loss model. The methodology used to determine the amount of provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. Twelve month expected credit losses along with gross interest income are recognised where there has not been a significant increase in credit risk. For those for which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Company's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the consolidated statement of financial position.

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less.

**1.7 Financial liabilities**

The company does not have any liabilities held for trading nor does it voluntarily classify any financial liabilities as being at fair value through profit or loss.

The Company classifies its financial liabilities depending on the purpose for which the liability was acquired. The Company's accounting policy for those liabilities classified as other financial liabilities is as follows:

**1.7a Other financial liabilities**

Trade and other payables are initially recognised at their fair value; being at their invoiced value inclusive of any VAT that may be applicable. Payables are subsequently measured at cost.

**1.8 Dividends payable to Shareholders**

Equity dividends are recognised and accrued when they are declared and when they are no longer at the discretion of the Company. Interim dividends are recognised when paid.

**1.9 Share capital**

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



**Tritax Carlisle UK Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2022**

**1.10 *Rental income***

Rental income arising from operating leases on investment property is accounted for on a straight-line basis over the lease term and is included in gross rental income in the Statement of Comprehensive Income. A rental adjustment is recognised from the rent review date in relation to unsettled rent reviews, where the Directors are reasonably certain that the rental uplift will be agreed. Initial direct costs incurred in negotiating and arranging an operating lease are recognised as an expense over the lease term on the same basis as the lease income. Rental income is invoiced, either monthly or quarterly in advance and, for all rental income that relates to a future period, this is deferred and appears within current liabilities on the Statement of Financial Position.

For leases, which contain fixed or minimum uplifts, the rental income arising from such uplifts is recognised on a straight-line basis over the lease term.

Tenant lease incentives are recognised as a reduction of rental revenue on a straight-line basis over the term of the lease. The lease term is the non-cancellable period of the lease together with any further term for which the tenant has the option to continue the lease where, at the inception of the lease, the Directors are reasonably certain that the tenant will exercise that option.

Amounts received from tenants to terminate leases or to compensate for dilapidations are recognised in the Statement of Comprehensive Income when the right to receive them arises.

When the Company enters into a forward funded transaction, the future tenant signs an agreement for lease. No rental income is recognised under the agreement for lease, but once practical completion has taken place the formal lease is signed, at which point rental income commences to be recognised in the Statement of Comprehensive Income.

**1.11 *Service charges, insurances and other expenses recoverable from tenants***

Income arising from expenses recharged to tenants is recognised in the year in which the compensation becomes receivable. Service and insurance charges and other such receipts are included in net rental income gross of the related costs, as the Directors consider that the Company acts as principal in this respect.

**1.12 *Taxation***

Taxation on the profit or loss for the period not exempt under UK REIT regulations comprises current and deferred tax. Current tax is expected tax payable on any non-REIT taxable income for the period, using tax rates enacted or substantively enacted at the period end date, and any adjustment to tax payable in respect of previous years.

**1.13 *Presentational currency***

These financial statements have been prepared in Sterling.

**Tritax Carlisle UK Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2022**

**2 Critical accounting estimates and judgements**

The preparation of the Company's financial information requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the consolidated financial information:

***Operating lease contracts – the Company as lessor***

The Company has acquired investment properties that are subject to commercial property leases with tenants. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, particularly the duration of the lease terms and minimum lease payments, that it retains all the significant risks and rewards of ownership of these properties and so accounts for the leases as operating leases.

***Fair valuation of investment property***

The fair value of investment property is determined, by independent property valuation experts, to be the estimated amount for which a property should exchange on the date of the valuation in an arm's length transaction. Properties have been valued on an individual basis. The valuation experts use recognised valuation techniques, applying the principles of both IAS 40 and IFRS 13.

The valuations have been prepared in accordance with the Royal Institution of Chartered Surveyors ("RICS") Valuation – Global Standards July 2017 ("the Red Book"). Factors reflected include current market conditions, annual rentals, lease lengths and location. The significant methods and assumptions used by valuers in estimating the fair value of investment property are set out in the notes below.

**3 Total property income**

	Year ended 31 December 2022 £	Year ended 31 December 2021 £
Rental income	1,499,454	1,461,341
Property insurance income	3,150	5,038
	<u>1,502,604</u>	<u>1,466,379</u>

Included within rental income is £62,317 (2021: £45,970) in respect of spreading of tenant incentives and guaranteed rental uplifts.

**4 Service charge expense**

	Year ended 31 December 2022 £	Year ended 31 December 2021 £
Property insurance expense	3,150	5,038
	<u>3,150</u>	<u>5,038</u>

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**5 Administrative and other expenses**

The fee payable to the auditor in respect of the financial statements is borne by the ultimate parent undertaking. Fees payable to the Company's auditor for services other than statutory audit of the company are not disclosed in the Company's financial statements since the consolidated accounts of Tritax Big Box REIT plc are required to disclose non-audit fees on a consolidated basis.

**6 Taxation**

	Year ended 31 December 2022 £	Year ended 31 December 2021 £
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**Analysis of charge in year**

Tax on (loss) / profit on ordinary activities	-	-
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**Factors affecting tax charge for year**

The differences between the tax assessed for the year and the standard rate of corporation tax are explained as follows:

	Year ended 31 December 2022 £	Year ended 31 December 2021 £
(Loss) / profit on ordinary activities before tax	(1,567,248)	2,665,371
Standard rate of corporation tax in the UK	19.00%	19.00%
	£	£
(Loss) / profit on ordinary activities multiplied by the standard rate of corporation tax	(297,778)	506,420
Effects of:		
Revaluation of investment properties not deductible / (taxable)	582,674	(228,766)
REIT exempt income	(284,896)	(277,654)
Total tax expense	-	-

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**7 Investment property**

	<b>31 December 2022 £</b>
<b>Fair value</b>	
At the beginning of the year	26,390,000
Additions	24,385
Adjustments for rental income spreading over the life of the lease	62,317
Change in fair value	(3,066,702)
At the end of year	<u>23,410,000</u>
<b>Reconciliation to valuation provided by valuers</b>	
Valuation provided by valuers	<u>23,410,000</u>

Included within the carrying value of investment property is £524,013 (2021: £461,696) in respect of accrued contracted rental uplift income.

This balance arises as a result of the treatment of leases with fixed or minimal rental uplifts and rent-free periods, which requires the recognition of rental income on a straight-line basis over the lease term. The difference between this and cash receipts change the carrying value of the property against which revaluations are measured.

In accordance with IAS 40: Investment Property, the investment property has been independently valued at fair value by CBRE Limited ("CBRE"), an accredited independent valuer with a recognised and relevant professional qualification and with recent experience in the locations and categories of the investment properties being valued. The valuations have been prepared in accordance with the RICS Valuation – Global Standards July 2017 ("the Red Book") and incorporate the recommendations of the International Valuation Standards Committee and the RICS Valuation - Professional Standards UK January 2014 (Revised April 2015) which are consistent with the principles set out in IFRS 13.

The historical cost of investment properties held at fair value is £24,484,047 (2021: £24,397,345).

The valuer in forming its opinion make a series of assumptions, which are typically market related such as net initial yields and expected rental values and are based on the valuers' professional judgement. The valuer has sufficient current local and national knowledge of the particular property markets involved and has the skills and understanding to undertake the valuations competently. There have been no changes to the assumptions made in the year as a result of a range of factors including the macro-economic environment, availability of debt finance and physical and transition risks relating to climate change.

The valuations are the ultimate responsibility of the Directors. Accordingly, the critical assumptions used in establishing the independent valuation are reviewed by the Board. It is the view of the Company, that ESG factors will increasingly play a part in asset valuations in the future. For example, assets with the highest standards of ESG (such as higher EPC ratings and renewable energy sources) are likely to command the highest rental levels and have the least future capex requirements with regards to meeting ESG standards.

There are currently no obligations to construct or develop the existing investment properties.

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**8 Trade and other receivables**

	31 December 2022 £	31 December 2021 £
Trade receivables	6,169	-
	<u>6,169</u>	<u>-</u>

All trade receivables relate to amounts that are less than 30 days overdue as at the year end.

All amounts shown under Trade and other receivables fall due for payment within one year and are presented within current assets as required by the Companies Act.

**9 Trade and other payables**

	31 December 2022 £	31 December 2021 £
Trade creditors	884	590
Amounts owed to group undertakings	14,100,485	14,060,277
Other creditors	204,367	204,198
	<u>14,305,736</u>	<u>14,265,065</u>

The carrying value of trade and other payables classified as financial liabilities measured at amortised cost approximates fair values.

Amounts owed to group undertakings are repayable on demand.

**10 Share capital and reserves**

Share capital represents the nominal value of share capital subscribed for.

Retained earnings represents the net of all profits and losses, gains and losses generated which have not been distributed to shareholders.

**11 Share capital**

	31 December 2022 Number	31 December 2021 Number	31 December 2022 £	31 December 2021 £
Allotted, called up and fully paid:				
£1 Ordinary shares	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

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**12 Retained earnings**

	<b>31 December 2022 £</b>	<b>31 December 2021 £</b>
At the beginning of the year	11,796,659	10,206,461
Total comprehensive (loss) / income	(1,567,248)	2,665,371
Dividends	(1,449,246)	(1,075,173)
At the end of the year	<u>8,780,165</u>	<u>11,796,659</u>

**13 Dividends**

	<b>Year ended 31 December 2022 pence per share</b>	<b>Year ended 31 December 2021 pence per share</b>	<b>Year ended 31 December 2022 £</b>	<b>Year ended 31 December 2021 £</b>
Paid during the year:				
Equity dividends	<u>144,924,600</u>	<u>107,517,300</u>	<u>1,449,246</u>	<u>1,075,173</u>

**14 Operating leases**

The Company's investment property is leased to a single tenant under the terms of a commercial property lease due to expire on 18 February 2036 and with clauses to enable periodic upward revision of the rental charge to prevailing market rates.

Total future minimum lease receivables under non-cancellable operating leases fall due as follows:

	<b>31 December 2022 £</b>	<b>31 December 2021 £</b>
Falling due:		
within one year	1,437,137	1,437,137
within two to five years	5,885,129	5,811,821
in over five years	<u>12,672,658</u>	<u>14,183,104</u>
	<u>19,994,924</u>	<u>21,432,062</u>

**15 Controlling party**

The Company is wholly owned by Tritax Carlisle Limited, a Jersey registered Company, which in turn is wholly owned by Tritax Big Box REIT plc, a Company incorporated in the UK. Tritax Big Box REIT plc is the ultimate holding company. This is the next and most senior parent that produces consolidated financial statements. There is no ultimate controlling party.