
LONDON GATEWAY PORT HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

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LONDON GATEWAY PORT HOLDINGS LIMITED

COMPANY INFORMATION

DIRECTORS	E Schulze R A H Abdulla M D Budhdev A Shaoul
COMPANY SECRETARY	M Al Hashimy
REGISTERED NUMBER	07618348
REGISTERED OFFICE	16 Palace Street London SW1E 5JQ
INDEPENDENT AUDITOR	KPMG LLP Chartered Accountants 15 Canada Square Canary Wharf London E14 5GL

LONDON GATEWAY PORT HOLDINGS LIMITED

CONTENTS

	Page
Strategic report	1 - 4
Directors' report	5 - 6
Statement of directors' responsibilities	7
Independent auditor's report to the Members of London Gateway Port Holdings Limited	8 - 12
Profit and loss account	13
Statement of comprehensive income	14
Balance sheet	15
Statement of changes in equity	16
Notes to the financial statements	17 - 26

LONDON GATEWAY PORT HOLDINGS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

INTRODUCTION

The principal activity of London Gateway Port Holdings Limited (the Company) is to act as a holding company for its subsidiary London Gateway Port Limited. London Gateway Port Limited is a purpose built, freehold owned, container port located next to one of the largest distribution parks in Europe, which further enhances its cargo potential. It commenced operations in November 2013.

BUSINESS REVIEW

Since London Gateway Port Holdings Limited is the immediate parent company of London Gateway Port Limited, and has no other significant activities at this time. The directors of both companies consider that the principal risks and uncertainties of the Company are consistent with those that the Port is exposed to.

The Port's throughput increased significantly during 2020, recording an annual volume of 1,563,900 TEU, an 8% increase on 2019. 2020 underlying volumes (i.e. those on Budgeted scheduled services) were above Budget, and new services captured at the end of 2019 performed well. The volume increase reflects that LG has established itself in the market and that shipping line confidence in the service delivery (both maritime and landside) is good.

London Gateway now has over 25 scheduled weekly services calling at almost 100 direct destinations.

During the year London Gateway also handled a number of ad-hoc (unscheduled) calls.

London Gateway is now a proven, established and significant container terminal and is the third largest by volume in the U.K. The continued development of infrastructure in the London Gateway Port and adjacent Logistics Park, combined with its proximity and cost advantages in servicing the UK's main population centres, are driving new business to the port.

LONDON GATEWAY PORT HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

PRINCIPAL RISKS AND UNCERTAINTIES

Commercial inertia and the very concentrated nature of the container shipping line industry remain the principal risks for London Gateway, particularly as it seeks to grow market share in a relatively mature market.

Whilst the Port has now proven its operating capability, the shipping lines operate their large trades under formal alliance structures, meaning that decision making is slow and there is a resistance to change. This dynamic creates inertia in winning sizeable new volume. Furthermore, the global shipping line industry is increasingly concentrated into seven global lines, while being characterised by over-capacity, sustained periods of low freight rates and, consequently, periods of operating losses for most of the major lines.

In December 2019, a novel strain of Coronavirus disease (COVID-19) was reported in China. Since then, COVID-19 has spread globally. The spread of COVID-19 from China to other countries has resulted in the World Health Organisation (WHO) characterising the outbreak of COVID-19 a "pandemic", or a worldwide spread of a new disease, on 11 March 2020. The ongoing COVID-19 outbreak has resulted in many countries around the world imposing lockdowns, shelter-in-place orders, quarantines, restrictions on travel and mass gatherings, including the cancellation of trade shows and other events, and the extended shutdown of non-essential businesses that cannot be conducted remotely.

Up to the date of this report, the Coronavirus (COVID-19) pandemic has not had a material impact on the financial results of the Company. Any potential impact on our business from the COVID-19 pandemic is closely monitored. The situation could change at anytime and there can be no assurance that the pandemic will not have a material adverse impact on the future operations and the results of the Company.

Looking ahead, London Gateway's results for the first five months of 2021 have exceeded Budget expectations, possibly as a result of the stockpiling of certain commodities. A large proportion of the import boxes at London Gateway contain foodstuffs and demand for these products will remain but summer months are expected to be weak. Overall our expectation is that the 2021 budget is achievable.

The impact and consequences of Brexit is likely to be minimal as most of London Gateway's volume is derived from trade with non-EU countries.

FINANCIAL KEY PERFORMANCE INDICATORS

Since London Gateway Port Holdings Limited is the immediate parent company of London Gateway Port Limited, and this represents both the only investment of the Company and its principal debtor, the directors of both companies consider that the key performance indicators of the Company are consistent with those of London Gateway Port Limited. The financial performance indicators which are used for London Gateway Port Limited are working capital ratios and capital commitments. Average trade debtor days in 2020 are 64 days, which is an increase on prior year (53 days) and exceeds standard credit terms. The situation is expected to worsen in 2021 due to customers struggling due to COVID-19, but further measures have been put in place to improve trade debtor collection, including closer liaison between finance, operations and commercial departments. Capital commitments are monitored on a monthly basis both internally and also with the aid of external independent consulting engineers on behalf of the external lenders.

LONDON GATEWAY PORT HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

OTHER KEY PERFORMANCE INDICATORS

Key Performance Indicators (KPI's) are shared with all of management and are actively tracked with management objectives attached to these KPI's. Health and Safety is always of paramount importance to London Gateway where an excellent safety record continues both operationally and where construction is on-going.

After working closely with the Environment Agency (EA), amongst many other regulatory bodies, the London Gateway Environment process has been deemed "best practice" by the EA and is being used as a model for other major infrastructure projects.

Ensuring a diverse workforce to better represent the overall demographic mix is a priority and London Gateway has achieved considerable success over the years. It continues to be a priority and actively promotes and strives for a more diverse and inclusive workforce in an industry which is typified by older males this and the balanced age demographics is seen as a considerable success.

London Gateway has a strong commitment to the local community with a vast amount of staff living within 20 miles of the Port. During non-COVID times we work closely with the community, engaging with and offering opportunities for local residents and interest groups to participate in site tours, which gives access to an otherwise closed area, helping ensure that they understand our business and its positive impact. We are developing long term strategies with local schools and colleges to make them aware of the employment opportunities at London Gateway. During non-COVID times, we also have a volunteering policy entitling all our employees to one day paid volunteering per year, with a range of volunteering activities organized by London Gateway or the option for staff to select a cause that is important to them.

Activities in 2020 were all cancelled due to the global COVID pandemic. Our STEM ENTHUSE Partnership has managed to continue but at a slower pace. This is working with secondary and primary schools to inspire the teachers so they can deliver higher quality, more exciting lessons to their pupils. The aim of the end result is students gaining better grades and more awareness of careers within the logistics industry and the importance of STEM to them.

The Robotics challenge with Engineering UK and one of the local secondary schools was able to be completed prior to the lockdown. This challenged six students to build a robot and they had the opportunity to demonstrate their work at a local final.

Our partnership with the Queen Victoria's Seaman's Rest also suffered during the pandemic as the seafarers were not allowed off their vessels. Chaplains were still able to provide a gangway service to the ships was essential to try and help with the seafarers mental health and provide them with key items such as SIM cards, toiletries and food during the tough times. Up until March they had completed 52 trips between Tilbury and DP World London Gateway bringing 100 seafarers to the centre at Tilbury during their downtime. In addition, the Tilbury-based Chaplains made regular trips to the ships at DP World London Gateway and they had a volunteer who manned the DP World London Gateway centre on a couple of days every week to assist the seafarers who visited. The seafarers' centres at both Tilbury and London Gateway were closed at the end of March 2020 due to the lockdown.

London Gateway has prepared a 5 year carbon reduction action plan to support ongoing improvements and has established a cross-department strategy and carbon reduction working group to drive actions and initiatives.


London Gateway is continuing efforts through the Oceans Together Forum (which it established in partnership with local business) to drive improvements in single use plastic reduction. The forum was working with Essex Wildlife Trust to deliver educational sessions to local schools/groups on the issue of plastics and the impact on the marine environment, this was suspended in 2020 due to the coronavirus pandemic, however it is hoped that this can be undertaken at some time during 2021.

LONDON GATEWAY PORT HOLDINGS LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2020**

This report was approved by the board and signed on its behalf.

E Schulze
Director


Date: 29 June 2021

LONDON GATEWAY PORT HOLDINGS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

The directors present their report and the financial statements for the year ended 31 December 2020.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £NIL (2019 - £NIL).

The directors have not recommended or paid any dividend during the year (2019 - £NIL).

DIRECTOR

The directors who served during the year were:

E Schulze
R A H Abdulla
M D Budhdev
A Shaoul

POLITICAL CONTRIBUTIONS

There were no political donations made during the year (2019 - £NIL).

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

All directors are entitled to contractual indemnification from the Company to the extent permitted by law against claims and legal expenses incurred in the course of their duties.

Such qualifying third party indemnity insurance is provided and remains in force as at the date of approving the Directors' Report.

FUTURE DEVELOPMENTS

As the current intention of the directors is to maintain the activity of the Company as a holding company for London Gateway Port, the directors consider that the relevant future developments of the Company are consistent with those associated with London Gateway Port.

London Gateway Port Limited enjoyed a positive start to 2021, with volumes showing strong year-on-year growth and improvements in the Port's productivity levels. The impact of COVID-19 and delays as a result of the temporary blocking of the Suez Canal have not had an impact on volumes which are currently running at 11.2% above 2020.

ENGAGEMENT WITH SUPPLIERS, CUSTOMERS AND OTHERS

Our customer includes all major shipping lines, freight forwarders and hauliers. We work closely with our customers to understand their evolving needs so we can improve and adapt to meet

We depend on the capability and performance of our suppliers, contractors and other partners to help deliver the products and services we need for our operations and our customers.

We consult with local people to gain valuable perspectives on the ways in which our activities could impact the local community or environment.

LONDON GATEWAY PORT HOLDINGS LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

DISABLED EMPLOYEES

London Gateway understands that innovation emerges from diversity and have been awarded the two tick symbol as a result of our commitment to employing people with disabilities. The facilities at London Gateway have been designed with disability in mind, allowing full wheelchair access to all areas. Our vacancies are advertised to promote opportunities for all and London Gateway continues to strive and promote diversity and inclusion to reflect our multiple stakeholders and society.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

AUDITOR

The auditor, KPMG LLP, will be proposed for reappointment in accordance with section 487(2) of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

E Schulze
Director


Date: 29 June 2021

16 Palace Street
London
SW1E 5JQ

LONDON GATEWAY PORT HOLDINGS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

The directors are responsible for preparing the Strategic report, 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable 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 also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, 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.

LONDON GATEWAY PORT HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LONDON GATEWAY PORT HOLDINGS LIMITED

OPINION

We have audited the financial statements of London Gateway Port Holdings Limited (the 'Company') for the year ended 31 December 2020 which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its results for the year then ended;
- have been properly prepared in accordance with UK 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 the FRC Ethical Standard. 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;
- 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.

LONDON GATEWAY PORT HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LONDON GATEWAY PORT HOLDINGS 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 directors as to the Company's high-level policies and procedures to prevent and detect fraud as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board minutes.
- Considering remuneration incentive schemes and performance targets for management.
- Using analytical procedures to identify any unusual or unexpected relationships.

As required by auditing standards, and taking into account our overall knowledge of the control environment, we perform procedures to address the risk of management override of controls, in particular the risk that the Company's management may be in a position to make inappropriate accounting entries and the risk of bias in accounting estimates and judgements such as impairment of its sole investment. On this audit we do not believe there is a fraud risk related to revenue recognition because the Company does not have any revenue transactions.

We did not identify any additional fraud risks.

In determining the audit procedures we took into account the results of our evaluation and testing of the operating effectiveness of some of the Company-wide fraud risk management controls.

We also performed procedures including:

- Agreeing all the identified accounting entries in the period to supporting documentation that form part of the financial statements.

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 commercial and sector experience and through discussion with the directors and other management (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

As the Company is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity's procedures for complying with regulatory requirements.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our

LONDON GATEWAY PORT HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LONDON GATEWAY PORT HOLDINGS LIMITED (CONTINUED)

procedures on the related financial statement items.

Secondly, this Company, as a holding company, is not 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. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other 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.

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 remained a higher risk of non-detection of fraud, as these 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.

STRATEGIC REPORT AND DIRECTORS' REPORT

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report 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 strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

LONDON GATEWAY PORT HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LONDON GATEWAY PORT HOLDINGS LIMITED (CONTINUED)

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.

We have nothing to report in these respects.

DIRECTORS' RESPONSIBILITIES

As explained more fully in the Directors' responsibilities statement set out on page 7, 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 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 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A fuller description of our responsibilities is provided on the FRCs website at: www.frc.org.uk/auditorsresponsibilities.

LONDON GATEWAY PORT HOLDINGS LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LONDON GATEWAY PORT HOLDINGS
LIMITED (CONTINUED)**

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, 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.



Tom Eve (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants
15 Canada Square
Canary Wharf
London
E14 5GL

29 June 2021

LONDON GATEWAY PORT HOLDINGS LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2020**

The Company has not traded during the year or the preceding financial year. During these periods, the Company received no income and incurred no expenditure and therefore made neither profit or loss.

LONDON GATEWAY PORT HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2020

	Note	2020 £000	2019 £000
Total comprehensive income for the year		-	-

The notes on pages 17 to 26 form part of these financial statements.

LONDON GATEWAY PORT HOLDINGS LIMITED
REGISTERED NUMBER: 07618348

BALANCE SHEET
AS AT 31 DECEMBER 2020

	Note	2020 £000	2019 £000
Fixed assets			
Investments	6	25,000	25,000
		<u>25,000</u>	<u>25,000</u>
Current assets			
Debtors: amounts falling due after more than one year	7	660,977	642,677
		<u>660,977</u>	<u>642,677</u>
Creditors: amounts falling due within one year	8	(660,605)	(642,305)
		<u>372</u>	<u>372</u>
Net current assets		<u>372</u>	<u>372</u>
Total assets less current liabilities		<u>25,372</u>	<u>25,372</u>
Net assets		<u>25,372</u>	<u>25,372</u>
Capital and reserves			
Called up share capital	10	25,000	25,000
Profit and loss account		372	372
		<u>25,372</u>	<u>25,372</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

E Schulze
Director

Date: 29 June 2021

A Shaoul
Director

A Se

The notes on pages 17 to 26 form part of these financial statements.

LONDON GATEWAY PORT HOLDINGS LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Share capital £000	Profit and loss account £000	Total equity £000
At 1 January 2020	25,000	372	25,372
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	-	-
At 31 December 2020	25,000	372	25,372

The notes on pages 17 to 26 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Share capital £000	Profit and loss account £000	Total equity £000
At 1 January 2019	25,000	372	25,372
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	-	-
At 31 December 2019	25,000	372	25,372

The notes on pages 17 to 26 form part of these financial statements.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

London Gateway Port Holdings Limited is a company incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is given within Company information. The nature of the company's operations and its principal activities are set out in the Strategic Report.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 2).

1.2 Financial reporting standard 101 - reduced disclosure exemptions

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- comparative period reconciliations for share capital, tangible fixed assets, intangible assets and investment properties;
- disclosures in respect of transactions with wholly owned subsidiaries;
- disclosures in respect of capital management;
- the effects of new but not yet effective IFRSs; and
- disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of ultimate parent undertaking include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets; and
- certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

The smallest group of companies for which the consolidated financial statements are prepared and in which the Company is consolidated is The Peninsular and Oriental Steam Navigation Company, a company incorporated by Royal Charter and therefore not registered. Copies of whose accounts can be obtained from: The Registrar of Companies, Companies House, Crown Way, Cardiff, CF14 3UZ.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES (CONTINUED)

1.3 Going Concern

The financial statements are prepared on a going concern basis. In preparing the financial statements on this basis, the Directors have taken account of the guarantee provided by its intermediate parent company DP World Limited and have concluded that they have a reasonable expectation that the company has adequate resources to continue as a going concern for the foreseeable future. For these reasons, they continue to adopt the going concern basis in preparing the annual report and financial statements.

The Company doesn't carry out any active trading activities and therefore, COVID-19 has not had any direct nor significant adverse impact on its operations, but the directors have assessed the impact of COVID-19 on its wholly owned subsidiary – London Gateway Port Limited. The only assets and liabilities the Company carries are its Investment in London Gateway Port Limited, intercompany receivables from London Gateway Port Limited and intercompany payable to The Peninsular and Oriental Steam Navigation Company (P&OSNCo). The payable to P&OSNCo does not bear interest.

The appearance of COVID-19 had however introduced additional risk and uncertainty which may impact the future trading performance and liquidity of the Company's investment. This could result in a reduction in volumes and lower levels of new business being generated, as well as the likelihood of slower cash receipts for London Gateway Port Limited, however, COVID-19 has not had any adverse impact on the port's operations.

As the situation and uncertainty associated with the COVID-19 pandemic continues to evolve, there remains the potential for the creation of additional future financial risk.

If necessary, the Company provided on 9th March 2016 an equity subscription deed which provides a £200m facility that allows London Gateway Port Limited to draw down on additional funds for specified revenue, cashflow and volume shortfall criteria over a rolling 12 month period to achieve covenant compliance, of which £8m has been drawn to date.

In addition to this shortfall facility, London Gateway Port Limited is also able to draw upon further support from the Company; this revenue shortfall facility can be utilised if certain minimum volume guarantees are not met. However, in the cases of both the revenue shortfall facility and the equity subscription deed, the obligations of the Company have been guaranteed by DP World Limited, an intermediate parent company. On this basis, the board has a reasonable expectation that the Company has adequate resources to manage its business risks successfully and continue in operational existence for the foreseeable future. Thus, the board is of the view that the going concern assumption is appropriate and as such the financial statements have been prepared on this basis.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES (CONTINUED)

1.4 Revenue Recognition

The Port's revenue mainly consists of port related services (containerised stevedoring, break bulk and general cargo), service concession revenue, lease rentals, drydocking and logistic services revenue.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Port and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty.

The following specific recognition criteria must also be met before revenue is recognised:

i. Rendering of port related services

Revenue from providing containerised stevedoring, other containerised services and non-containerised services is recognised at the point in time when the services are rendered to the customer. However, storage revenue is recognised over a period of time.

ii. Service concession arrangements (IFRIC 12)

Revenues relating to construction contracts which are entered into with government authorities for the construction of the infrastructure necessary for the provision of services are measured at the fair value of the consideration received or receivable. Revenue from service concession arrangements is recognised based on the fair value of construction work performed at the reporting date. The Port recognises revenue and costs relating to construction services over a period of time by reference to the stage of completion of the contract using the input method.

1.5 Impact of new international reporting standards, amendments and interpretations

The Company currently does not hold any leases as it is a holding company and therefore, there has been no impact upon the adoption of IFRS 16.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES (CONTINUED)

1.6 Impairment of fixed assets

The carrying amounts of the Company's assets are reviewed for impairment when events or changes in circumstances indicate that the carrying amount of the fixed asset may not be recoverable. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its income-generating unit exceeds its recoverable amount. Impairment losses are recognised in the profit and loss account.

Impairment losses recognised in respect of income-generating units are allocated first to reduce the carrying amount of any goodwill allocated to income-generating units, then to any capitalised intangible asset and finally to the carrying amount of the tangible assets in the unit on a pro-rata or more appropriate basis. An income generating unit is the smallest identifiable group of assets that generates income that is largely independent of the income streams from other assets or group of assets.

Calculation of recoverable amounts

The recoverable amounts of fixed assets is the greater of their net realisable value and value in use. In assessing value in use, the expected cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the rate of return expected on an equally risky investment. For an asset that does not generate largely independent income streams, the recoverable amount is determined for the income-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss is reversed on intangible assets if subsequent external events reverse the effect of the original event which caused the recognition of the impairment. For other fixed assets where the recoverable amount increases as a result of a change in economic conditions or in the expected use of the asset then the resultant reversal of the impairment loss should be recognised in the current period.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

1.7 Valuation of investments

Investments in subsidiaries are measured at cost less provision for impairment.

1.8 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES (CONTINUED)

1.9 Financial Instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets

The Company recognises its financial assets into one of the categories discussed below, depending on the purpose for which the asset was acquired.

The Company's accounting policy for each category is as follows:

Fair value through profit or loss

This category comprises only in-the-money derivatives. These are carried in the balance sheet at fair value with changes in fair value recognised in the profit and loss account.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of contractual monetary asset. 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 using the effective interest rate method, less provision for impairment.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the Company will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the profit and loss account. On confirmation that the trade receivable will not be collected, the gross carrying value of the asset is written off against the associated provision.

Financial liabilities

The Company classifies all of its financial liabilities as liabilities at amortised cost.

At amortised cost

Financial liabilities at amortised cost including bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried into the balance sheet.

1.10 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. ACCOUNTING POLICIES (CONTINUED)

1.11 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The directors have considered the recoverability of the loan with London Gateway Port Limited and are satisfied that both the freehold nature of this asset; the trading position and outlook; and the financial position of the ultimate guarantor will, together, continue to support the operating cash flows and therefore ensure recoverability of the loan.

3. AUDITOR'S REMUNERATION

	2020 £000	2019 £000
FEES PAYABLE TO THE COMPANY'S AUDITOR AND ITS ASSOCIATES IN RESPECT OF:		
Fees for the audit of the company	7	7
	<u>7</u>	<u>7</u>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent company. The amount receivable by the company's auditor in respect of the audit of these financial statements has been borne by London Gateway Port Limited, a related entity of the Company.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

4. EMPLOYEES

The Company has no employees other than the directors, who did not receive any remuneration (2019 - £NIL).

5. DIRECTORS' REMUNERATION

The highest paid director received remuneration of £126 thousand (2019 - £158 thousand).

Directors' remuneration does not include salary payments made to non-executive directors remunerated elsewhere in the DP World Group, since any qualifying services in respect of the Company are considered to be incidental and part of these directors' overall management responsibilities within DP World.

6. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £000
Cost or valuation	
At 1 January 2020	25,000
At 31 December 2020	<u>25,000</u>

SUBSIDIARY UNDERTAKINGS

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
London Gateway Port Limited	United Kingdom	Ordinary	100%	Port Operator

LONDON GATEWAY PORT HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

7. DEBTORS

DUE AFTER MORE THAN ONE YEAR

Amounts owed by group undertakings	660,977	642,677
	<u>660,977</u>	<u>642,677</u>

The amounts owed by group undertakings comprises of a loan which has been granted to London Gateway Port Limited to fund the construction of the Port. These intra-group loans are currently non-interest bearing. Loan repayments on the intra-group loans are repayable on demand, however, the directors' current intention is not to call the receivables in the next 12 months, therefore, it is presented in non-current.

8. CREDITORS: Amounts falling due within one year

	2020	2019
	£000	£000
Amounts owed to group undertakings	660,605	642,305
	<u>660,605</u>	<u>642,305</u>

The amounts owed to group undertakings comprises of loans which have been granted by The Peninsular and Oriental Steam Navigation Company and represent borrowings sourced to fund the construction of the Port. These intra-group loans are currently non-interest bearing. Loan repayments on the intra-group loans are repayable on demand.

LONDON GATEWAY PORT HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

9. FINANCIAL INSTRUMENTS

	2020 £000	2019 £000
FINANCIAL ASSETS		
Financial assets that are debt instruments measured at amortised cost	<u>660,977</u>	<u>642,677</u>
FINANCIAL LIABILITIES		
Financial liabilities measured at amortised cost	<u>(660,605)</u>	<u>(642,305)</u>

Financial assets measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings.

LONDON GATEWAY PORT HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

10. CALLED UP SHARE CAPITAL

	2020	2019
	£000	£000
Allotted, called up and fully paid		
25,000,101 (2019 - 25,000,101) Ordinary shares of £1.00 each	25,000	25,000

11. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption from disclosing transactions with entities which are wholly owned by the Group.

12. POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

13. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The smallest group of companies for which consolidated financial statements are prepared and in which the company is consolidated is The Peninsular and Oriental Steam Navigation Company, a company incorporated by Royal Charter and therefore not registered, copies of whose accounts can be obtained from: The Registrar of Companies, Companies House, Crown Way, Cardiff, CF14 3UZ.

The largest group of companies for which consolidated financial statements are prepared and which are publicly available, and in which the Company is consolidated is DP World Limited, a company limited by shares incorporated in Dubai, whose accounts are filed with the Dubai International Financial Centre.

The immediate parent undertaking at 31 December 2020 was the Peninsular and Oriental Steam Navigation Company, whose registered office is 16 Palace Street, London, SW1E 5JQ, United Kingdom.

In the opinion of the directors, the ultimate controlling parent undertaking as at 31 December 2020 was Port & Free Zone World FZE, which owns 100% of DP World Limited. Port & Free Zone World FZE is a wholly owned subsidiary of Dubai World Corporation, which is the ultimate parent company of the Company, but which does not exert control over the Company. Both Port & Free Zone World FZE and Dubai World Corporation have their registered offices at Jebel Ali Free Zone, P.O. Box 17000, Dubai, United Arab Emirates.

14. RELATED UNDERTAKINGS

The following were related undertakings of the Company:

Name	Registered office	Class of share	Holding
London Gateway Port Limited	16 Palace Street, London, SW1E 5JQ, United Kingdom	Ordinary	100%
London Gateway Port Railway Limited	16 Palace Street, London SW1E 5JQ, United Kingdom	Ordinary	100%