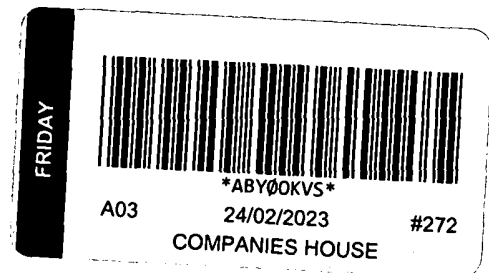


Company registration number 09431213 (England and Wales)

**ARJUN INFRASTRUCTURE PARTNERS LIMITED**  
**ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 2022**



# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	Surinder S Toor Charles J G Hazelwood Francois Y M Bornens Peter S Antolik
<b>Company number</b>	09431213
<b>Registered office</b>	Loddon Reach Reading Road Arborfield Reading RG2 9HU
<b>Auditor</b>	Deloitte LLP 110 Queen Street Glasgow G1 3BX
<b>Business address</b>	50 Pall Mall London SW1Y 5JH
<b>Bankers</b>	Svenska Handelsbanken AB Apex Plaza Forbury Road Reading RG1 1AX

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# **ARJUN INFRASTRUCTURE PARTNERS LIMITED**

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# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## STRATEGIC REPORT

**FOR THE YEAR ENDED 30 JUNE 2022**

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The Directors present their Strategic Report on the parent company, Arjun Infrastructure Partners Limited (the 'Company') and its subsidiaries (the 'Group') for the year ended 30 June 2022.

### Review of the business

The result of the Group for the year is a profit before taxation of £4,772,620 (2021 - £8,390,682) and turnover of £15,274,183 (2021 - £20,199,343) as set out in the Consolidated Profit and Loss Account on page 9.

Key contributors to the Group's and Company's performance in the year included continued successful deployment of clients' commitments through the execution of a number of new investment transactions, and the launch of new investment products which attracted material additional financial commitments from existing clients.

The reduction in turnover and profit is attributable to there being no new transactions completed during the current year, on which the Company earns one-off success fees. In the prior year, one-off success fees accounted for £5.3m of turnover and £3.4m of profit before taxation. The reduction in profit is also attributable to the continued investment in the team for planned growth.

The Group has net assets at the end of the year of £5,171,461 (2021 - £7,474,698) and a cash balance of £4,433,849 (2021 - £8,615,948).

### Future developments

The Directors expect the general level of activity to increase in the forthcoming year, with a strong pipeline of investment opportunities and active discussion with investors for new investment mandates. Revenue and profit from ongoing asset management fees is therefore expected to increase in the year.

### Key performance indicators

	<b>2022</b>	<b>2021</b>
	<b>£m</b>	<b>£m</b>
Turnover (excluding recharged transaction costs)	15.3	18.3
Profit before tax	4.8	8.4
	<b>2022</b>	<b>2021</b>
Average number of employees	27	21

The decrease in turnover and profit before tax in the year are discussed under the review of the business section of this report.

The increase in average number of employees in the year is due to the decision to continue to invest in talent in preparation for future growth. Further new hires are expected to join the business during 2022/23.

During the year, the Group established a European office, to support marketing and transaction activity across the region.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

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### Principal risks and uncertainties

The management of the business and the execution of the Group's strategy are subject to a number of risks and uncertainties.

A principal risk is the loss of key staff. The Group ensures that no single employee becomes critical to its operation and that an adequate replacement or succession is available to cover key roles in the Group. In the event that two or more people with specific expertise are incapacitated, or leave the Group, the Group may need to acquire the services of specialists or external consultants to ensure operations are not impacted. To mitigate this risk, the Group has competitive remuneration and retention plans targeted at key employees. The Group puts in place sustainable succession and development plans. Clear objectives are set, and success is measured in the annual review process, allowing the Group to identify development initiatives for its staff including regular and sufficient training.

Another risk is loss of a key client. In the event that business performance or reputation is materially impacted by unforeseen events, such as loss of key staff or litigation, clients may seek to terminate existing mandates, leading to a loss of future fee income. This risk is mitigated by the Group growing and diversifying its client base, whilst continuing to meet the requirements of its clients and stakeholders.

Risks are formally reviewed by the Risk Management and Compliance Committee and appropriate processes are put in place to monitor and mitigate them.

### Statement on going concern

The Directors, having made appropriate enquiries, consider that the Group and Company have adequate resources to operate for the foreseeable future and, therefore, it is appropriate to continue to adopt the going concern basis in preparing the financial statements. In making this assessment the Directors have considered the nature of the Group's revenue and costs. A significant proportion of the Group's revenue arises from asset management fees, which represent contracted and recurring income. This revenue stream is forecast to cover the fixed costs of the Group, which primarily relate to staff costs and overheads. The Group had cash balances of £4.4m as at 30 June 2022, and after settlement of staff bonuses post year end, and taking into account additional revenue receipts post year end, continued to have cash balances in the region of £5.5m as of 30 September 2022.

### Impact of COVID-19 and Brexit

The directors do not consider that there have been any significant effects of Covid-19 or Brexit on the performance of the business during the year.

### Impact of Russia-Ukraine war

In February 2022, Russian troops started invading Ukraine. In response, multiple jurisdictions imposed initial tranches of economic sanctions on Russia. The war in Ukraine and the related events take place at a time of significant economic uncertainty and volatility, and the effects have interacted with and exacerbated the effects of current market conditions, increasing pressures on energy/fuel prices, inflation and interest rates, and weakening the global post-pandemic recovery. The Group and Company have assessed the impact of this event and noted no material adverse impact to the Group's and Company's operations.

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

  
Surinder Toor (Oct 10, 2022 13:13 GMT)

Surinder S Toor  
Director

Date: 10th October 2022

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 30 JUNE 2022

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The Directors present their annual report and the audited financial statements for the year ended 30 June 2022.

#### Principal activities

The principal activity of the Company is that of providing independent infrastructure investment advice to large institutional investors.

#### Results and dividends

The profit of the Group for the year, after taxation, amounted to £3,699,646 (2021 - £6,812,324).

A final dividend of £6,200,000 (£1.0837 per Ordinary share) for the year to 30 June 2021 was declared by the Directors during the year.

#### Directors

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

Surinder S Toor  
Charles J G Hazelwood  
Francois Y M Bornens  
Peter S Antolik

#### Qualifying third party indemnity provisions

The Company has made qualifying third party indemnity provisions for the benefit of its Directors during the year. These provisions remain in force at the reporting date.

#### Financial risk management objectives and policies

The Group's activities expose it to a variety of financial risks, including liquidity risk and credit risk.

#### Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Group maintains a forward cashflow forecast for the following 12-18 months, which is monitored by the executive team, and reviewed by the Group's Management Committee.

#### Credit risk

The Group's principal financial assets are cash at bank, trade and other receivables, and investments.

The Group's credit risk is primarily attributable to its trade receivables. The amounts presented in the Balance Sheet are net of allowances for doubtful debts. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows. The Group's clients are generally highly rated pension funds and other institutional investors. Fee income can also be deducted from distribution income to investors. As such this risk is not deemed to be significant.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

#### Other risks

Due to the nature of the business activities and the denomination of the management agreements, the Group does not have a material exposure to exchange rate risk or interest rate risk.

#### Post reporting date events

Details of significant events since the balance sheet date are contained in note 23 to the financial statements.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## DIRECTORS' REPORT (CONTINUED)

### FOR THE YEAR ENDED 30 JUNE 2022

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#### Future developments

Details of future developments can be found in the Strategic Report on page 1 and form part of this report by cross-reference.

#### Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 Group and Company, and of the profit or loss of the Group for that period. In preparing these financial statements, the Directors required to:

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Group and Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Statement of disclosure of information to the auditor

Each of the persons who are Directors at the date when this Directors' Report is approved has confirmed that:

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

#### Independent Auditor

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

  
Surinder Toor (Oct 10, 2022 13:13 GMT)

Surinder S Toor  
Director

Date: 10th October 2022

# **ARJUN INFRASTRUCTURE PARTNERS LIMITED**

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF ARJUN INFRASTRUCTURE PARTNERS LIMITED**

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

##### **Opinion**

In our opinion the financial statements of the parent company, Arjun Infrastructure Partners Limited (the "Company") and its subsidiaries (the "Group"):

- give a true and fair view of the state of the group's and of the parent company's affairs as at 30 June 2022 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the consolidated profit and loss account;
- the consolidated statement of comprehensive income;
- the consolidated and Company balance sheets;
- the consolidated and Company statements of changes in equity;
- the consolidated cash flow statement;
- the accounting policies; and
- the related notes 1 to 25.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

##### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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



# **ARJUN INFRASTRUCTURE PARTNERS LIMITED**

## **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

### **TO THE MEMBERS OF ARJUN INFRASTRUCTURE PARTNERS LIMITED**

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#### **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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 auditor's report.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF ARJUN INFRASTRUCTURE PARTNERS LIMITED

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the group's industry and its control environment, and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the group operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the group's ability to operate or to avoid a material penalty. This included Financial Conduct Authority CASS (Client Assets Sourcebook) rules.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address it are described below:

- Presumed risk of fraud associated with the cut-off and completeness assertion for Asset management fees: in response to this risk, we obtained an understanding of the revenue recognition process; performed a test of design of controls over revenue recognition; performed tests of revenue recognised for these revenue streams to supporting invoices/agreements, including recalculation of asset management fees and income accruals, test of subsequent receipts; and review of new revenue agreements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance and reviewing correspondence with the FCA.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF ARJUN INFRASTRUCTURE PARTNERS LIMITED

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#### Report on other legal and regulatory requirements

##### Opinions on other matters prescribed by the Companies Act 2006

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

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

In the light of the knowledge and understanding of the group and of the parent company and their environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

##### Matters on which we are required to report by exception

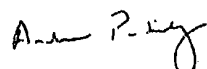
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report.

We have nothing to report in respect of these matters.

##### Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Andrew Partridge CA (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Glasgow, United Kingdom

Date: 10 October 2022

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 JUNE 2022

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	Notes	2022 £	2021 £
Turnover	4	15,274,183	20,199,343
Cost of sales		(851,404)	(4,039,410)
<b>Gross profit</b>		<b>14,422,779</b>	<b>16,159,933</b>
Administrative expenses		(9,756,867)	(7,816,963)
<b>Operating profit</b>	5	<b>4,665,912</b>	<b>8,342,970</b>
Income from other fixed asset investments	9	106,708	17,106
Interest receivable and similar income	10	-	30,606
<b>Profit before taxation</b>		<b>4,772,620</b>	<b>8,390,682</b>
Tax on profit	11	(1,072,974)	(1,578,358)
<b>Profit for the financial year</b>		<b>3,699,646</b>	<b>6,812,324</b>

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All activities of the Group are from continuing operations.

The notes on pages 16 to 30 form part of these financial statements.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2022

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	Notes	2022 £	2021 £
Profit for the year		3,699,646	6,812,324
		<u>          </u>	<u>          </u>
<b>Other comprehensive income</b>			
Vested profit participation	19	262,823	-
Tax relating to other comprehensive income	11	(65,706)	-
		<u>          </u>	<u>          </u>
<b>Other comprehensive income for the year</b>		197,117	-
		<u>          </u>	<u>          </u>
<b>Total comprehensive income for the year</b>		3,896,763	6,812,324
		<u>          </u>	<u>          </u>

Total comprehensive income for the year is all attributable to the owners of the parent company.

The notes on pages 16 to 30 form part of these financial statements.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## CONSOLIDATED BALANCE SHEET

AS AT 30 JUNE 2022

	Notes	2022 £	£	2021 £	£
<b>Fixed assets</b>					
Tangible assets	13		422,535		43,120
Investments	14		4,028,884		2,142,312
			<u>4,451,419</u>		<u>2,185,432</u>
<b>Current assets</b>					
Debtors	16	5,167,952		4,022,699	
Cash at bank and in hand		4,433,849		8,615,948	
		<u>9,601,801</u>		<u>12,638,647</u>	
<b>Creditors: amounts falling due within one year</b>	17	(8,308,604)		(6,909,381)	
<b>Net current assets</b>			<u>1,293,197</u>		<u>5,729,266</u>
<b>Total assets less current liabilities</b>			<u>5,744,616</u>		<u>7,914,698</u>
<b>Creditors: amounts falling due after more than one year</b>	18	(195,519)			-
<b>Provisions for liabilities</b>					
Other provisions	19	346,003		440,000	
Deferred tax liability	20	31,633		-	
		<u>(377,636)</u>		<u>(440,000)</u>	
<b>Net assets</b>			<u><u>5,171,461</u></u>		<u><u>7,474,698</u></u>
<b>Capital and reserves</b>					
Called up share capital	21	572,100		572,100	
Profit and loss account		4,599,361		6,902,598	
<b>Shareholders' funds</b>			<u><u>5,171,461</u></u>		<u><u>7,474,698</u></u>

The notes on pages 16 to 30 form part of these financial statements.

10th October 2022

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

Surinder Toor  
Surinder Toor (Oct 10, 2022 13:13 GMT)

Surinder S Toor  
Director

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## COMPANY BALANCE SHEET

AS AT 30 JUNE 2022

	Notes	2022 £	2021 £
<b>Fixed assets</b>			
Tangible assets	13	422,535	43,120
Investments	14	4,049,960	2,152,934
		<u>4,472,495</u>	<u>2,196,054</u>
<b>Current assets</b>			
Debtors	16	5,609,571	3,967,733
Cash at bank and in hand		4,226,227	8,587,922
		<u>9,835,798</u>	<u>12,555,655</u>
<b>Creditors: amounts falling due within one year</b>	17	<u>(8,232,433)</u>	<u>(6,867,317)</u>
<b>Net current assets</b>		<u>1,603,365</u>	<u>5,688,338</u>
<b>Total assets less current liabilities</b>		<u>6,075,860</u>	<u>7,884,392</u>
<b>Creditors: amounts falling due after more than one year</b>	18	(195,519)	-
<b>Provisions for liabilities</b>			
Other provisions	19	346,003	440,000
Deferred tax liability	20	31,633	-
		<u>(377,636)</u>	<u>(440,000)</u>
<b>Net assets</b>		<u>5,502,705</u>	<u>7,444,392</u>
<b>Capital and reserves</b>			
Called up share capital	21	572,100	572,100
Profit and loss account		4,930,605	6,872,292
<b>Shareholders' funds</b>		<u>5,502,705</u>	<u>7,444,392</u>

The notes on pages 16 to 30 form part of these financial statements.

The Company's profit for the year was £4,061,196 (2021 - £6,674,682 profit). A final dividend of £6,200,000 (£1.0837 per Ordinary share) for the year to 30 June 2021 was declared by the Directors during the year, out of which £2,139,000 has been paid at year end.

10th October 2022

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

*Surinder Toor*  
Surinder Toor (Oct 10, 2022 13:13 GMT)

Surinder S Toor  
Director

Company Registration No. 09431213

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2022

	Notes	Called up share capital £	Profit and loss reserves £	Total £
<b>Balance at 1 July 2020</b>		572,100	2,790,274	3,362,374
<b>Year ended 30 June 2021:</b>				
Profit and total comprehensive income for the year		-	6,812,324	6,812,324
Dividends	12	-	(2,700,000)	(2,700,000)
<b>Balance at 30 June 2021</b>		572,100	6,902,598	7,474,698
<b>Year ended 30 June 2022:</b>				
Profit for the year		-	3,699,646	3,699,646
Other comprehensive income:				
Vested profit participation		-	262,823	262,823
Tax relating to other comprehensive income		-	(65,706)	(65,706)
Total comprehensive income for the year		-	3,896,763	3,896,763
Dividends	12	-	(6,200,000)	(6,200,000)
<b>Balance at 30 June 2022</b>		572,100	4,599,361	5,171,461

The notes on pages 16 to 30 form part of these financial statements.



# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2022

	Notes	Called up share capital £	Profit and loss reserves £	Total £
<b>Balance at 1 July 2020</b>		572,100	2,897,610	3,469,710
<b>Year ended 30 June 2021:</b>				
Profit and total comprehensive income for the year		-	6,674,682	6,674,682
Dividends	12	-	(2,700,000)	(2,700,000)
<b>Balance at 30 June 2021</b>		572,100	6,872,292	7,444,392
<b>Year ended 30 June 2022:</b>				
Profit for the year		-	4,061,196	4,061,196
Other comprehensive income:				
Vested profit participation		-	262,823	262,823
Tax relating to other comprehensive income		-	(65,706)	(65,706)
Total comprehensive income for the year		-	4,258,313	4,258,313
Dividends	12	-	(6,200,000)	(6,200,000)
<b>Balance at 30 June 2022</b>		572,100	4,930,605	5,502,705

The notes on pages 16 to 30 form part of these financial statements.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2022

	2022 £	2021 £
<b>Cash flows from operating activities</b>		
Profit for the financial year	3,699,646	6,812,324
<b>Adjustments for:</b>		
Depreciation of tangible fixed assets	60,479	33,846
Loss on disposal of tangible fixed assets	770	269
Vested profit participation	118,826	440,000
Unwinding of rent-related liability	(21,175)	-
Income from other fixed assets investments	(106,708)	(17,106)
Interest receivable and similar income	-	(30,606)
Tax on profit on ordinary activities	1,072,974	1,578,358
Increase in debtors	(1,127,083)	(1,082,257)
Increase in creditors	108,113	477,876
Tax paid	(1,851,247)	(1,476,021)
<b>Net cash generated from operating activities</b>	<u>1,954,595</u>	<u>6,736,683</u>
<b>Cash flows from investing activities</b>		
Payments to acquire tangible fixed assets	(119,797)	(19,574)
Purchase of fixed asset investments	(1,886,572)	(539,539)
Interest received	-	30,606
Dividends received	-	1,180
<b>Net cash used in investing activities</b>	<u>(2,006,369)</u>	<u>(527,327)</u>
<b>Cash flows from financing activities</b>		
Dividends paid	(4,130,325)	(3,769,500)
<b>Net cash used in financing activities</b>	<u>(4,130,325)</u>	<u>(3,769,500)</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<u>(4,182,099)</u>	<u>2,439,856</u>
Cash and cash equivalents at beginning of year	8,615,948	6,176,092
<b>Cash and cash equivalents at end of year</b>	<u><u>4,433,849</u></u>	<u><u>8,615,948</u></u>

The notes on pages 16 to 30 form part of these financial statements.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**FOR THE YEAR ENDED 30 JUNE 2022**

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### **1 General Information**

Arjun Infrastructure Partners Limited (the Company) is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The registered number of the Company is 09431213. The registered office of the Company is Loddon Reach, Reading Road, Arborfield, Reading, RG2 9HU.

The principal activities of the Company and its subsidiaries (the Group) and the nature of the Group's operations are set out in the Directors' Report. The financial statements have been presented in Pound Sterling (£) which is also the functional currency of the Group.

### **2 Accounting policies**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Group's financial statements.

#### **2.1 Statement of compliance**

The financial statements of the Group and Company for the year ended 30 June 2022 have been prepared in accordance with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) issued by the Financial Reporting Council and in accordance with the Companies Act 2006.

#### **2.2 Basis of preparation**

The financial statements have been prepared on the going concern basis and in accordance with the historical cost convention except for certain properties and financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Arjun Infrastructure Partners Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to financial instruments and remuneration of key management personnel.

#### **2.3 Basis of consolidation**

The consolidated financial statements include the financial statements of the holding company and all of its subsidiary companies made up to 30 June 2022.

#### **2.4 Profit attributable to the Company**

As permitted by section 408 of the Companies Act 2006, no separate profit and loss account or statement of comprehensive income is presented in respect of the parent company. The profit attributable to the Company is disclosed in the footnote to the Company's balance sheet.

#### **2.5 Going concern**

The Directors, having made appropriate enquiries, consider that the Group and Company have adequate resources to operate for the foreseeable future and, therefore, it is appropriate to continue to adopt the going concern basis in preparing the financial statements. In making this assessment the Directors have considered the nature of the Group's revenue and costs. A significant proportion of the Group's revenue arises from asset management fees, which represent contracted and recurring income. This revenue stream is forecast to cover the fixed costs of the Group, which primarily relate to staff costs and overheads. The Group had cash balances of £4.4m as at 30 June 2022, and after settlement of staff bonuses post year end, and taking into account additional revenue receipts post year end, continued to have cash balances in the region of £5.5m as of 30 September 2022.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

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### 2 Accounting policies

(Continued)

#### 2.6 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the Balance Sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated at the rates of exchange ruling at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The resulting exchange differences are dealt with in the Profit and Loss Account.

#### 2.7 Turnover

Turnover comprises predominantly investment management and advisory fees to large institutional investors, and is stated net of VAT. Turnover is recognised when the significant risks and rewards associated with the services are considered to have been transferred to investors. Turnover from the supply of investment management services represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the fair value of the consideration received or receivable. Where payments are received from customers in advance of the services provided, the amounts are recorded as deferred income and included as part of creditors due within one year.

#### 2.8 Interest income

Interest income is recognised in profit or loss using the effective interest method.

#### 2.9 Pensions

##### Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

#### 2.10 Employee benefits

The Company operates a profit participation scheme in which certain employees are entitled to a percentage share of the Company's profits. Under the scheme employees are granted a percentage of profit participation ("Profit Participation Percentage") to be paid based on the period's profit after tax. Such amounts are accrued in the period.

In addition to this, this profit participation vests over a vesting period (typically 3 to 5 years) - "Vested Profit Participation Percentage" - such that certain employees will be entitled to this level of profit participation for five years following the end of their employment. An employee's Vested Profit Participation Percentage will equal their Profit Participation Percentage at the end of the vesting period.

An obligation is created by employees being awarded a Vested Profit Participation Percentage as a consequence of the service being provided by employees. The net present value of the estimated liability due to the participants of the scheme is charged to operating profit on an accruals basis over the employees' entitlements vesting period. Remeasurements of the liability are recognised within other comprehensive income in the period in which they occur.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 2 Accounting policies

(Continued)

#### 2.11 Taxation and deferred taxation

Current tax represents the amount expected to be paid or recovered in respect of taxable profits for the financial year and is calculated using the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Balance Sheet date where transactions or events have occurred at that date that will result in an obligation to pay more tax in the future, or a right to pay less tax in the future. Timing differences are temporary differences between the Company's taxable profits and its results as stated in the financial statements.

Deferred tax is measured on an undiscounted basis at the tax rates that are anticipated to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

#### 2.12 Tangible fixed assets

Tangible fixed assets are stated at cost or at valuation, less accumulated depreciation. The charge to depreciation is calculated to write off the original cost or valuation of tangible fixed assets, less their estimated residual value, over their expected useful lives as follows:

Short-term leasehold improvements	2-5 years
Fixtures, fittings and equipment	20-33% straight line

The carrying values of tangible fixed assets are reviewed annually for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

#### 2.13 Investments

Investments held as fixed assets are stated at cost less provision for impairment. Assets are assessed for indicators of impairment at each Balance Sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss.

#### 2.14 Trade and other debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method less impairment losses for bad and doubtful debts except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

#### 2.15 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's and Company's cash management.

#### 2.16 Trade and other creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

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### 2 Accounting policies

(Continued)

#### 2.17 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation arising as a result of a past event, it is probably that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the same value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

#### 2.18 Financial instruments

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

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

#### 2.19 Financial assets and liabilities

Financial assets and liabilities are only offset in the balance sheet when, and only when, there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Group transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Group, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

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

#### 2.20 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

#### 2.21 Ordinary share capital

The ordinary share capital of the Company is presented as equity.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 30 JUNE 2022

#### 3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 2, the Directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised, and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

#### Critical judgements in applying the Group's accounting policies

The following are the critical judgements that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

#### Valuation of investments

The Group's investments are held at costs, and subject to an impairment review. The impairment review is conducted using a fair value measurement of the investments, following the Group's Valuation Policy. The best evidence of fair value is a quoted price for an identical asset in an active market. However, when quoted prices are unavailable, or the market is not active, the fair value is estimated by using a valuation technique such as a discounted cash flow forecast. As with all forecasts, judgements are applied in areas such as revenues, costs and discount rates. These judgements are tested against comparable investments (where they exist), and independent external valuers provide additional opinions on fair value for selected investments. In determining the valuations, the Group has made judgements regarding the impact of COVID-19, however, the Group's investments are in infrastructure assets where the impact of COVID-19 has not been so significant to give rise to any impairment.

#### Profit participation liability

Accounting for the Company's present obligation under the profit participation scheme involves making estimates. These estimates require assumptions to be made about a number of uncertainties. The profit participation scheme assumptions are reviewed by management at the end of each year. These assumptions are used to determine the projected benefit obligation at the year end and hence the liability recorded on the Company's balance sheet. The assumptions that are the most significant to the amounts reported, are the discount rate (which is determined by reference to market yields at the reporting date on high quality corporate bonds), future profit levels, retirement age and attrition. The assumptions used vary from year to year, with resultant effects on net income and net assets.

#### 4 Turnover

Turnover comprises the value of services provided directly to customers. All of the Group's turnover arose from a single class of business, being the provision of independent infrastructure investment advice to large institutional investors. The geographical analysis of turnover by destination is as follows:

	2022	2021
	£	£
United Kingdom	6,696,122	12,278,237
Rest of Europe	5,513,845	5,011,488
Asia	2,677,351	2,538,002
North America	386,865	371,616
	<u>15,274,183</u>	<u>20,199,343</u>

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 5 Operating profit

	2022 £	2021 £
Operating profit for the year is stated after charging/(crediting):		
Exchange gains	(151,795)	(28,662)
Depreciation of owned tangible fixed assets	60,479	33,846
Loss on disposal of tangible fixed assets	770	269
	<u>          </u>	<u>          </u>

### 6 Auditor's remuneration

	2022 £	2021 £
Fees payable to the Company's auditor and its associates:		
<b>For audit services</b>		
Audit of the financial statements of the Group and Company	40,000	45,000
Audit of the financial statements of the Company's subsidiaries	30,500	-
	<u>70,500</u>	<u>45,000</u>
<b>For other services</b>		
Audit-related assurance services	7,300	20,435
Taxation compliance services	22,770	11,742
	<u>30,070</u>	<u>32,177</u>

### 7 Directors' remuneration

	2022 £	2021 £
Remuneration for qualifying services	<u>1,602,455</u>	<u>1,410,000</u>

Remuneration disclosed above includes the following amounts paid to the highest paid director:

	2022 £	2021 £
Remuneration for qualifying services	<u>432,000</u>	<u>450,000</u>



# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 8 Employees

The average monthly number of persons (including executive Directors) employed by the Group and Company during the year was:

	Group 2022 Number	2021 Number	Company 2022 Number	2021 Number
Directors	4	4	3	4
Employees	23	17	22	17
Total	27	21	25	21

Their aggregate remuneration comprised:

	Group 2022 £	2021 £	Company 2022 £	2021 £
Wages and salaries	6,062,208	4,910,821	5,824,285	4,910,821
Social security costs	910,489	601,706	842,408	601,706
Pension costs	344,360	156,024	314,352	156,024
	7,317,057	5,668,551	6,981,045	5,668,551

### 9 Investment Income

	2022 £	2021 £
Income from other fixed asset investments	106,708	17,106

### 10 Interest receivable and similar income

	2022 £	2021 £
Bank interest	-	749
Other interest	-	29,857
	-	30,606

### 11 Taxation

	2022 £	2021 £
<b>Current tax</b>		
UK corporation tax on profits for the current period	986,732	1,687,738
Adjustments in respect of prior periods	18,508	3,382
Total current tax	1,005,240	1,691,120

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 11 Taxation

(Continued)

	2022 £	2021 £
<b>Deferred tax</b>		
Origination and reversal of timing differences (note 20)	67,734	(112,762)
	<u>67,734</u>	<u>(112,762)</u>
<b>Total tax charge</b>	<b>1,072,974</b>	<b>1,578,358</b>
	<u>1,072,974</u>	<u>1,578,358</u>

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2022 £	2021 £
Profit before taxation	4,772,620	8,390,682
	<u>4,772,620</u>	<u>8,390,682</u>
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	906,798	1,594,230
Tax effect of expenses that are not deductible in determining taxable profit	25,273	8,189
Tax effect of income not taxable in determining taxable profit	(20,275)	(3,250)
Adjustments in respect of prior years	18,508	3,382
Deferred tax	53,701	(26,400)
Unutilised tax losses of group companies	88,969	2,207
	<u>88,969</u>	<u>2,207</u>
<b>Taxation charge</b>	<b>1,072,974</b>	<b>1,578,358</b>
	<u>1,072,974</u>	<u>1,578,358</u>

In addition to the amount charged to the Profit and Loss Account, the following amounts relating to tax have been recognised directly in other comprehensive income:

	2022 £	2021 £
Deferred tax arising on:		
Vested profit participation (note 20)	65,706	-
	<u>65,706</u>	<u>-</u>

### Factors that may affect future tax charges

Deferred taxes on the Balance Sheet have been measured at 25% (2021 - 19%) which represents the future corporation tax rate that was enacted at the Balance Sheet date.

### 12 Dividends

	2022 £	2021 £
Recognised as distributions to equity holders:		
Ordinary shares paid - £1.0837 (2021 - £0.4719) per Ordinary share	6,200,000	2,700,000
	<u>6,200,000</u>	<u>2,700,000</u>

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 13 Tangible fixed assets

Group	Short-term leasehold improvements £	Fixtures, fittings and equipment £	Total £
<b>Cost</b>			
At 1 July 2021	29,156	75,603	104,759
Additions	325,000	115,664	440,664
Disposals	(29,156)	(2,017)	(31,173)
At 30 June 2022	325,000	189,250	514,250
<b>Depreciation</b>			
At 1 July 2021	27,941	33,698	61,639
Charge for the year	28,298	32,181	60,479
Disposals	(29,156)	(1,247)	(30,403)
At 30 June 2022	27,083	64,632	91,715
<b>Carrying amount</b>			
At 30 June 2022	297,917	124,618	422,535
At 30 June 2021	1,215	41,905	43,120
<b>Company</b>			
	Short-term leasehold improvements £	Fixtures, fittings and equipment £	Total £
<b>Cost</b>			
At 1 July 2021	29,156	75,603	104,759
Additions	325,000	115,664	440,664
Disposals	(29,156)	(2,017)	(31,173)
At 30 June 2022	325,000	189,250	514,250
<b>Depreciation</b>			
At 1 July 2021	27,941	33,698	61,639
Charge for the year	28,298	32,181	60,479
Disposals	(29,156)	(1,247)	(30,403)
At 30 June 2022	27,083	64,632	91,715
<b>Carrying amount</b>			
At 30 June 2022	297,917	124,618	422,535
At 30 June 2021	1,215	41,905	43,120

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 14 Fixed asset investments

	Notes	Group 2022 £	2021 £	Company 2022 £	2021 £
Investments in subsidiaries	15	-	-	4,049,960	2,152,934
Other unlisted investments		4,028,884	2,142,312	-	-
		<u>4,028,884</u>	<u>2,142,312</u>	<u>4,049,960</u>	<u>2,152,934</u>

#### Movements in fixed asset investments

Group	Other unlisted investments £
<b>Cost</b>	
At 1 July 2021	2,142,312
Additions	1,886,572
At 30 June 2022	<u>4,028,884</u>
<b>Carrying amount</b>	
At 30 June 2022	<u>4,028,884</u>
At 30 June 2021	<u>2,142,312</u>

The Group has other investments of £4,028,884 (2021 - £2,142,312), which primarily relate to capital contributed, in very small proportions, into investments managed by the Company.

#### Movements in fixed asset investments

Company	Subsidiary undertakings £
<b>Cost</b>	
At 1 July 2021	2,184,146
Additions	1,897,026
At 30 June 2022	<u>4,081,172</u>
<b>Impairment</b>	
At 1 July 2021 and 30 June 2022	<u>31,212</u>
<b>Carrying amount</b>	
At 30 June 2022	<u>4,049,960</u>
At 30 June 2021	<u>2,152,934</u>

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 15 Subsidiary undertakings

The Company and the Group have investments in the following subsidiary undertakings (\* held directly):

Name of undertaking	Country of Incorporation	Nature of business	Details of Investment	Proportion Held %
Arjun Infrastructure Renewables LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
Arjun Infrastructure Partners MidCo Limited *	England and Wales	Holding Company	Ordinary shares	100.00
AI Europe SAS	France	Infrastructure investment advice	Ordinary Shares	100.00
Arjun GP	Scotland	Acting as General Partner of Limited Partnerships, and holding Investments	Ordinary shares	100.00
Blueberry (Scot) GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
Blueberry (Scot) LP	Scotland	Making and holding investments	GP and LP interests	100.00
WMR Investor 2 GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
Graywind GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
AAUK2 GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
Arjun Renewables LP	Scotland	Making and holding investments	GP and LP interests	100.00
IAE1 GP S.a.r.l.	Luxembourg	Acting as General Partner of Limited Partnerships	LLP interests	100.00
AAE1 GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
IAE1 GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
IAE2 GP S.a.r.l.	Luxembourg	Acting as General Partner of Limited Partnerships	LLP interests	100.00
AAE2 GP LLP *	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90
Golden Indra GP LLP	Scotland	Acting as General Partner of Limited Partnerships	LLP interests	99.90

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 15 Subsidiary undertakings

(Continued)

#### Registered office addresses:

Arjun Infrastructure Renewables LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
Arjun Infrastructure Partners Midco Limited	Loddon Reach, Reading Road, Arborfield, Reading, UK RG2 9HU
Al Europe SAS	26, rue Cambacérès, 75008 Paris
Arjun GP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
Blueberry (Scot) GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
Blueberry (Scot) LP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
WMR Investor 2 GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
Graywind GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
AAUK2 GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
Arjun Renewables LP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
IAE1 GP S.a.r.l.	15, boulevard F.W. Raiffeisen, L-2411 Luxembourg
AAE1 GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
IAE1 GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
IAE2 GP S.a.r.l.	15, boulevard F.W. Raiffeisen, L-2411 Luxembourg
AAE2 GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP
Golden Indra GP LLP	Capital Square, 58 Morrison Street, Edinburgh EH3 8BP

In the opinion of the Directors, the value of the unlisted investments is not less than the book amount shown in the note above. All subsidiary undertakings have been included in the consolidation.

### 16 Debtors

	Group 2022	2021	Company 2022	2021
Amounts falling due within one year:	£	£	£	£
Trade debtors	4,058,503	2,955,003	4,058,503	2,955,003
Corporation tax recoverable	13,268	-	13,268	-
Amounts owed by related parties	311,357	554,773	761,465	500,607
Other debtors	5,913	61,100	100	61,100
Prepayments and accrued income	778,911	350,016	776,235	349,216
	5,167,952	3,920,892	5,609,571	3,865,926
Deferred tax asset (note 20)	-	101,807	-	101,807
	5,167,952	4,022,699	5,609,571	3,967,733

Included within Trade Debtors above are £2.7m which are past their contractual due date. The Directors have assessed these amounts for impairment and recoverability, and are satisfied that no adjustment is required to the carrying amount.

Amounts owed by related parties are unsecured, interest-free and repayable on demand.

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 17 Creditors: amounts falling due within one year

	Group 2022 £	2021 £	Company 2022 £	2021 £
Trade creditors	481,637	580,847	474,798	538,683
Amounts owed to related parties	4,000,177	1,930,500	4,000,274	1,930,600
Corporation tax payable	-	832,739	-	832,739
Other taxation and social security	245,500	337,956	239,057	337,956
Other creditors	140,330	11,995	99,370	11,995
Accruals and deferred income	3,440,960	3,215,344	3,418,934	3,215,344
	<u>8,308,604</u>	<u>6,909,381</u>	<u>8,232,433</u>	<u>6,867,317</u>

Amounts owed to related parties are unsecured, interest-free and repayable on demand.

### 18 Creditors: amounts falling due after more than one year

	Group 2022 £	2021 £	Company 2022 £	2021 £
Other creditors	<u>195,519</u>	<u>-</u>	<u>195,519</u>	<u>-</u>

### 19 Other provisions

Group and Company	2022 £	2021 £
Vested Profit Participation obligation	296,003	440,000
Leasehold dilapidations	50,000	-
	<u>346,003</u>	<u>440,000</u>

Movements on provisions:

	Vested Profit Participation obligation £
At 1 July 2021	440,000
Impact of employee service rendered - charged to profit or loss	82,234
Impact of new employees in the scheme - charged to profit or loss	36,592
Impact of change in discount rate - credited to other comprehensive income	(262,823)
At 30 June 2022	<u>296,003</u>

# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2022

### 19 Other provisions

(Continued)

	Leasehold dilapidations £
At 1 July 2021	-
Capitalised under fixed assets	50,000
At 30 June 2022	<u>50,000</u>

For the year to 30 June 2021, the following amounts were charged to profit or loss:

Vested Profit Participation obligation	- £440,000
Leasehold dilapidations	- £Nil

The above Vested Profit Participation obligation relates to the profit participation scheme operated by the Company. In calculating the present obligation, key assumptions included discount rate (5%) and expected timing of future payments. Please refer to notes 2 and 3 for further details on this scheme.

A provision has been included for dilapidation reinstatement costs in relation to leasehold improvements. The amount provided is equal to the cap stipulated within the agreement for lease.

### 20 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the Group and Company, and movements thereon:

	2022 £	2021 £
<b>Group and Company</b>		
Accelerated capital allowances	(105,634)	(8,193)
Other timing differences	74,001	110,000
	<u>(31,633)</u>	<u>101,807</u>
<b>Group and Company</b>		
<b>Movements in the year:</b>	<b>2022 £</b>	<b>2021 £</b>
At 1 July 2021	101,807	(10,955)
(Charged)/credited to profit or loss (note 11)	(67,734)	112,762
Charged to other comprehensive income (note 11)	(65,706)	-
	<u>(31,633)</u>	<u>101,807</u>



# ARJUN INFRASTRUCTURE PARTNERS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2022

### 21 Share capital

Group and Company	2022	2021	2022	2021
Ordinary share capital	Number	Number	£	£
Issued and fully paid				
Ordinary shares of 10p each	5,721,000	5,721,000	572,100	572,100
Special share of 10p each	1	1	-	-

#### Ordinary shares:

Full rights to receive notice of, and attend to vote at general meetings.

One share carries one vote and full rights to dividends and capital distributions (including upon winding up).

#### Special share:

Right to appoint majority to the Board of Arjun Infrastructure Partners Limited.

Right to direct all other security holders voting in shareholders' meetings of Arjun Infrastructure Partners Limited.

Non-voting shares with no rights to dividends and distributions.

### 22 Capital commitments

The Group and Company had no material capital commitments at 30 June 2022 (2021 - £Nil).

### 23 Events after the reporting date

The Group and the Company performed a review of events subsequent to the Balance Sheet date through to the date the financial statements were issued and determined that there were no such events requiring recognition or disclosure in the financial statements

### 24 Related party transactions

#### Transactions with related parties

During the year, and in the ordinary course of business, Mr J. Valgma (a shareholder until 17 June 2022) provided consultancy services to the Company amounting to £10,000 (2021 - £10,000).

The Company has availed of the exemption under FRS 102 in relation to the disclosure of transactions with Group Companies.

### 25 Controlling party

The Company regards AIP Holdings Limited as its parent company.

The ultimate controlling party is Mr S Toor, by virtue of his controlling shareholding in the ultimate parent company, AIP Holdings Limited.