# **Aberdeen European Infrastructure GP Limited**

# **Annual Report and Audited Financial Statements**

For the year ended 31 December 2021

Company Number 07477742



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## **SUMMARY OF DIRECTORS AND ORGANISATION**

**DIRECTORS:** 

M S Amin

G D Cohen I H Y Wong

**REGISTERED OFFICE:** 

Bow Bells House

1 Bread Street

London EC4M 9HH

SECRETARY AND

TMF Group Fund Services (Guernsey) Limited\*

ADMINISTRATOR:

Western Suite Ground Floor Mill Court

La Charroterie St Peter Port Guernsey GY1 1EJ

**INDEPENDENT AUDITOR:** 

KPMG Channel Islands Limited

Glategny Court Glategny Esplanade

St Peter Port Guernsey GY1 1WR

**BANKER:** 

Lloyds Bank Corporate Markets plc, Guernsey Branch

1 Smith Street St Peter Port Guernsey GY1 2JN

**INVESTMENT MANAGER:** 

Aberdeen Standard Fund Managers Limited

Bow Bells House 1 Bread Street London EC4M 9HH

<sup>\*</sup>On 1 January 2021 TMF Group Fund Administration (Guernsey) Limited amalgamated with TMF Group Fund Services Limited and subsequently changed its name to TMF Group Fund Services (Guernsey) Limited.

#### REPORT OF THE DIRECTORS

### For the year ended 31 December 2021

The Directors present their annual report and audited financial statements for Aberdeen European Infrastructure GP Limited (the "Company") for the year ended 31 December 2021.

The Company qualifies as a small company in accordance with Section 381-382 of the Companies Act 2006 (the "Act") and the Report of the Directors has therefore been prepared taking into consideration the provisions of Part 15 of the Act. The Company has taken advantage of exemptions available to small sized entities as defined in the Act.

In preparing this report, the Directors have taken advantage of the small companies exemption provided by Section 414B of the Act and have not prepared a strategic report.

#### **Principal activity**

The Company's principal activity during the year was to act as General Partner to Aberdeen European Infrastructure Partners LP ("AEIPLP" or the "Fund"). The Company remains committed to the business of the Fund and will continue to act as General Partner in the future. The Company is a subsidiary of abrdn plc (formerly known as Standard Life Aberdeen Group).

#### Principal risks and uncertainties

abrdn plc, of which the Company is part, has an established Enterprise Risk Management framework, integrating oversight of strategic planning, operational management of the business and internal control.

The principal risks and uncertainties facing the Company are integrated into the principal risks of the merged group under abrdn plc and are therefore not managed separately. Accordingly, the principal risks and uncertainties of abrdn plc, which include those of the Company, are discussed fully in the abrdn plc Annual Report and Accounts which does not form part of this report.

The list below does however provide a summary of the key risks facing the Company which are also common to abrdn plc. Further details on each of the risks, together with how they link to the new strategy, how they have evolved over the year and how they are managed can be found in abrdn plc Annual Reports and Accounts.

The principal risks to which the Company is most specifically exposed can be categorised as follows:

Technology risk: IT failure and security including cyber risk; third party oversight; and process execution failure.

Regulatory and legal risk: the Company operates in a regulated industry, across a number of geographies and regulatory regimes, which has the potential to expose the Company to risks.

#### Brexit

The United Kingdom ("UK") left the European Union ("EU") on 31 January 2020 ("Brexit"). The transitional period in which the UK was no longer a member of the EU but was still subject to EU rules and remained a member of the Customs Union, was concluded on 31 December 2020. Following the end of this transition period, a limited trade deal was agreed. However, implications for matters such as imports/exports, investment, taxes etc are evolving. Consequently, there will likely be impacts to many UK businesses as the UK's future trading relationship with the EU remains subject to negotiation. The Directors in conjunction with the Investment Manager will continue to follow developments closely and assess their implications in relation to their contingency planning. The Director's priority is to ensure the Investment Manager is suitably established to support the Company.

# REPORT OF THE DIRECTORS (CONTINUED) For the year ended 31 December 2021

#### COVID-19

Since its emergence, COVID-19 has continued to be a developing situation and the assessment of this situation will need continued attention as it evolves over time. The Directors have considered the impact of COVID-19 and where applicable have built this into its fair value modelling which has been reflected in the fair value of the investments in the financial statements of the underlying Fund.

The pandemic and the measures taken to tackle COVID-19, including the development and roll out of vaccines and booster doses, continue to affect economies and markets globally. The success of vaccine programmes continue to have a major impact on the speed and nature of economic recovery but the timing and form of the recovery remains uncertain, particularly with the emergence of new strains of COVID-19.

The private infrastructure market has not been immune. The Fund's portfolio is however made up of infrastructure assets with limited demand risk and strong downside protection, limiting the impact to the investment portfolio to date. The Investment Manager continues to manage its investments to ensure they are well positioned to deal with the ever changing macro situation and believes that Aberdeen European Infrastructure Partners LP will continue to create value for its Limited Partners. The General Partner, as part of abrdn plc, is continuing to utilise business continuity and resilience processes with the objective of mitigating the impact of COVID-19.

### Geopolitical situation in Ukraine

Post the year-end date, on 24 February 2022, Russia launched a military operation in Ukraine resulting in widespread sanctions on Russia and heightened security and cyber threats.

No checks performed by TMF or abrdn have had any sanctions hits, particularly relating to Russia or Ukraine to date and no investors have communicated any issues or concerns in this regard. The underlying Fund's key suppliers do not have operations pertaining to the Fund in Ukraine or Russia.

The situation in the region is rapidly evolving and the General Partner and the Investment Manager continue to monitor the situation carefully and will take whatever steps are necessary and in the best interests of the underlying Fund's Investors. This includes but is not limited to ensuring that the requirements of all international sanctions are adhered to, managing the assets of the Fund proactively to best mitigate risk and ensuring that the Investment Manager and other key suppliers continue to operate all protections, protocols and monitoring of heightened cyber threats. At the date of approval of the financial statements, there is not expected to be any significant long term adverse impact from the military operation in Ukraine on the assets, operational activities, processes and procedures of the underlying Fund and the Company.

#### **Going concern**

The Company is currently in a net asset value position of GBP 1,001 (2020: GBP 1,001), holds a cash balance of GBP 2,301,944 (2020: GBP 670,029), and GPS receivable of GBP 465,964 (2020: GBP 473,838). The Directors believe that the Company holds adequate resources to continue in business for the next twelve months from the date of signing these financial statements. Accordingly, the financial statements have been prepared on a going concern basis. As detailed in Note 2.9, management fees is a residual balance after all operating expenses are paid. Management fees payable represents a significant balance of the current payables balance and will only be paid when the Company has sufficient resources to do so. The value of the assets and operational structure of the Company is sufficient for the Company to cover its operating expenses for the next 12 months.

#### **Key performance indicators ("KPI")**

Given the straightforward nature of the business, the Directors believe that analysis using key performance indicators is not necessary or appropriate to understand the development, performance or financial position of the Company.

#### **Business review**

The Company's total comprehensive income for the year was GBPnil (2020: GBPnil). No dividends were paid during the year (2020: GBPnil).

## REPORT OF THE DIRECTORS (CONTINUED) For the year ended 31 December 2021

#### Directors

The Directors at the date of this report are as stated on page 1 and all served during the year, unless otherwise stated.

#### **Audit information**

The Directors who held office at the date of approval of this Report of the Directors confirm that, so far as they are each aware, there is no relevant audit information of which the Company's Independent Auditor is unaware; and each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's Independent Auditor is aware of that information.

#### **Independent Auditor**

KPMG Channel Islands Limited have indicated their willingness to continue in office.

#### Statement of Directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the Report of the Directors 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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 year.

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 UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Directors confirm that they have complied with the above requirements in preparing financial statements.

By order of the Board

I H Wong Director

26 September 2022

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE GP LIMITED

#### **Our opinion**

We have audited the financial statements of Aberdeen European Infrastructure GP Limited (the "Company"), which comprise the statement of financial position as at 31 December 2021, the statements of comprehensive income and changes in equity for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

#### In our opinion, the accompanying financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2021 and of the Company's results for the year then ended;
- are properly prepared in accordance with United Kingdom accounting standards, including FRS 101 Reduced Disclosure Framework; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including FRC Ethical Standards. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

#### Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements (the "going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

#### Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate; and
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty
  related to events or conditions that, individually or collectively, may cast significant doubt on the
  Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE GP LIMITED (CONTINUED)

#### Fraud and breaches of laws and regulations - ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of management as to the Company's policies and procedures to prevent and detect fraud as well as enquiring whether management have knowledge of any actual, suspected or alleged fraud;
- · reading minutes of meetings of those charged with governance; and
- using analytical procedures to identify any unusual or unexpected relationships.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the Company's revenue streams are simple in nature with respect to accounting policy choice, and are easily verifiable to external data sources or agreements with little or no requirement for estimation from management. We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing any identified entries to supporting documentation; and
- · incorporating an element of unpredictability in our audit procedures.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general sector experience and through discussion with management (as required by auditing standards), and discussed with management the policies and procedures regarding compliance with laws and regulations.

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

The Company is subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of litigation or impacts on the Company's ability to operate. We identified company law as being the area most likely to have such an effect. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE GP LIMITED (CONTINUED)

#### Fraud and breaches of laws and regulations – ability to detect (continued)

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of fraud, as this may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

#### The report of the directors

The directors are responsible for the report of the directors. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the report of the directors and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- · we have not identified material misstatements in the report of the directors;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006, we are required 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 take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE GP LIMITED (CONTINUED)

#### Respective responsibilities

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

#### The purpose of our audit work and to whom we owe our responsibilities

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 its members, as a body, for our audit work, for this report, or for the opinions we have formed.

E. Vermeulen

Emilie Vermeulen (Senior Statutory Auditor)
For and on behalf of KPMG Channel Islands Limited (Statutory Auditor)
Chartered Accountants
Guernsey
26 September 2022

# **STATEMENT OF COMPREHENSIVE INCOME**For the year ended 31 December 2021

	Note	2021 GBP	2020 GBP
INCOME			
General Partner's Share	2.8	1,743,181	744,103
Total income		1,743,181	744,103
EXPENSES			
Management fees	2.9	1,713,903	721,932
Administration fees		13,941	13,904
Audit remuneration	3.1	5,787	5,936
Other operating expenses		8,794	2,507
Foreign exchange loss / (gain)		756 	(175)
Total expenses		1,743,181	744,103
Profit on ordinary activities before tax		-	-
Tax		<u> </u>	-
Profit on ordinary activities after tax		<b>-</b> '	-
Total comprehensive income for the year	·	-	-
	<del></del>		
Attributable to Equity holder:			
Total comprehensive income for the year		-	<del>-</del> ,

# **STATEMENT OF FINANCIAL POSITION As at 31 December 2021**

	· Notes	2021 GBP	2020 GBP
Assets			
Non-current assets Equity securities - unlisted	4	2	2
Current assets			
Receivables	5	465,964	473,838
Cash and cash equivalents		2,301,944	670,029
Total current assets		2,767,908	1,143,867
Total assets		2,767,910	1,143,869
Equity and liabilities			
Equity	_	1.000	1 000
Share capital	7	1,000	1,000
Retained earnings		1	1
Total equity		1,001	1,001
Liabilities			
Current liabilities			
Payables and accruals	6	2,766,909	1,142,868
rayables and accidats			1,172,000 ——————————————————————————————————
Total liabilities	•	2,766,909	1,142,868
Total equity and liabilities		2,767,910	1,143,869

The financial statements were authorised for issue by the Board of Directors of the Company on 26 September 2022 and signed on its behalf by:

I H Wong Director

26 September 2022

# **STATEMENT OF CHANGES IN EQUITY**For the year ended 31 December 2021

	Share capital GBP	Retained earnings GBP	Total equity GBP
Balance at 1 January 2020	1,000	1	1,001
Total comprehensive income for the year	-	-	-
Balance at 31 December 2020	1,000	1	1,001
Total comprehensive income for the year	-	-	-
Balance at 31 December 2021	1,000	1	1,001

## NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2021

#### 1. GENERAL INFORMATION

The Company is domiciled in the United Kingdom. The address of its registered office is Bow Bells House, 1 Bread Street, London, EC4M 9HH.

The Company's business activities, together with expected future developments and key risks facing the Company, are detailed in the Report of the Directors.

The financial statements were authorised for issue by the Board of Directors of the Company on 26 September 2022 .

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

#### 2.1 Basis of preparation

## (a) Financial Reporting Standard 101 Reduced Disclosure

The Company meets the definition of a qualifying entity under Application of Financial Reporting Requirements 100 as issued by the Financial Reporting Council. Accordingly, the financial statements for year ended 31 December 2021 have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ('FRS 101') as issued by the Financial Reporting Council.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of UK-adopted international accounting standards, but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

Application of FRS 101, in conjunction with the equivalent disclosures being available in the abrdn plc Annual Report and Accounts, has allowed the Company to take advantage of various disclosure exemptions. These are presentation of a cash-flow statement, standards not yet effective, financial instruments and transactions with group companies.

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets at fair value through profit and loss.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the year ended 31 December 2021

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### 2.2 Going concern

The Directors have considered the impact of COVID-19 and where applicable have built this into its fair value modelling which have been reflected in the fair value of the investments in the financial statements of the underlying LP.

The Company is currently in a net asset value position of GBP 1,001 (2020: GBP 1,001), holds a cash balance of GBP 2,301,944 (2020: GBP 670,029), and GPS receivable of GBP 465,964 (2020: GBP 473,838). The Directors believe that the Company holds adequate resources to continue in business for the next twelve months from the date of signing these financial statements. Accordingly, the financial statements have been prepared on a going concern basis. As detailed in Note 2.9, management fees is a residual balance after all operating expenses are paid. Management fees payable represents a significant balance of the current payables balance and will only be paid when the Company has sufficient resources to do so. The value of the assets and operational structure of the Company is sufficient for the Company to cover its operating expenses for the next 12 months.

#### 2.3 Foreign currency translation

#### (a) Functional and presentation currency

The Board of Directors consider Pounds Sterling ("GBP") as the functional and presentation currency of the Company. This is the currency that most faithfully represents the economic effects of the underlying transactions, events and conditions of the Company. Although the Company receives fee income and pays management fees to the Investment Manager in Euro ("EUR"), other operating expenditure and the share capital of the Company are denominated in GBP.

Foreign exchange gains and losses arising from translation are included in the Statement of Comprehensive Income.

#### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency assets and liabilities, other than financial assets and liabilities at fair value through profit or loss are translated into the functional currency using the exchange rate prevailing at the Statement of Financial Position date.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the year ended 31 December 2021

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### 2.4 Financial assets

#### **Equity securities - Unlisted**

#### (a) Classification

The Company classifies its investments in equity securities as financial assets at fair value through profit or loss at inception.

Financial assets designated at fair value through profit or loss at inception are financial instruments that are not classified as held for trading but are managed, and their performance is evaluated on a fair value basis in accordance with the Company's documented investment strategy.

#### (b) Recognition, derecognition and measurement

Financial assets at fair value through profit or loss are initially recognised at fair value. Transaction costs are expensed as incurred in the Statement of Comprehensive Income.

Subsequent to initial recognition, these financial assets are measured at fair value. Gains and losses arising from changes in the fair value are presented in the Statement of Comprehensive Income in the period they arise.

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or the Company has transferred substantially all risks and rewards of ownership.

#### 2.5 Receivables

In accordance with IFRS 9, receivables are initially recognised at fair value and measured subsequently at amortised cost using the effective interest rate method less provision for impairment. Given the nature of receivables, however, and the short time involved between their origination and settlement, their amortised cost is the same as their fair value at the date of origination.

#### 2.6 Cash and cash equivalents

Cash and cash equivalents consist of cash balances that are freely available with a maturity of three months or less. As at 31 December 2021 and 2020, the carrying amounts of cash and cash equivalents approximate their fair values.

#### 2.7 Payables and accruals

Payables and accruals are initially recognised at fair value and measured subsequently at amortised cost using the effective interest rate method. Payables and accruals are derecognised when the obligation under the liability is discharged, cancelled or expires. As at 31 December 2021 and 2020, the carrying amounts of the payables and accruals approximate their fair values.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the year ended 31 December 2021

#### 2.8 General Partner's Share / General Partner's Share receivable

In accordance with Clauses 9.1 and 9.2 of the Amended and Restated Limited Partnership Agreement (the "LPA") dated 1 May 2014, the Company is entitled to receive a General Partner's Share ("GPS") and there shall be allocated to the Company as a first charge on the Net Income and Capital Gains of the Fund.

GPS is recognised when the right to receive payment is established. General Partner's Share is initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate method.

The GPS is calculated as follows:

- (i) in respect of the period from the Closing Date up to and including the date on which the Investment Period ends, 1.00% per annum of Total Commitments; and
- (ii) in respect of the period from the end of the Investment Period up to and including the tenth anniversary of the Closing Date, 1.00% per annum of Invested Capital; and
- (iii) in respect of the period from the tenth anniversary of the Closing Date up to and including the twenty-fifth anniversary of the Closing Date, 0.65% per annum of Invested Capital.

The GPS shall be reduced by deducting an amount equal to 100% of any transaction fees, abort fees and other fees earned by the General Partner, Investment Manager or any associate of either.

#### 2.9 Expenses

Expenses are recognised on an accruals basis.

Management fees represent the Company's share of the General Partner fees payable to Aberdeen Standard Fund Managers Limited ("ASFML"), in lieu of the provision of services as the Investment Manager to the Fund. Management fees are limited to any surplus income after all expenses have been settled.

#### 2.10 Taxation

Tax on the profit or loss for the year comprises current tax. Tax is recognised in the Statement of Comprehensive Income except to the extent that it relates to items recognised in other comprehensive income. Current tax is the expected tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

#### 2.11 Share capital

Share capital represents the nominal value of shares that have been issued.

#### 2.12 Critical accounting estimates and judgements

Management have not used any significant accounting estimates or judgements when preparing the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the year ended 31 December 2021

#### 3. EXPENSES

#### 3.1 Audit remuneration

Fees charged by the Company's Independent Auditor for the audit of the Company's annual accounts for the year ended 31 December 2021 were GBP 5,787 (2020: GBP 5,936).

#### 3.2 Staff costs

The Company has no employees. The Directors of the Company waived their right to receive Directors' remuneration.

#### 4. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2021 GBP	2020 GBP
Equity securities - unlisted	2	2

For the year ended 31 December 2021 and 2020, the Company owns one Membership Share in Cooperatief Aberdeen Infrarstructure IV B.A., Cooperatief Aberdeen Infrarstructure II-A B.A. and Cooperatief Aberdeen Infrarstructure II-B B.A.

The above equity securities represent establishment shares issued in order to create the subsidiaries of the Fund. The Company does not make profit collecting investments but will when necessary purchase establishment shares in order for a structure to be created to the benefit of the Fund. In order to meet jurisdictional requirements, these shares are issued at par and will retain par value for the life of the Company therefore the fair value of the shares will remain at par value. No profit or increase in value is assigned to the above shares.

#### 5. RECEIVABLES

		2021 GBP	2020 GBP
	GPS receivable	465,964	473,838
6.	PAYABLES AND ACCRUALS	2021 GBP	2020 GBP
	Administration fees Audit fees Amounts due to Group companies	3,375 5,695 2,757,839	3,374 5,740 1,133,754
		2,766,909	1,142,868

Amounts due to Group companies includes amounts payable towards investment contribution in a group entity (note 4) & management fees which are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the year ended 31 December 2021

#### 7. SHARE CAPITAL

	2021 GBP	2020 GBP
Authorised Unlimited ordinary shares of GBP1 nominal value	unlimited	unlimited
Issued and fully paid 1,000 ordinary shares of GBP1 nominal value	1,000	1,000

The holder of ordinary shares is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meetings of the Company.

#### 8. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries.

#### 9. ULTIMATE PARENT UNDERTAKING

The Company's immediate parent company is Aberdeen Alternatives (Holdings) Limited and its ultimate parent company is abrdn plc, which is incorporated in the United Kingdom and registered in Scotland.

The results of the Company are consolidated in the abrdn plc Annual Report and Accounts, which is the largest and smallest group that the results are consolidated within, which are available to the public and may be obtained from 1 George Street, Edinburgh, EH2 2LL.

#### 10. SUBSEQUENT EVENTS

The Directors have evaluated the impact of all subsequent events on the Company occurring between the end of the reporting period and 26 September 2022, the date the financial statements were available to be issued and have determined there were no subsequent events to report as at the date of signing this report and the audited financial statements.