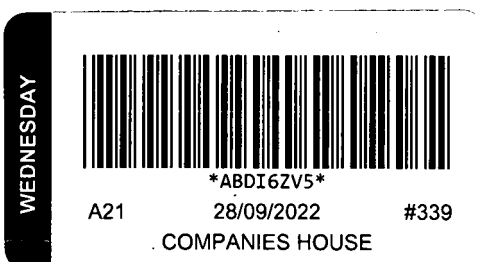


Registered in England and Wales: No. 08322963

AVIVA INVESTORS ENERGY CENTRES NO.1  
GP LIMITED  
ANNUAL REPORT AND FINANCIAL  
STATEMENTS  
31 DECEMBER 2021



# **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

## **CONTENTS**

---

	Page(s)
<b>Directors, Officers and Other Information</b>	<b>1</b>
<b>Directors' Report</b>	<b>2 - 5</b>
<b>Independent Auditors' Report</b>	<b>6 - 8</b>
<b>Statement of Comprehensive Income</b>	<b>9</b>
<b>Statement of Financial Position</b>	<b>10</b>
<b>Statement of Changes in Equity</b>	<b>11</b>
<b>Statement of Cash Flows</b>	<b>12</b>
<b>Notes to the Financial Statements</b>	<b>13 - 22</b>

# **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

## **DIRECTORS, OFFICERS AND OTHER INFORMATION**

---

### **Directors**

E V Dixon  
J M Stevens  
M A Wells

### **Company Secretary**

Aviva Company Secretarial Services Limited  
St Helen's  
1 Undershaft  
London  
EC3P 3DQ

### **Registered Office**

St Helen's  
1 Undershaft  
London  
EC3P 3DQ

### **Company Number**

Registered in England and Wales: No. 08322963

### **Independent Auditors**

PricewaterhouseCoopers LLP  
7 More London Riverside  
London  
SE1 2RT

### **Other Information**

Aviva Investors Energy Centres No.1 GP Limited (the "Company") is a wholly owned subsidiary of Aviva Investors Real Estate Limited and is a member of the Aviva plc group of companies (the "Aviva Group").

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021**

---

The Directors present their annual report and audited financial statements for the year ended 31 December 2021.

#### **Directors**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were as follows:

E V Dixon  
J M Stevens  
M A Wells

#### **Principal activities**

The principal activity of the Company is to act as the General Partner of Aviva Investors Energy Centres No.1 Limited Partnership (the "Partnership") which is engaged in the business of property and infrastructure investment. The Company does not hold any capital investment in the Partnership but is entitled to a priority distribution of 0.1% of the Net Income available for distribution from the Partnership.

The Directors have reviewed the activities of the Company for the year and the position as at 31 December 2021 and consider them to be satisfactory.

#### **Results**

The loss for the year, after taxation, amounted to £12,743 (2020: £14,505).

#### **Future developments**

The Directors expect the level of activity to be maintained in the foreseeable future.

#### **Going concern**

At the balance sheet date the company had net current liabilities of £102,964 (2020: £90,221). This is driven by £93,864 (2020: £84,260) owed to the Partnership and £19,475 (2020: £14,134) accruals for audit and tax advisory fees.

The directors have received confirmation that the Partnership intends to support the company to enable it to meet its obligations as they fall due and it will not seek repayment of part or all of any intercompany debt, where to do so would place this company in an insolvent position. In addition, a letter of support has been provided by the Partnership. Therefore, the directors have a reasonable expectation that the Company will have access to adequate resources to continue in operational existence for the foreseeable future and for this reason they have continued to adopt the going concern basis in preparing the financial statements.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **Events after the reporting financial year**

Events after the reporting financial year have been evaluated up to the date the audited financial statements were approved and authorised for issue by the Directors and there are no material events to be disclosed or adjusted for in these audited financial statements.

#### **Employees**

The Company has no employees (2020: Nil).

#### **Disclosure of information to the Independent Auditors**

Each person who was a Director of the Company at the time when this report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the 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 auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

#### **Independent Auditors**

It is the intention of the Directors to reappoint the independent auditors, PricewaterhouseCoopers LLP, under the deemed appointment rules of Section 487 of the Companies Act 2006.

#### **Qualifying indemnity provisions**

The Directors have the benefit of an indemnity provision contained in the Company's Articles of Association, subject to the conditions set out in the Companies Act 2006. This is a 'qualifying third party indemnity' provision as defined in section 234 of the Companies Act 2006.

Aviva plc, the Company's ultimate parent, granted in 2004 an indemnity to the Directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985 (which continue to apply in relation to any provision made before 1 October 2007). This indemnity is a 'qualifying third party indemnity' for the purposes of sections 309A to 309C of the Companies Act 1985. These qualifying third party indemnity provisions remain in force as at the date of approving the Directors' Report by virtue of paragraph 15, Schedule 3 of The Companies Act 2006 (Commencement No. 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **Risk and capital management policies**

##### **(a) Approach to risk capital management**

The Company operates within the governance structure and priority framework of the Aviva Group. The Aviva Group operates within its own governance structure and priority framework. It also has its own established governance framework, with clear terms of reference for the Board and the Aviva Executive Committee and a clear organisation structure, with documented delegated authorities and responsibilities (largely through role profiles). Aviva has an Audit Committee, which includes shareholder representatives.

##### **(b) Management of financial and non-financial risks**

The Company's exposure to different types of risk is limited by the nature of its business as follows:

##### **COVID-19**

On 30 January 2020, the World Health Organisation ('WHO') declared the coronavirus (COVID-19) a public health emergency, shortly followed by declaring a Global Pandemic on 11 March 2020. This had an unprecedented impact on economies and markets globally. On 22 February 2022 the United Kingdom government lifted all remaining COVID-19 restrictions. The Directors will continue to monitor the COVID-19 situation closely and act accordingly to protect the interests of investors.

##### **Ukraine Russia conflict**

Following the escalation of the conflict between Ukraine and Russia in February 2022 and the related economic sanctions imposed by various governments, the Directors are actively monitoring the situation and will assess any impact as it is deemed to arise. The Directors recognise that the overall impact of the conflict may not yet be apparent and does not underestimate the inevitable effect it will have on global financial markets, including any potential adverse impact on the Company and its investment. As at the date of approval of these financial statements, based on its assessment of the current situation and information available, the Directors do not envisage that this will have a material impact on the Company.

##### **Operational risk**

Operational risk arises as a result of inadequate or failed internal processes, people or systems, or from external events. Details of the Aviva Group's approach to operational risk are set out in the Aviva Group's Risk Management Framework ("RMF") and in the financial statements of Aviva Investors UK Fund Services Limited, which manages and administers the Company's activities.

##### **Liquidity risk**

Liquidity risk is managed by ensuring that there is always sufficient headroom available to meet the working capital requirements of the business. The ongoing costs of the Company are settled by the Partnership.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021**

---

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

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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 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 judgments 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. The Directors 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.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption in section 415A of the Companies Act 2006. A strategic report has not been included in these audited financial statements as the Company qualifies for exemption as a small entity under Section 414B of the Companies Act 2006 relating to small entities.

The financial statements on pages 9 to 22 were approved by the Board of Directors on<sup>23</sup> September 2022 and signed on its behalf by:

DocuSigned by:  
  
D92150B1E2EE476...  
**M A Wells**  
Director

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED FOR THE YEAR ENDED 31 DECEMBER 2021**

---

## **Report on the audit of the financial statements**

### **Opinion**

In our opinion, Aviva Investors Energy Centres No.1 GP Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss and cash flows for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2021; the Statement of Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' 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 remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### **Conclusions relating to going concern**

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.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021**

---

to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

#### **Directors' Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

#### **Responsibilities for the financial statements and the audit**

##### **Responsibilities of the directors for the financial statements**

As explained more fully in the Statement of Directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors 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.

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.

##### **Auditors' 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 auditors' 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.

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

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journals to revenue. Audit procedures performed by the engagement team included:

- Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reviewing relevant Board meeting minutes;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations, entries posted containing unusual account descriptions, and entries posted with unusual amounts; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021**

---

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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 or intentional misrepresentations, or through collusion.

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

#### **Use of this report**

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## **Other required reporting**

#### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

#### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Victoria Music (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
23 September 2022

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2021**

		<b>1 Jan 2021 to 31 Dec 2021 £</b>	<b>1 Jan 2020 to 31 Dec 2020 £</b>
	<b>Note</b>		
Turnover		3,187	4,076
Administrative expenses	5	(15,930)	(18,583)
<b>Operating loss</b>		<b>(12,743)</b>	<b>(14,507)</b>
Finance income		-	2
<b>Loss before tax</b>		<b>(12,743)</b>	<b>(14,505)</b>
Tax on loss	6	-	-
<b>Loss for the financial year and total comprehensive expense for the financial year</b>		<b>(12,743)</b>	<b>(14,505)</b>

All amounts reported in the Statement of Comprehensive Income for the year ended 31 December 2021 and the year ended 31 December 2020 related to continuing operations.

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

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**STATEMENT OF FINANCIAL POSITION  
AS AT 31 DECEMBER 2021**

	Note	31 Dec 2021 £	31 Dec 2020 £
<b>Current assets</b>			
Debtors: amounts falling due within one year	7	10,896	7,708
Cash at bank and in hand		99	1,085
		<u>10,995</u>	<u>8,793</u>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	8	(113,959)	(99,014)
<b>Net current liabilities</b>		<u>(102,964)</u>	<u>(90,221)</u>
<b>Capital and reserves</b>			
Called up share capital	9	1	1
Profit and loss account		(102,965)	(90,222)
<b>Total shareholders' deficit</b>		<u>(102,964)</u>	<u>(90,221)</u>

The financial statements on pages 9 to 22 were approved and authorised for issue by the Board of Directors on 23 September 2022 and were signed on its behalf by:

DocuSigned by:  
  
 D92150B1E2EE476...  
**M A Wells**  
 Director

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

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021**

	<b>Called up share capital</b>	<b>Profit and loss account</b>	<b>Total shareholders' deficit</b>
	<b>£</b>	<b>£</b>	<b>£</b>
<b>Balance as at 1 January 2020</b>	<b>1</b>	<b>(75,717)</b>	<b>(75,716)</b>
Loss for the financial year and total comprehensive expense for the financial year	-	(14,505)	(14,505)
<b>Balance as at 31 December 2020 and 1 January 2021</b>	<b>1</b>	<b>(90,222)</b>	<b>(90,221)</b>
Loss for the financial year and total comprehensive expense for the financial year	-	(12,743)	(12,743)
<b>Balance as at 31 December 2021</b>	<b>1</b>	<b>(102,965)</b>	<b>(102,964)</b>

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

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
<b>Cash flows from operating activities</b>		
Loss for the financial year	(12,743)	(14,505)
<b>Changes in working capital:</b>		
Distributions from the Limited Partnership	(3,188)	(4,076)
Finance income	-	(2)
Decrease in debtors	-	2,705
Increase in creditors	5,341	10,238
Increase in amounts owed to group companies	9,604	5,610
<b>Net cash used in operating activities</b>	<b>(986)</b>	<b>(30)</b>
<b>Cash flows from investing activities</b>		
Interest received	-	2
<b>Net cash generated from investing activities</b>	<b>-</b>	<b>2</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(986)</b>	<b>(28)</b>
Cash and cash equivalents at beginning of year	1,085	1,113
<b>Cash and cash equivalents at the end of year</b>	<b>99</b>	<b>1,085</b>

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

# AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED

Registered in England and Wales: No. 08322963

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

---

### 1. General information

Aviva Investors Energy Centres No.1 GP Limited (the "Company") acts as General Partner of Aviva Investors Energy Centres No.1 Limited Partnership (the "Partnership") which is engaged in the business of property and infrastructure investment.

The Company is registered as a private company limited by its shares and its registered address is St Helen's, 1 Undershaft, London, EC3P 3DQ.

### 2. Statement of compliance

The individual financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

### 3. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the prior year.

#### 3.1 Basis of preparation

The financial statements have been prepared in accordance with the Companies Act 2006, under the historical cost convention and on a going concern basis. The accounting policies have been consistently applied throughout the year and are consistent with those applied in previous years.

These financial statements have been presented in Pound Sterling (£) as this is the Company's functional currency, being the primary economic environment in which it operates.

#### 3.2 Going concern

At the balance sheet date the company had net current liabilities of £102,964 (2020: £90,221). This is driven by £93,864 (2020: £84,260) owed to the Partnership and £19,475 (2020: £14,134) of accruals for professional fees.

The directors have received confirmation that the Partnership intends to support the company to enable it to meet its obligations as they fall due and it will not seek repayment of part or all of any intercompany debt, where to do so would place this company in an insolvent position. In addition, a letter of support has been provided by the Partnership. Therefore, the directors have a reasonable expectation that the Company will have access to adequate resources to continue in operational existence for the foreseeable future and for this reason they have continued to adopt the going concern basis in preparing the financial statements.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **3. Accounting policies (continued)**

##### **3.3 Consolidation exemption**

The Company acts as the General Partner to the Partnership. The Company therefore exercises a dominant influence over the Partnership. The economic interest of the Company in the Partnership is small and restricted and is principally derived in the form of the General Partner share provided for under the terms of the Limited Partnership Agreement. As the Company's influence is fiduciary in nature, the Partnership is not treated as a subsidiary undertaking.

##### **3.4 Cash flow statement**

The Company reports cash flows from operating activities using the indirect method. Interest received is presented with cash flows from financing activities.

##### **3.5 Strategic report and Directors' report**

A strategic report has not been included in these audited financial statements as the Company qualifies for exemption as a small entity under Section 414B of the Companies Act 2006 relating to small entities. The Directors' report has been prepared with reduced disclosures in accordance with the provisions applicable to companies entitled to the small companies exemption in section 415A of the Companies Act 2006.

##### **3.6 Use of estimates**

The preparation of financial statements requires the Company to make estimates and assumptions that affect items reported in the Statement of Financial Position and Statement of Comprehensive Income and the disclosure of contingent assets and liabilities at the date of the financial statement. Although these estimates are based on management's best knowledge of current facts, circumstances and, to some extent, future events and actions, actual results ultimately may differ from those estimates, possibly significantly.

##### **3.7 Revenue**

Revenue, which excludes value added tax, represents income receivable from the Partnership recognised on an accruals basis.

##### **3.8 Administrative expenses**

Administrative expenses include administration, finance, professional and management expenses which are recognised on an accruals basis.

##### **3.9 Cash**

Cash at bank and in hand comprise of cash and cash on deposit with banks, both of which are immediately available.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **3. Accounting policies (continued)**

##### **3.10 Taxation**

The current tax expense is based on the taxable profits for the year, after any adjustments in respect of prior years. Tax, including tax relief for losses if applicable, is allocated over profits before taxation and amounts charged or credited to reserves as appropriate.

Provision is made for deferred tax liabilities, or credit taken for deferred tax assets, using the liability method, on all material temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

The principal temporary differences arise from the creation of current year tax losses. The rates enacted or substantively enacted at the Statement of Financial Position date are used to determine the deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax is provided on temporary differences arising from investments in subsidiaries, associates and joint ventures, except where the timing of the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future.

Deferred tax is not provided on revaluations of investments in subsidiaries as under current tax legislation no tax will arise on their disposal.

##### **3.11 Provisions and contingent liabilities**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is more probable than not.

Contingent liabilities are disclosed either if there is a possible obligation to transfer economic benefits, or if a present obligation exists where it is not probable that a transfer of economic benefits will be required to settle the obligation or a sufficiently reliable estimate of the amount of the obligation cannot be made.

There were no contingent liabilities or commitments at the Statement of Financial Position date (2020: £Nil).

## **AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **3. Accounting policies (continued)**

##### **3.12 Financial instruments**

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

##### **(i) Financial assets**

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

Basic financial assets are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised costs using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the Statement of Comprehensive Income.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the Statement of Comprehensive Income.

Financial assets that are classified as receivable within one year are measured at the undiscounted amount of the cash or other consideration expected to be received, net of impairment.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

##### **(ii) Financial liabilities**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Basic financial liabilities are initially measured at transaction price (including transaction costs), except for those financial liabilities classified as at fair value through the Statement of Comprehensive Income, which are initially measured at fair value (which is normally the transaction price excluding transaction costs).

Commitments to make payments which meet the conditions above are measured at cost (which may be nil) less impairment.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

# AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED

Registered in England and Wales: No. 08322963

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 3. Accounting policies (continued)

#### 3.12 Financial instruments (continued)

##### (iii) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 4. Critical accounting judgements and key sources of estimation uncertainty

The preparation of the Company's financial statements requires the Directors 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. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are considered to be relevant. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The Directors confirm that no critical accounting judgements have been made in relation to the 2021 accounts.

### 5. Administrative expenses

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
Administrative fees	10,000	9,784
Fees payable to the auditors for the audit of the Company's financial statements*	5,125	4,743
Tax advisory fees	715	1,321
Bank fees	90	30
VAT receivable written off	-	2,705
	<u>15,930</u>	<u>18,583</u>

\*During the year no non-audit fees were paid to statutory auditors.

The Directors received no emoluments from the Company for services to the Company for the financial year (2020: £Nil).

The Company had no employees during the financial year (2020: Nil).

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021****6. Tax on loss**

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
<b>Analysis of tax charge in the year</b>		
UK corporation tax on loss for the year	-	-
<b>Tax on loss</b>	-	-

**(a) Tax reconciliation**

The tax on the Company's loss before taxation is higher (2020: higher) than the theoretical amount that would arise using the tax rate in the United Kingdom as follows:

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
Loss before taxation	(12,743)	(14,505)
Loss before taxation multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	(2,421)	(2,756)
Remeasurement of deferred tax not recognised for changes in tax rates	(5,925)	-
Allocation of profit from the Partnership	735	605
Deferred tax assets not recognised	8,217	2,925
Non taxable distribution from the Partnership	(606)	(774)
<b>Total tax charge for the year</b>	-	-

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021****6. Tax on loss (continued)****(b) Deferred tax**

At 31 December the Company has the following unrecognised deferred tax assets to carry forward indefinitely against future taxable income:

	For the year ended 31 Dec 2021 £	For the year ended 31 Dec 2020 £
Unutilised management expenses	12,070	15,396
Net losses and other timing differences	12,070	15,396
Deferred tax rate	25%	19%
<b>Deferred tax asset not recognised</b>	<b>3,017</b>	<b>2,925</b>

The total outstanding amount of unrecognised deferred tax asset was as follows:

	2021 £	2020 £
Opening balance of unrecognised deferred tax assets	16,386	12,054
Deferred tax not recognised for the year	3,017	2,925
Adjustment in respect to prior periods	82	(10)
Effect of change of tax rate on opening balances	5,200	1,417
<b>Balance as at 31 December</b>	<b>24,685</b>	<b>16,386</b>

The above deferred tax asset has not been provided for as there is insufficient evidence under FRS 102, Section 29 as to the availability of suitable taxable profits in the foreseeable future.

**(c) Factors affecting current tax charge for the year**

In the Finance Bill 2021, which was substantively enacted on 24 May 2021, the corporation tax will increase to 25% from 1 April 2023. There is no impact on the Company's net assets as a consequence of this amendment.

# AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED

Registered in England and Wales: No. 08322963

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 7. Debtors: amounts falling due within one year

	31 Dec 2021 £	31 Dec 2020 £
Amounts owed by Aviva Investors Infrastructure Income Limited Partnership	10,895	7,707
Amounts owed by Group undertakings	1	1
	<u>10,896</u>	<u>7,708</u>

Amounts owed by the Partnership and by Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

### 8. Creditors: amounts falling due within one year

	31 Dec 2021 £	31 Dec 2020 £
Amounts due to the Partnership	93,864	84,260
Amounts due to Aviva Investors Infrastructure Income Limited Partnership	393	393
Amounts due to Aviva Investors Infrastructure Income No.1 Limited	227	227
Accruals and deferred income	19,475	14,134
	<u>113,959</u>	<u>99,014</u>

Amounts owed to the Partnership and to other Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

### 9. Called up share capital

	31 Dec 2021 £	31 Dec 2020 £
Allotted, called up and unpaid share capital of the Company at 31 December: 1 (2020: 1) ordinary share of £1	1	1
	<u>1</u>	<u>1</u>

### 10. Contingent liabilities and capital commitments

There were no contingent liabilities or commitments at the Statement of Financial Position date (2020: £Nil).

**AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED**

Registered in England and Wales: No. 08322963

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021****11. Related party transactions**

	2021 Income earned/ (expenses incurred) in the year £	2021 (Payable) / receivable at year end £	2020 Income earned/ (expenses incurred) in the year £	2020 (Payable) / receivable at year end £
Aviva Investors Infrastructure Income Limited Partnership - payment on behalf of the Company	-	(393)	-	(393)
Aviva Investors Infrastructure Income Limited Partnership	3,187	10,895	4,076	7,707
Aviva Investors Energy Centres No.1 Limited Partnership - payment on behalf of the Company	-	(93,864)	(7,263)	(84,260)
Aviva Investors Infrastructure Income No.1 Limited - payment on behalf of the Company	-	(227)	-	(227)
Aviva Investors Real Estate Limited - share capital	-	1	-	1
	<b>3,187</b>	<b>(83,588)</b>	<b>(3,187)</b>	<b>(77,172)</b>

The Company is entitled to a priority distribution of 0.1% (2020: 0.1%) of the Net Income available for distribution from the Partnership.

During the year distribution income amounting to £3,187 (2020: £4,076) was receivable from Aviva Investors Infrastructure Income Limited Partnership, £10,895 (2020: £7,707) remained outstanding at the year end.

Included within the £93,864 (2020: £84,260) amounts owed to the Partnership, £Nil (2020: £7,263) relate to expenses incurred in the year by the Company that were paid for by the Partnership on behalf of the Company. At the Statement of Financial Position date, £5,341 (2020: £10,238) amounts remain payable.

The Directors received no emoluments for services to the Partnership for the financial year (2020: £Nil).

# AVIVA INVESTORS ENERGY CENTRES NO.1 GP LIMITED

Registered in England and Wales: No. 08322963

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 12. Financial instruments

The carrying value of the Company's financial assets and liabilities are summarised by category below:

#### Financial assets measured at amortised cost:

	31 Dec 2021 £	31 Dec 2020 £
Cash at bank and in hand	<u>99</u>	<u>1,085</u>

#### Financial assets measured at undiscounted amount:

	31 Dec 2021 £	31 Dec 2020 £
Debtors: amounts falling due within one year (see Note 7)	<u>10,896</u>	<u>7,708</u>

#### Financial liabilities measured at undiscounted amount:

	31 Dec 2021 £	31 Dec 2020 £
Creditors: amounts falling due within one year (see Note 8)	<u>(113,959)</u>	<u>(99,014)</u>

### 13. Immediate parent and ultimate controlling party

The Company is owned by Aviva Investors Real Estate Limited.

Aviva Investors Real Estate Limited is a wholly owned subsidiary of Aviva Investors Holdings Limited, whose ultimate controlling entity is Aviva plc.

Aviva plc is the parent undertaking of both the largest and the smallest group of undertakings to consolidate the financial statements at 31 December 2021. The consolidated financial statements of Aviva plc are available on the application to the Group Company Secretary, Aviva plc, St Helen's, 1 Undershaft, London, EC3P 3DQ.

### 14. Events after the reporting financial year

Events after the reporting financial year have been evaluated up to the date the audited financial statements were approved and authorised for issue by the Directors and there are no material events to be disclosed or adjusted for in these audited financial statements.

**AVIVA INVESTORS ENERGY CENTRES NO.1  
LIMITED PARTNERSHIP  
ANNUAL REPORT AND FINANCIAL  
STATEMENTS  
31 DECEMBER 2021**

## **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP CONTENTS**

---

	<b>Page(s)</b>
<b>Partners, Advisers and Other Information</b>	<b>1</b>
<b>Strategic Report</b>	<b>2 - 7</b>
<b>General Partner's Report</b>	<b>8 - 10</b>
<b>Independent Auditors' Report</b>	<b>11 - 13</b>
<b>Statement of Comprehensive Income</b>	<b>14</b>
<b>Statement of Financial Position</b>	<b>15</b>
<b>Statement of Changes in Net Assets Attributable to Partners</b>	<b>16</b>
<b>Notes to the Financial Statements</b>	<b>17 - 26</b>
<b>Additional AIFMD disclosures - Unaudited</b>	<b>27 - 30</b>

## **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP PARTNERS, ADVISERS AND OTHER INFORMATION**

---

### **Limited Partner**

Aviva Investors Infrastructure Income Limited Partnership

### **General Partner**

Aviva Investors Energy Centres No.1 GP Limited

St Helen's

1 Undershaft

London

EC3P 3DQ

### **Fund Manager**

Aviva Investors UK Fund Services Limited ("Aviva Investors")

St Helen's

1 Undershaft

London

EC3P 3DQ

### **Asset Manager**

Aviva Investors Real Estate Limited

St Helen's

1 Undershaft

London

EC3P 3DQ

### **Portfolio Manager**

Aviva Investors Global Services Limited

St Helen's

1 Undershaft

London

EC3P 3DQ

### **Independent Auditors**

PricewaterhouseCoopers LLP

7 More London Riverside

London

SE1 2RT

### **Bankers**

Royal Bank of Scotland

London City Office

PO Box 412

62/63 Threadneedle Street

EC2R 8LA

### **Registered Office**

St Helen's

1 Undershaft

London

EC3P 3DQ

### **Registered Number**

Registered in England and Wales: No. LP015398

## **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**

### **STRATEGIC REPORT**

### **FOR THE YEAR ENDED 31 DECEMBER 2021**

---

The Directors of the General Partner (the "Directors") present their Strategic Report of Aviva Investors Energy Centres No.1 Limited Partnership (the "Partnership") for the year ended 31 December 2021.

#### **THE PARTNERSHIP**

The Partnership was established on 11 February 2013 and is registered as a limited partnership in England and Wales under the Limited Partnerships Act 1907. The Partnership is governed by Company law, as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008.

#### **PRINCIPAL ACTIVITIES OF THE PARTNERSHIP**

The principal activity of the Partnership is to invest, directly or indirectly, into eligible infrastructure assets in United Kingdom. This will continue to be the principal activity of the Partnership for the foreseeable future.

#### **REVIEW OF THE PARTNERSHIP'S BUSINESS**

##### **Objective and strategy**

The objective of the Partnership is to achieve investment returns in excess of 200 basis points per annum (net of costs and expenses) above the rate of return generated by long dated (15 years or more) index linked gilts over the long term by investing in eligible infrastructure investments, provided that the Partnership's objective may be changed with the approval of the Limited Partners by Extraordinary Resolution.

The Partnership will invest in eligible infrastructure assets which have the following characteristics:

- (1) will be located in the UK and held within UK investment structure;
- (2) will be denominated (or have contractual obligations denominated) in pounds sterling or the official currency of the UK from time to time;
- (3) are existing or new infrastructure assets comprising buildings, equipment and works related to the provision of the energy management services (including energy conservation measures to reduce demand for energy) to UK energy consumers where:
  - (3.1) no more than 10% of the forecasted invested value of an eligible infrastructure asset related to residential energy consumers; and
  - (3.2) provide a net reduction in greenhouse gases of at least 1 tonne CO<sub>2</sub>e per £3,000 invested in each new infrastructure investment (measured as at the date of such investment by the Partnership).

To achieve its objective the Partnership has adopted the following strategy for its portfolio:

- (1) The Partnership will focus its investment activities on UK assets which offer:
  - (1.1) primary exposure to (i) the availability of underlying eligible infrastructure assets operated within long-term concession arrangements (such as private finance initiatives, public private partnerships, operating, finance, property or other forms of lease or similar structures) and / or (ii) the operation of the underlying eligible infrastructure assets within regulatory regimes; and
  - (1.2) no exposure or limited exposure to the economic use of the underlying eligible infrastructure assets (other than contingent exposure or exposure relating to economic use of the underlying eligible infrastructure assets with regulatory regimes that have been materially de-risked through the entering into of relevant contract(s), through for example (i) debt contracts (or similar); or (ii) power purchase agreements which are in place in relation to power generated by an eligible infrastructure asset).

# AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

## STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

## REVIEW OF THE PARTNERSHIP'S BUSINESS - (CONTINUED)

### Objective and strategy - (continued)

(2) The Partnership will own, acquire or invest in (whether directly or indirectly) eligible infrastructure assets (or rights to operate such eligible infrastructure assets) and / or rights under contracts in relation to eligible infrastructure assets (including concession based contracts such as private finance initiative, public private partnership, leases, loan agreements (or other debt contracts), derivative contracts or other similar structures) such that when considered together the Partnership is exposed to eligible infrastructure assets.

(3) The Partnership will not invest in other funds or other collective investment schemes from which the General Partner, the Aviva Investors Global Services Limited (the "Fund Manager") or their associates is receiving an investment management fee unless the Partnership's proportionate share of such fee is set off against the Priority Profit Share without the prior approval of the advisory committee (acting by unanimous vote of all Advisory Committee ("AC") Members present at a quadrate meeting of advisory committee).

(4) Without the prior approval of the advisory committee (acting by a unanimous vote of all AC Members present at a quadrate meeting of the advisory committee):

(4.1) upon acquisition of or investment into an infrastructure investment, the effective acquisition price of each single underlying eligible infrastructure asset shall not exceed the greater of (i) £50 million and (ii) 20 per cent of the gross asset value of all Partnership Assets;

(4.2) The Partnership will not:

- (a) undertake speculative developments or speculative funding; or
- (b) invest in other funds or similar collective investment schemes managed by and entity which is not an associate of, connected with, the Fund Manager;

(4.3) ancillary investment in non-energy reduction measures (such as energy supply technologies such as solar or wind power, but not housing structures for energy-reducing measures) shall not exceed 20 per cent by value of any infrastructure investment made by the Fund. However, nothing in this restriction shall limit the amount of investment by the Partnership in biomass heat or power investments;

(4.4) there shall not be financial exposure of more than the greater of (i) £50 million and (ii) 20 per cent of the gross asset value of all Partnership Assets to a single counterparty including operators, construction companies, NHS Trusts and local government authorities (over one or more assets) in respect of the underlying eligible infrastructure assets and for the avoidance of doubt nothing here will restrict the Partnership of contracting for different underlying eligible infrastructure assets, provided that the Partnership's exposure does not exceed the limitations in this paragraph;

(4.5) if the gross asset value of all Partnership Assets exceeds £500 million, then upon acquisition of or investment into an infrastructure investment, effective cash flows of each single underlying eligible infrastructure asset shall not forecast to account for no more than 20 per cent of the total cash flows of the Partnership; and

(4.6) no more than 20 per cent of the gross asset value of all Partnership Assets shall be invested in infrastructure investments that have a material exposure to either increased time to completion or increased costs as a result of the fact that the infrastructure investment is under construction which would result in a material reduction in value of the relevant infrastructure investment or have a material adverse impact on the projected returns of that infrastructure investment.

(5) The majority of the infrastructure investments made by the Partnership will be with public sector or quasi-public sector bodies.

(6) Contract terms for infrastructure investment made by the Partnership will typically be 15 years or more.

## **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**

### **STRATEGIC REPORT (CONTINUED)**

### **FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **REVIEW OF THE PARTNERSHIP'S BUSINESS - (CONTINUED)**

##### **PARTNERSHIP PERFORMANCE**

The financial position of the Partnership at 31 December 2021 is shown in the Statement of Financial Position on page 15, with the results shown in the Statement of Comprehensive Income on page 14.

There is no performance information available for the Partnership due to it having not completed the investment period, and that the calculation of such performance data would not be relevant to the users of the financial statements.

##### **CAPITAL MANAGEMENT AND OBJECTIVES**

The Partnership operates as an ungeared fund.

£1,049,582 of capital contributions and advances were injected into the Partnership during the year ended 31 December 2021 (2020: £4,165,220). During the year £Nil (2020: £Nil) of capital contributions and advances were repaid by the Partnership for a total balance of £49,639,525 as at 31 December 2021 (31 December 2020: £48,589,943).

##### **PURCHASES AND DISPOSALS**

There were no purchases or disposals in the current year or in the year ended 31 December 2020.

##### **EVENTS AFTER THE REPORTING PERIOD**

Events after the reporting period have been evaluated up to the date the audited financial statements were approved and authorised for issue by the General Partner and there are no events to be disclosed or adjusted for in these audited financial statements.

##### **FUTURE DEVELOPMENTS**

The Directors expect the general level of activity to remain stable in the forthcoming year.

##### **PRINCIPAL RISKS AND UNCERTAINTIES**

The key risks arising in the Partnership are market, credit, operational and liquidity risks which are discussed in more detail below.

##### **The Aviva Group's approach to risk and capital management**

The Aviva plc and subsidiaries ("Aviva Group") operates within its own governance structure and priority framework. It also has its own established governance framework, with clear terms of reference for the Board and the Aviva Executive Committee and a clear organisation structure, with documented delegated authorities and responsibilities (largely through role profiles). Aviva has an Audit Committee, which includes shareholder representatives.

## AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

### STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

#### PRINCIPAL RISKS AND UNCERTAINTIES (CONTINUED)

##### Management of financial and non-financial risks

The Partnership's exposure to different types of risk is limited by the nature of its business as follows:

##### COVID-19

On 30 January 2020, the World Health Organisation ('WHO') declared the coronavirus (COVID-19) a public health emergency, shortly followed by declaring a Global Pandemic on 11 March 2020. This had an unprecedented impact on economies and markets globally. On 22 February 2022, the United Kingdom government lifted all remaining COVID-19 restrictions. The General Partner will continue to monitor the COVID-19 situation closely and act accordingly to protect the interests of investors

##### Ukraine Russia conflict

Following the escalation of the conflict between Ukraine and Russia in February 2022 and the related economic sanctions imposed by various governments, the General Partner is actively monitoring the situation and will assess any impact as it is deemed to arise. The General Partner recognises that the overall impact of the conflict may not yet be apparent and does not underestimate the inevitable effect it will have on global financial markets, including any potential adverse impact on the Partnership and its investments. As at the date of approval of these financial statements, based on its assessment of the current situation and information available, the General Partner does not envisage that this will have a material impact on the Partnership.

##### Market risk

The Partnership is exposed to market risk through its investment in a number of energy facilities. The Partnership is committed to design, construct and install energy facilities at various hospital locations under the terms of separate construction agency agreements. The cash flows associated with these agreements have been built into the finance lease models which are based on unobservable inputs such as development yield and project yield. The management of this risk falls within the mandate of Aviva Investors UK Fund Services Limited, which make and manage investments on behalf of the Partnership.

##### Credit risk

The Partnership's cash is held in a reputable bank. The Partnership does not have a significant exposure to credit risk due to the credit worthiness of the counterparties as essential health care providers, and the other receivables mainly relate to short-term trading items and related party receivables. The Partnership's maximum exposure to credit risk was as follows:

	31 Dec 2021	31 Dec 2020
	£	£
Debtors: amounts falling due within one year	1,643,075	1,198,626
Cash at bank and in hand	1,363,898	1,033,883
	<u>3,006,973</u>	<u>2,232,509</u>

All of the Partnership's debtors are neither past due nor impaired.

Loan commitments are made under the limited partnership agreement ("LPA") that is signed by all parties so that all members of the Partnership are aware of their commitments. The General Partner communicates regularly with all the members of the Partnership to make them aware of likely future capital requirements and provide explanations for investment performance to manage the risk of default.

Cash at bank and in hand are held with financial institutions with good credit ratings.

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**STRATEGIC REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

**PRINCIPAL RISKS AND UNCERTAINTIES (CONTINUED)**

**Operational risk**

Operational risk arises as a result of inadequate or failed internal processes, people or systems; or from external events. Details of the Aviva Group approach to operational risk are set out in the financial statements of Aviva Investors UK Fund Services Limited, which manages and administers the Partnership's investments.

**Liquidity risk**

The Partnership does not have a significant exposure to liquidity risk. Liquidity risk is managed by ensuring that there is always sufficient headroom available to meet the working capital requirements of the business. The General Partner monitors the maturity of the Partnership's obligations as and when they fall due.

The maturity analysis of the Partnership's financial assets and liabilities as at 31 December 2021 was as follows:

	On demand £	1-3 months £	4-12 months £	More than 12 months £	Total £
<b>Financial assets</b>					
Net investments in finance leases	-	-	-	52,281,792	52,281,792
Amounts owed by related parties	743,708	-	-	-	743,708
Amounts owed by third parties	899,367	-	-	-	899,367
Cash at bank and in hand	1,363,898	-	-	-	1,363,898
	<u>3,006,973</u>	<u>-</u>	<u>-</u>	<u>52,281,792</u>	<u>55,288,765</u>
<b>Financial liabilities</b>					
Accruals	245,675	-	-	-	245,675
	<u>245,675</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>245,675</u>

The maturity analysis of the Partnership's financial assets and liabilities as at 31 December 2020 was as follows:

	On demand £	1-3 months £	4-12 months £	More than 12 months £	Total £
<b>Financial assets</b>					
Net investments in finance leases	-	-	-	51,862,249	51,862,249
Amounts owed by related parties	94,045	-	-	-	94,045
Amounts owed by third parties	883,542	-	-	-	883,542
Cash at bank and in hand	1,033,883	-	-	-	1,033,883
	<u>2,011,470</u>	<u>-</u>	<u>-</u>	<u>51,862,249</u>	<u>53,873,719</u>
<b>Financial liabilities</b>					
Amounts owed to third parties	103,839	-	-	-	103,839
Accruals	382,595	-	-	-	382,595
	<u>486,434</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>486,434</u>

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**STRATEGIC REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

**COVID-19**

Management's assessment of the financial risks associated with COVID-19 and the Partnership's response to such risks is detailed above within principal risks and uncertainties.

**EMPLOYEES**

The Partnership has no employees (2020: Nil). The key management personnel have been identified as the Directors of Aviva Investors Energy Centres No.1 GP Limited. The Directors received no remuneration (2020: £Nil).

**ENVIRONMENTAL**

**Our approach to responsible investment in real assets**

Our duty as long-term stewards of our clients' assets is the responsible allocation and management of capital. We do this to create stable income and capital growth for our clients, contributing to long-term value creation. To create and protect value, we must balance the needs of our clients with the needs of our stakeholders: customers, partners, communities and wider society. We do this by understanding material environmental, social and governance (ESG) factors and sustainability risks that can impact investment returns and assessing investments for their potential to adversely impact our stakeholders.

Governance and oversight of our responsible investment activity is led by our real assets stewardship forum, which is chaired by the chief investment officer and has membership from our senior leadership team as well as the chief responsible investment officer. The stewardship forum oversees the direction of our ESG and stewardship activities, as well as the delivery of our sustainability goals and external stakeholder matters. Our real assets investment oversight committee retains oversight of ESG integration in our investment activities and is supported by our origination forum, which guides ESG integration in our investment strategy.

We encourage a culture of team and individual accountability through integrating ESG in asset planning and review meetings. Our reporting on ESG metrics through these meetings allows us to hold our teams to account for delivering our responsible investment goals. The integration of ESG factors in investment decisions is part of the pay criteria of our main investment desk heads. In addition, through our global reward framework, all investment employees are expected to support our responsible investment activities and integrate ESG issues into their investment processes.

Find out more about our approach to responsible investment at <https://www.avivainvestors.com/en-gb/about/responsible-investment/>.

For and on behalf of the Partnership:

DocuSigned by:  
  
D92150B1E2EE478..

**M A Wells**  
Director of Aviva Investors Energy Centres No.1 GP Limited

Date: 10 June 2022

## AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

### GENERAL PARTNER'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors of the General Partner (the "Directors") present their annual report and the audited financial statements of the Partnership for the year ended 31 December 2021.

#### RESULTS AND DISTRIBUTIONS

The total comprehensive income for the Partnership for 2021 was £218,463 (2020: expense of £1,342,711). Distributions to the Partners were £3,187,356 (2020: £4,074,874).

#### DIRECTORS

The current Directors of Aviva Investors Energy Centres No.1 GP Limited and those in office throughout the year, are as follows:

E V Dixon  
J M Stevens  
M A Wells

#### FUTURE DEVELOPMENTS

The future development of the Partnership is set out in the Strategic Report.

#### EVENTS AFTER THE REPORTING PERIOD

Events after the reporting period are set out in the Strategic Report.

#### PARTNERS' ACCOUNTS

Partners' accounts consist of capital contributions and non-interest bearing advances. The Partnership has classified the Partners' accounts as a financial liability based on the contractual arrangements within the LPA which require repayment of the net assets/liabilities upon wind up of the Partnership.

The Partners' accounts include capital contributions and Partners' advance as follows:

##### As at 31 December 2021

	Capital Contributions £	Capital Advance £
Aviva Investors Infrastructure Income Limited Partnership	20	49,639,505
Aviva Investors REaLM Energy Centres No.1 GP Limited	-	-
Total	<u>20</u>	<u>49,639,505</u>

##### As at 31 December 2020

	Capital Contributions £	Capital Advance £
Aviva Investors Infrastructure Income Limited Partnership	20	48,589,923
Aviva Investors REaLM Energy Centres No.1 GP Limited	-	-
Total	<u>20</u>	<u>48,589,923</u>

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**GENERAL PARTNER'S REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

**AMOUNTS ATTRIBUTABLE TO THE GENERAL PARTNER**

The General Partner is entitled to a priority profit share in accordance with the LPA for its services as General Partner.

The General Partner's allocations are expensed through the Statement of Comprehensive Income.

The General Partner's priority profit share entitlement for the year was £Nil (2020: £Nil).

**GOING CONCERN**

The General Partner has reviewed the current and projected financial position of the Partnership, making reasonable assumptions about future trading performance. After making enquiries, the Directors of the General Partner have a reasonable expectation that the Partnership has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

**FINANCIAL INSTRUMENTS**

The business of the Partnership includes use of financial instruments. Details of the Partnership's risk management objectives and policies, and exposures to price risk, credit risk, liquidity risk and cash flow risk relating to financial instruments are set out in pages 4 to 6 and Note 15 of the financial statements.

**INDEPENDENT AUDITORS**

It is the intention of the Directors to reappoint the independent auditors, PricewaterhouseCoopers LLP ("PwC"), under the deemed appointment rules of Sections 487 of the Companies Act 2006.

**DISCLOSURE OF INFORMATION TO AUDITORS**

Each person who was a Director of the General Partner on the date that this report was approved confirms that:

- so far as the Director is aware, there is no relevant audit information, being information needed by the auditors in connection with preparing their report, of which the Partnership's auditors are unaware, and
- each Director has taken all the steps that ought to have been taken as a Director in order to make himself aware of any relevant audit information and to establish that the Partnership's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**GENERAL PARTNER'S REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

**STATEMENT OF GENERAL PARTNER'S RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS**

The General Partner is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law, as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 (the "Regulations"), requires the General Partner to prepare financial statements for each financial year. Under that law the General Partner have prepared the group and qualifying partnership financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law, as applied to qualifying partnerships, the General Partner 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 group and qualifying partnership and of the profit or loss of the group and qualifying partnership for that period. In preparing the financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and qualifying partnership will continue in business.

The General Partner is also responsible for safeguarding the assets of the group and qualifying partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The General Partner is responsible for keeping adequate accounting records that are sufficient to show and explain the group and qualifying partnership's transactions and disclose with reasonable accuracy at any time the financial position of the group and qualifying partnership and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations.

**General Partner's confirmations**

In the case of each general partner in office at the date the General Partner' Report is approved:

- so far as the general partner is aware, there is no relevant audit information of which the group and qualifying partnership's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a general partner in order to make themselves aware of any relevant audit information and to establish that the group and qualifying partnership's auditors are aware of that information.

For and on behalf of the Partnership:

DocuSigned by:  
  
DB2150B1E2EE478...

**M A Wells**

Director of Aviva Investors Energy Centres No.1 GP Limited

Date: 10 June 2022

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF AVIVA INVESTORS**  
**ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

## Report on the audit of the financial statements

### Opinion

In our opinion, Aviva Investors Energy Centres No.1 Limited Partnership's financial statements:

- give a true and fair view of the state of the partnership's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008.

We have audited the financial statements, included within the Annual Report And Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2021; the Statement of Comprehensive Income and the Statement of Changes in Net Assets Attributable to Partners for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' 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 remained independent of the partnership in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### Conclusions relating to going concern

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 partnership'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.

In auditing the financial statements, we have concluded that the general partner's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the partnership's ability to continue as a going concern.

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

### Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The general partner is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF AVIVA INVESTORS**  
**ENERGY CENTRES NO.1 LIMITED PARTNERSHIP (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic report and General Partner's Report, we also considered whether the disclosures required by the UK Companies Act 2006 as applied to qualifying partnerships have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 as applied to qualifying partnerships requires us also to report certain opinions and matters as described below.

**Strategic report and General Partner's Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and General Partner's Report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the partnership and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and General Partner's Report.

**Responsibilities for the financial statements and the audit**

**Responsibilities of the general partner for the financial statements**

As explained more fully in the Statement of General Partner's responsibilities in respect of the financial statements, the general partner is responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The general partner is 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.

In preparing the financial statements, the general partner is responsible for assessing the partnership'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 general partner either intends to liquidate the partnership or to cease operations, or has no realistic alternative but to do so.

**Auditors' 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 auditors' 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.

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

Based on our understanding of the partnership and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF AVIVA INVESTORS**  
**ENERGY CENTRES NO.1 LIMITED PARTNERSHIP (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

(including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to revenue. Audit procedures performed by the engagement team included:

- Discussions with management, including consideration of known or suspected instances of non compliance with laws and regulation and fraud;
- Reviewing relevant Board meeting minutes;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations, entries posted containing unusual account descriptions, and entries posted with unusual amounts; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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 or intentional misrepresentations, or through collusion.

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

**Use of this report**

This report, including the opinions, has been prepared for and only for the partners of the qualifying partnership as a body in accordance with the Companies Act 2006 as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

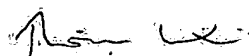
**Other required reporting**

**Companies Act 2006 exception reporting**

Under the Companies Act 2006 as applied to qualifying partnerships we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Thomas Norrie (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
10 June 2022

# **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**

## **STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2021**

		1 Jan 2021 to 31 Dec 2021	1 Jan 2020 to 31 Dec 2020
	Note	£	£
Finance lease income		3,819,236	3,338,762
<b>Gross profit</b>		<b>3,819,236</b>	<b>3,338,762</b>
Administrative expenses	5	(413,829)	(610,067)
<b>Operating profit</b>		<b>3,405,407</b>	<b>2,728,695</b>
Finance income	6	412	3,468
Finance costs - distributions to partners	7	(3,187,356)	(4,074,874)
<b>Total comprehensive income/(expense) for the year</b>		<b>218,463</b>	<b>(1,342,711)</b>

### **Continuing operations**

All amounts reported in the Statement of Comprehensive Income for the year ended 31 December 2021 and 31 December 2020 relate to continuing operations.

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

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2021**

	Note	31 Dec 2021 £	31 Dec 2020 £
<b>Fixed assets</b>			
Net investment in finance leases	9	52,281,792	51,862,249
<b>Current assets</b>			
Debtors: amounts falling due within one year	10	1,643,075	1,198,626
Cash at bank and in hand		1,363,898	1,033,883
		<u>3,006,973</u>	<u>2,232,509</u>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	11	(472,618)	(546,656)
<b>Net current assets</b>		<u>2,534,355</u>	<u>1,685,853</u>
<b>Total assets less current liabilities</b>		<u>54,816,147</u>	<u>53,548,102</u>
<b>Net assets</b>		<u>54,816,147</u>	<u>53,548,102</u>
<b>Represented by:</b>			
Partners' interest		<u>54,816,147</u>	<u>53,548,102</u>
<b>Net assets attributable to Partners</b>		<u>54,816,147</u>	<u>53,548,102</u>

These audited financial statements were approved and authorised for issue by the Board of Directors of Aviva Investors Energy Centres No.1 GP Limited, the General Partner and were signed on its behalf by:

DocuSigned by:  
  
 D92150B1E2EE476...

**M A Wells**  
 Director of Aviva Investors Energy Centres No.1 GP Limited

Date: 10 June 2022

Registered in England and Wales: No. LP015398

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

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**STATEMENT OF CHANGES IN NET ASSETS ATTRIBUTABLE TO PARTNERS**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

	Proceeds from Partners £	Profit and loss account £	Total £
Balance at 1 January 2020	44,424,723	6,300,870	50,725,593
Total comprehensive expense for the year	-	(1,342,711)	(1,342,711)
Partners' loan advances received during the year	4,165,220	-	4,165,220
Balance at 31 December 2020	48,589,943	4,958,159	53,548,102
Total comprehensive income for the year	-	218,463	218,463
Partners' loan advances received during the year	1,049,582	-	1,049,582
Balance at 31 December 2021	49,639,525	5,176,622	54,816,147

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

## **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

---

#### **1. General information**

Aviva Investors Energy Centres No.1 Limited Partnership (the "Partnership") invests, directly or indirectly, into eligible infrastructure assets in United Kingdom. This will continue to be the principal activity of the Partnership for the foreseeable future.

The Partnership is registered as a limited partnership in England and Wales under the Limited Partnership Act 1907 and its registered address is St Helen's, 1 Undershaft, London, EC3P 3DQ. The Partnership is governed by Company law, as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008.

#### **2. Statement of compliance**

The Partnership financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

#### **3. Accounting policies**

##### **3.1 Basis of preparation**

These Partnership financial statements are prepared on a going concern basis, under the historical cost convention.

The functional currency of the Partnership is considered to be Pound Sterling (£) because that is the currency of the primary economic environment in which the Partnership operates.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Partnership accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

##### **3.2 Going concern**

The General Partner has reviewed the current and projected financial position of the Partnership, making reasonable assumptions about future trading performance. After making enquiries, the General Partner has a reasonable expectation that the Partnership have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the General Partner continues to adopt the going concern basis in preparing these financial statements.

##### **3.3 NAV valuation**

The NAV per unit which investors acquire units at is based on a quarterly discounted cash flow market valuation. The NAV stated in these financial statements, however does not use this quarterly valuation. The valuation included in the financial statements is in accordance with a finance lease methodology.

The finance lease methodology states how the investment should be accounted for in terms of it fully amortising over its lease term. Unlike the valuation, this methodology does not therefore take into account the market value of the investment. The Partnership therefore has two NAVs per quarter: one which is valuing the investment at the market valuation and one which is valuing them as a finance lease.

## AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

---

#### 3. Accounting policies (continued)

##### 3.4 Net investments in finance leases

Net investment in finance leases represents a forward funding arrangement, whereby the Group provides funding to a third party to build and operate energy centres on behalf of government bodies, with the asset transferred to them at the end of the lease term. This arrangement substantially transfers all the risks and benefits incidental to ownership of the asset to the third party and government bodies, and due to the legal form of the arrangement management recognise this asset as a net investment in finance lease, presenting them as a receivable at an amount equal to the net investment in the lease. The net investment in finance lease is the lessor's gross investment in the lease discounted at the interest rate implicit in the lease. The gross investment in the lease is the aggregate of the minimum lease payments receivable by the lessor under a finance lease.

##### 3.5 Financial instruments

The Partnership has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

###### (i) Financial assets

Financial assets are recognised when the Partnership becomes a party to the contractual provisions of the instrument.

Basic financial assets, including debtors and cash at bank and in hand, are recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the Statement of Comprehensive Income.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount have been had the impairment not previously been recognised. The impairment reversal is recognised in the Statement of Comprehensive Income.

Financial assets that are classified as receivable within one year are measured at the undiscounted amount of the cash or other consideration expected to be received, net of impairment.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

## AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

---

#### 3. Accounting policies (continued)

##### 3.5 Financial instruments (continued)

###### (ii) Financial liabilities

Financial liabilities are recognised when the Partnership becomes a party to the contractual provisions of the instrument.

Basic financial liabilities, including creditors, are initially measured at transaction price (including transaction costs), except for those financial liabilities classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs).

Commitments to make payments which meet the conditions above are measured at cost (which may be nil) less impairment.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

###### (iii) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

##### 3.6 Impairment of financial assets

At each balance sheet date, financial assets not carried at fair value are assessed to determine whether there is an indication that the asset may be impaired. If there is such an indication the recoverable amount of the asset is compared to the carrying amount of the asset.

The recoverable amount of the asset is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a discount rate that represents the risk inherent in the asset.

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the Statement of Comprehensive Income.

If an impairment loss is subsequently reversed, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the Statement of Comprehensive Income.

##### 3.7 Partners' accounts

Partners' accounts consist of capital contributions and non-interest bearing loans. The Partnership has classified the Partners' accounts as a financial liability based on the contractual arrangements within the Limited Partnership Agreement which require repayment of the net assets/liabilities upon winding up of the Partnership.

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

**3. Accounting policies (continued)**

**3.8 Cash at bank and in hand**

Cash at bank and in hand comprise of cash and cash on deposit with banks, both of which are immediately available.

**3.9 Cash flow**

The Partnership has taken advantage of the exemption from preparing a statement of cash flows, on the basis that it is a qualifying entity under FRS102 and the Partnership's cash flows are included in the consolidated statements of cash flows of Aviva Investors Infrastructure Income Limited Partnership. The Partnership intends to continue availing of the above exemption in future periods.

**3.10 Finance income**

Interest receivable on cash at bank is recognised using the effective interest rate method. Other interest receivable and similar income is recognised in the Statement of Comprehensive Income using the effective rate method.

**3.11 Administrative expenses**

Administrative expenses include administration, finance, professional and management expenses which are recognised on an accruals basis.

**3.12 Distributions**

Income produced by the Partnership is distributed to the Partners to the extent that the Partnership's income exceeds expenses, on a quarterly basis in accordance with the Partnership Deed. Where the distribution has been determined for the period, the amount is accounted for as a finance cost.

The General Partner and the Fund Manager are required to ensure that no distribution is made that would render the Partnership insolvent or unable to pay its expenses for the six month period following a distribution, having regard to the expected receipts of the Partnership.

**4. Critical accounting judgements and key sources of estimation uncertainty**

The preparation of the Partnership's Financial Statements requires the General Partner 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. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are considered to be relevant. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The General Partner confirms that no critical accounting judgments have been made in relation to the Financial Statements for the year ended 31 December 2021.

# **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

### **5. Administrative expenses**

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
Auditors' fees*	20,638	24,577
Fund Manager fees	305,990	503,022
Bank charges	1,378	1,299
Professional fees	42,442	45,169
Other administrative expenses	36,000	36,000
Valuation fees	7,381	-
	<u>413,829</u>	<u>610,067</u>

\*During the year no non-audit fees were paid to statutory auditors.

The Partnership had no employees in the current or prior year. The Directors received no emoluments for services to the Partnership for the financial year (2020: £Nil).

### **6. Finance income**

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
Finance income	<u>412</u>	<u>3,468</u>

### **7. Finance costs - distributions to Partners**

	1 Jan 2021 to 31 Dec 2021 £	1 Jan 2020 to 31 Dec 2020 £
Finance costs - distributions to partners	<u>3,187,356</u>	<u>4,074,874</u>

In accordance with the Partnership Agreement, distributions of net income have been allocated to the Partners in proportion to their ownership percentage for the year to which the distribution relates. At the year end the percentage holdings were:

	31 Dec 2021	31 Dec 2020
Aviva Investors Infrastructure Income Limited Partnership	99.90%	99.90%
Aviva Investors Energy Centres No.1 GP Limited	0.10%	0.10%

# AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 8. Taxation

The Partnership is not subject to taxation and no provision for taxation on Partnership profits has been made in the financial statements. Any tax on income or capital is the responsibility of each individual partner.

### 9. Net investment in finance leases

	2021	2020
	£	£
As at 1 January	51,862,249	49,005,350
Additions during the year	419,543	2,856,899
<b>As at 31 December</b>	<b>52,281,792</b>	<b>51,862,249</b>
	31 Dec 2021	31 Dec 2020
	£	£
Total amounts receivable	103,564,223	106,360,422
Less: interest allocated to future periods	(51,282,431)	(54,498,173)
	<b>52,281,792</b>	<b>51,862,249</b>
Not later than 1 year	674,558	(326,067)
Later than 1 year and not later than 5 years	4,433,319	3,775,588
Later than 5 years	47,173,915	48,412,728
<b>Net investment in finance leases</b>	<b>52,281,792</b>	<b>51,862,249</b>

On 27 February 2014, the Partnership entered into a Construction Agency Agreement to design, construct and install Energy facilities at Cheltenham Hospital. The cash flows associated with this agreement have been built into the finance lease model. This has resulted in a debtor of £85,478 (31 December 2020: £78,485) due within one year and a debtor greater than one year of £1,927,774 (31 December 2020: £2,001,352).

On 18 June 2015, the Partnership entered into an agreement for the construction of an energy centre in Oxford to be utilised by Oxford University Hospitals National Health Service Trust. The cash flows associated with this agreement have been built into a finance lease model. This has resulted in a debtor of £46,385 (31 December 2020: £18,536) due within one year and a debtor greater than one year of £15,202,824 (31 December 2020: £15,241,747).

On 29 July 2015, the Partnership entered into an agreement for the construction of an energy centre to be utilised by Tayside NHS healthcare services in the Dundee and Perth areas in Scotland. The cash flows associated with this agreement have been built into a finance lease model. This has resulted in a debtor of £68,204 (31 December 2020: £33,853) due within one year and a debtor greater than one year of £15,459,576 (31 December 2020: £15,530,160).

# **AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

### **9. Net investments in finance leases (continued)**

On 29 December 2015, the Partnership entered into an agreement for the construction of an energy centre in Aberdeen to be utilised by NHS Grampian. The cash flows associated with this agreement have been built into a finance lease model. This has resulted in a debtor of £21,771 (31 December 2020: £4,289) due within one year and a debtor greater than one year of £9,088,450 (31 December 2020: £9,106,727).

On 24 May 2017, the Partnership entered into an agreement for the construction of an energy centre for NHS Gloucestershire. The cash flows associated with this agreement have been built into a finance lease model. This has resulted in a debtor of £242,483 (31 December 2020: £220,662) due within one year and a debtor greater than one year of £4,251,397 (31 December 2020: £4,478,700).

On 7 January 2019, the Partnership entered into an agreement with the University Hospitals Coventry and Warwickshire NHS Trust for the supply and installations of energy and energy management facilities at the University Hospital Coventry and Hospital of St. Cross Rugby. The cash flows associated with this agreement have been built into a finance lease model. This has resulted in a debtor of £210,237 (31 December 2020: creditor of £681,892) due within one year and a debtor greater than one year of £5,677,213 (31 December 2020: £5,829,630).

The net figure of £52,281,792 (31 December 2020: £51,862,249) has been included within fixed assets on the statement of financial position.

### **10. Debtors: amounts falling due within one year**

	31 Dec 2021 £	31 Dec 2020 £
VAT Recoverable	-	221,039
Amounts owed by third parties	899,367	883,542
Amounts owed by related parties (see Note 14)	743,708	94,045
	<u>1,643,075</u>	<u>1,198,626</u>

All of the Partnership's debtors are neither past due nor impaired.

The amounts owed by related parties are unsecured, interest free, have no fixed date of repayments and are payable on demand.

### **11. Creditors: amounts falling due within one year**

	31 Dec 2021 £	31 Dec 2020 £
Accruals	245,675	382,595
Amounts owed to third parties	-	103,839
VAT payable	196,775	-
Deferred income	30,168	60,222
	<u>472,618</u>	<u>546,656</u>

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021****12. Net assets attributable to Partners**

	<b>Limited Partners 100% £</b>
<b>Proceeds from Partners</b>	
At 1 January 2021	48,589,943
Proceeds received	<u>1,049,582</u>
At 31 December 2021	<u>49,639,525</u>
<b>Profit and loss account</b>	
At 1 January 2021	4,958,159
Total comprehensive income during the year	<u>218,463</u>
At 31 December 2021	<u>5,176,622</u>
<b>Net assets attributable to Partners at 31 December 2021</b>	<u><u>54,816,147</u></u>
<b>Proceeds from Partners</b>	
At 1 January 2020	44,424,723
Proceeds received	<u>4,165,220</u>
At 31 December 2020	<u>48,589,943</u>
<b>Profit and loss account</b>	
At 1 January 2020	6,300,870
Total comprehensive expense during the year	<u>(1,342,711)</u>
At 31 December 2020	<u>4,958,159</u>
<b>Net assets attributable to Partners at 31 December 2020</b>	<u><u>53,548,102</u></u>

The General Partner has 0% of ownership as such no net assets attributable to the General Partner has been disclosed.

**13. Contingent liabilities and commitments**

There were no contingent liabilities or commitments at the reporting date (31 December 2020: £Nil).

# AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 14. Related party transactions

	2021 Expense paid in year £	2021 (Payable) / receivable at year end £	2020 Expense paid in year £	2020 (Payable) / receivable at year end £
Aviva Investors UK Fund Services Limited - fund management fees	(305,990)	(170,834)	(503,022)	(263,881)
Expenses paid on behalf of Aviva Investors Energy Centres No.1 GP Limited	-	98,045	-	94,045
Aviva Investors Energy Centres No.1 GP Limited - amounts owed	-	-	-	-
Aviva Investors Infrastructure Income Limited Partnership	-	645,663	-	(41,223)
Distribution to Aviva Investors Infrastructure Income Limited Partnership	(3,187,356)	-	(4,074,874)	-

Aviva Investors UK Fund Services Limited receives fees as it acts as the Fund Manager for the Partnership.

The General Partner is entitled to a priority distribution of 0.1% (2020: 0.1%) of the net income from the Partnership. During the year the General Partner received £Nil priority distributions (31 December 2020: £Nil).

The Directors received no emoluments for services to the Partnership for the year (2020: £Nil).

### 15. Financial Instruments

The carrying values of the Partnership's financial assets and liabilities are summarised by category below:

#### Financial assets measured at amortised cost:

	31 Dec 2021 £	31 Dec 2020 £
Net investment in finance leases (see Note 9)	52,281,792	51,862,249
Debtors: amounts falling due within one year (see Note 10)	1,643,075	977,587
Cash at bank and in hand	1,363,898	1,033,883
	<u>55,288,765</u>	<u>53,873,719</u>

# AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 15. Financial Instruments (continued)

Financial liabilities measured at amortised amount:

	31 Dec 2021	31 Dec 2020
	£	£
Creditors: amounts falling due within one year (see Note 11)	(245,675)	(486,434)

Finance income

	1 Jan 2021 to 31 Dec 2021	1 Jan 2020 to 31 Dec 2020
	£	£
Total interest income for financial assets at undiscounted amount receivable:	3,819,648	3,342,230

### 16. Parent and ultimate controlling undertaking

The Partnership's General Partner is Aviva Investors Energy Centres No.1 GP Limited, a company incorporated in Great Britain and registered in England and Wales.

The Partnership's immediate parent undertaking is Aviva Investors Infrastructure Income Limited Partnership, and the ultimate parent undertakings are Aviva Investors Infrastructure Income Unit Trust.

Aviva Investors Infrastructure Income Limited Partnership, which has 99.90% interest of the Partnership, is both the largest and the smallest group of undertakings to consolidate these financial statements at 31 December 2021. The consolidated financial statements of Aviva Investors Infrastructure Income Limited Partnership are available on application to:

Aviva Company Secretarial Services Limited  
St Helen's  
1 Undershaft  
London  
EC3P 3DQ

### 17. Events after the reporting period

Events after the reporting period have been evaluated up to the date the audited financial statements were approved and authorised for issue by the General Partner and there are no events to be disclosed or adjusted for in these audited financial statements.

## AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

### ADDITIONAL AIFMD DISCLOSURES - UNAUDITED FOR THE YEAR ENDED 31 DECEMBER 2021

---

#### Remuneration

In line with the requirements of the Alternative Investment Fund Managers Directive ("AIFMD"), Aviva Investors UK Fund Services Limited ("AIUKFSL") is subject to a remuneration policy which is reviewed annually and is consistent with the principles outlined in the European Securities and Markets Authority guidelines on sound remuneration policies under AIFMD.

Aviva Investors' remuneration framework is based on a total reward approach and is designed to reflect the success or failure against a range of personal and company performance objectives.

There are four components of pay:

- Basic Salary – set within an appropriate market range, which is sufficient to allow the possibility, where performance so warrants, that an employee may receive no variable pay.
- Annual bonus – a discretionary short-term incentive plan where individuals may receive a bonus based on business and individual performance against targets. Where bonuses are equal to or greater than £75,000, a 3 year deferral with pro-rata vesting in Aviva funds and/or Aviva Group Plc shares occurs, following this a further holding period applies where regulation requires.

The extent to which each aspect of performance affects the overall payment level depends on the role and responsibilities of the individual. Performance is measured against a combination of individual, business unit, Aviva Investors and Group performance over an appropriate period.

- A rounded assessment of financial performance is made accounting for a range of financial considerations, including, but not limited to operating profit, investment performance and net flows. The assessment of Aviva Investors' financial performance is formed with reference to -:
  - Actual results vs. prior period results
  - Actual results vs. agreed plans
  - Actual results relative to competitors
  - Actual results vs., and progress towards, our long-term target ambition.
- The remuneration of employees in Control Functions (defined as Risk, Compliance and Audit) is determined independently of the financial results of Aviva Investors in order to reinforce the independence of these functions.
- The non-financial considerations include consideration of risk, conduct, culture, customer and employee engagement metrics, with Aviva values clearly underpinning all our decisions.
- The Performance assessment does not encourage risk taking outside the Aviva Investors stated risk appetite and includes mechanisms by which performance against risk and conduct related measures has a significant impact on the availability and size of business and individual variable awards.

## AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP

### ADDITIONAL AIFMD DISCLOSURES - UNAUDITED FOR THE YEAR ENDED 31 DECEMBER 2021

---

#### Remuneration (continued)

- Through Aviva Investors' Global Reward Framework, all investment employees should support responsible investment and integrate ESG considerations into their investment processes, including the consideration of Sustainability Risk. ESG metrics and research are embedded in the investment process and form part of the investment scorecard and annual risk attestation. The Chief Investment Officers and investment desk heads consider how investment employees demonstrate their commitment to ESG processes as part of the determination of performance and pay outcomes.
- Long Term Incentive Awards (LTIA) – discretionary long-term incentive plan to align reward with long-term investment performance, Aviva Group and Shareholders, and with the additional intention to help retain key talent. Part of the long-term incentive plan is in Aviva Investors Funds and part is in Aviva Restricted Share Units (RSUs), for the AI CEO the RSUs have additional performance conditions of Total Shareholder Return and Solvency II Return on Equity. Vesting is after 3 years and awards for Identified Staff will be subject to as pre-vesting assessment of individual performance, behaviours, and alignment with the company values of Aviva Investors throughout the three-year performance period.
- Benefits in Kind – standard benefits are provided that are appropriate to the market.

Code Staff are not permitted to undertake personal hedging strategies in respect of any variable remuneration.

Aviva Investors believes in rewarding strong performance and achievement of our business and individual goals; however, the manner in which these goals are achieved is also important. We do not consider it appropriate to reward people who have engaged in inappropriate behaviour or conduct which is not in line with Aviva's values and variable pay awards are subject to the Aviva Group Malus and Clawback Policy. As such, Aviva may decide that a Deferred Award which has not vested will lapse wholly or in part if they consider that:

- the participant or their team has, in the opinion of the Directors, engaged in misconduct which ought to result in the complete or partial forfeit or repayment of their award;
- there has been, in the opinion of the Directors, a material failure of risk management by reference to Group risk management standards, policies and procedures, taking into account the proximity of the participant to the failure of risk management in question and the level of the participant's responsibility;
- there is, in the opinion of the Directors, a materially adverse misstatement of Aviva's or the participant's relevant business unit's financial statements for which the participant has some responsibility;
- the participant participated in or was responsible for conduct which resulted in significant, or potentially significant, loss(es) to their relevant business unit, Aviva or any member of the Aviva Group;
- the participant failed to meet appropriate standards of fitness and propriety;
- there is evidence of misconduct or material error that would justify, or would have justified, had the participant still been employed, summary termination of their contract of employment; or
- any other circumstances required by local regulatory obligations to which any member of the Group or business unit is subject.

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**ADDITIONAL AIFMD DISCLOSURES - UNAUDITED**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

**Remuneration (continued)**

The remuneration policies are designed to ensure that any relevant conflicts of interest can be managed appropriately at all times and that the remuneration of its senior staff is in line with the risk policies and objectives of the Alternative Investment Funds ("AIF's") it manages, and takes into account the promotion of sound and effective risk management and the achievement of fair outcomes for all customers.

AIUKFSL has no employees but is a wholly owned subsidiary of Aviva Investors Holdings Limited. For the year to 31 December 2021, apportioned remuneration based on the time assessed to be spent on AIUKFSL AIFMD activity paid by Aviva Plc, the ultimate parent of AIUKFSL, to its senior management team, and Code Staff:

	Senior Management	Other Code Staff
Total Remuneration:	£1.3m	£1.1m
Of which, Fixed Remuneration:	33%	38%
Variable Remuneration:	63%	56%
Pension/Benefits:	4%	6%
Number of Code staff:	20	26

**AVIVA INVESTORS ENERGY CENTRES NO.1 LIMITED PARTNERSHIP**  
**ADDITIONAL AIFMD DISCLOSURES - UNAUDITED**  
**FOR THE YEAR ENDED 31 DECEMBER 2021**

---

**Leverage**

Leverage as required to be calculated by the AIFM Directive.

Pursuant to its regulatory obligations, the General Partner is required to express the level which the Partnership's leverage will not exceed. For the purposes of this disclosure, leverage is any method by which the Partnership's exposure is increased beyond its holding of securities and cash. A partnership's exposure may be increased by using derivatives, by reinvesting cash borrowings, through securities lending or securities borrowing arrangements, or by such other means as may be permitted to be used pursuant to that Partnership's investment objectives and strategy (such increase referred to herein as the "Incremental Exposure"). The AIFM Directive prescribes two methodologies for calculating overall exposure of a partnership: the "gross methodology" and the commitment methodology". These methodologies are briefly summarised below but are set out in full detail in the AIFM Directive.

The commitment methodology takes account of the hedging and netting arrangements employed by a partnership at any given time (purchased and sold derivative positions will be netted where both relate strictly to the same underlying asset). This calculation of exposure includes all Incremental Exposure as well as the Partnership's own physical holdings and cash. By contrast, the gross methodology does not take account of the netting or hedging arrangements employed by a partnership. This calculation of exposure under the gross methodology includes all Incremental Exposure as well as the Partnership's own physical holdings, excluding cash.

The AIFM Directive requires that each leverage ratio to be expressed as the ratio between a partnership's total exposure (including securities and cash) and its net asset value. Using the methodologies prescribed under the AIFM Directive, the Partnership is generally expected to be leveraged at the ratio of 1:1 using the commitment methodology and 1:1 using the gross methodology. The Partnership may, however, have higher levels of leverage, including in atypical and volatile market conditions. In such circumstances, leverage will not exceed the ratio of 2:1 using the commitment methodology and 2:1 using the gross methodology.