

GridLink Interconnector Limited

Annual Report and Audited Financial Statements

For the year ended 31 December 2022



Company number: 10181689

GridLink Interconnector Limited

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GridLink Interconnector Limited

COMPANY INFORMATION

Directors	Gary John Eade David James Hewling Luson Sarah Elizabeth Johnson
Company secretary	D&M Financial Services (UK) Limited Anumerate Office 2.05, Clockwise Old Town Hall, 30 Tweedy Road Bromley BR1 3FE United Kingdom
Registered office	c/o D&M Financial Services (UK) Limited Anumerate Office 2.05, Clockwise Old Town Hall, 30 Tweedy Road Bromley BR1 3FE United Kingdom
Company number	10181689
Accountants	D&M Financial Services (UK) Limited Anumerate Office 2.05, Clockwise Old Town Hall, 30 Tweedy Road Bromley BR1 3FE United Kingdom
Auditors	Cohen & Co. Chartered Accountants Limited 59/60 O'Connell Street Limerick V94 E95T Ireland
Bank	Lloyds Bank Plc 25 Gresham Street London EC2V 7HN United Kingdom

GridLink Interconnector Limited

DIRECTORS' REPORT

The Directors present their annual report together with the audited financial statements of GridLink Interconnector Limited (the "Company") for the year ended 31 December 2022.

Principal activities

The Company is a private company limited by shares registered in England and Wales. The Company's registered number and registered office can be found on the Company Information page. The Company's main activity is the development of an electricity transmission interconnector between the United Kingdom and France.

Results for the year and future developments

The profit for the year after taxation amounted to £31,347 (2021: loss of £191,063). The Company's total assets at 31 December 2022 amounted to £26,979,820 (2021: £21,425,081).

Dividends

During the year ended 31 December 2022, the Company did not declare any dividends (2021: Nil).

Political donations

The Company did not make any political donations during the year (2021: Nil).

Small companies exemption

In accordance with Section 414B of the Companies Act 2006, the Company has taken advantage of the exemption for small companies from preparing a strategic report.

Going concern

The financial statements have been prepared on a going concern basis. The Directors have made an assessment of the Company's ability to continue in operation and are satisfied that the Company has the resources to continue in business for the foreseeable future.

Independent market assessments such as the ENTSO-E Ten Year Network Development Plan 2022 and Ember's "Breaking Borders: the future of Europe's electricity is in interconnectors" show that there is significant demand for increased interconnector capacity between France and the UK.

Land acquisition in both the UK and France is 100% complete. The acquisition of the rights to use the seabed for the cable installation and associated works in both the UK and France is also 100% complete.

GridLink has obtained the planning consents and environmental permits necessary for onshore construction and subsea cable installation, with the exception of the building permit (permis de construire) in France. This permit approves the detailed design of the converter station. GridLink has completed all public consultations in France and the United Kingdom with no objections received.

On regulatory matters, the Company has been awarded a Cap & Floor scheme in principle by Ofgem which guarantees for 25 years a minimal level of UK revenue based on the UK's share of costs, with any UK revenues in excess of the Cap being returned to UK consumers.

The final remaining hurdle for the Company remains in obtaining a similar regulatory scheme from the French national regulatory authority (the Commission de Régulation de l'Énergie).

GridLink Interconnector Limited

DIRECTORS' REPORT (continued)

Going concern (continued)

Continued progress has been made toward achieving this objective and the Directors are cautiously optimistic that this issue can be resolved in the next 12 months. This will allow the Company to proceed towards construction and subsequently deliver the expected significant economic and environmental benefits GridLink will bring to both UK and French consumers.

Disclosure of information to the Auditors

As far as each Director is aware, there is no relevant information needed by the auditor in connection with preparing its report of which the auditor is unaware. Each Director has taken all steps that they are obliged to take in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Directors' responsibilities

The Directors are responsible for preparing the Directors' Report and the audited financial statements in accordance with UK law and regulations.


UK company law requires the Directors to prepare financial statements for the Company for each financial period. Under that law, the Directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRS") and interpretations issued by the International Accounting Standards Board ("IASB") and the Companies Act 2006. Under UK company law, the Directors must not approve the financial statements unless they are satisfied that the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as at the financial period end date; give a true and fair view of the profit or loss of the Company for the financial period; and otherwise comply with the Companies Act 2006.

In preparing those financial statements, the Directors are required to:

- Select suitable accounting policies and apply them consistently;
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- Prepare the financial statements on a 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 enable them to ensure that the audited financial statements comply with IFRS and the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence, for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the Board of Directors:



Sarah Elizabeth Johnson
Director

19 September 2023
Company number: 10181689

Cohen & Co

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GRIDLINK INTERCONNECTOR LIMITED

Opinion

We have audited the financial statements of GridLink Interconnector Limited (the "Company") for the year ended 31 December 2022, which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards ("IFRS").

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2022, and of its profit or loss for the year then ended;
- have been properly prepared in accordance with IFRS; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities 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 Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 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.

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.

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Other information *(continued)*

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 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.

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

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement on page 3 the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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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.

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 obtained an understanding of the Company and the sector in which it operates to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through discussions with management. We also selected a specific audit team based on experience with auditing entities within this industry facing similar audit and business risks.
- We determined the principal laws and regulations relevant to the Company in this regard to be those related to the Company's reporting framework i.e. IFRS and the Companies Act 2006.
- We designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance with those laws and regulations. These procedures included, but were not limited to:
 - Making enquiries of management;
 - A review of board minutes; and
 - A review of ledger accounts.
- We also identified the risks of material misstatement of the financial statements due to fraud. Aside from the non-rebuttable presumption of a risk of fraud arising from management override of controls, we did not identify any significant fraud risks.
- As in all of our audits, we addressed the risk of fraud arising from management override of controls by performing audit procedures which included, but were not limited to: the testing of journals, reviewing accounting estimates for evidence of bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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Auditor's responsibilities for the audit of the financial statements *(continued)*

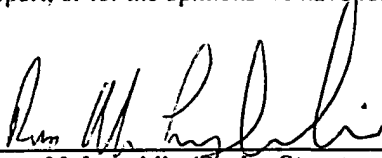
As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. We have included an explanation in the auditor's report of the extent to which the audit was capable of detecting irregularities, including fraud.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
4. Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during the audit.

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.



Ross McLoughlin (Senior Statutory Auditor)
For and on behalf of Cohen & Co. Chartered Accountants Limited
59/60 O'Connell Street
Limerick, Ireland
Date: 19 September 2023

GridLink Interconnector Limited

STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2022

	<i>Note</i>	2022	2021
		£	£
Income			
Net foreign exchange gain		172,201	-
Total income		172,201	-
Expenses			
Administration expenses		(153,177)	(147,359)
Auditor's remuneration		(13,000)	(13,125)
Bank charges		(1,694)	(1,482)
Charitable donation		(150)	(250)
Foreign exchange loss		-	(28,847)
Total expenses		(168,021)	(191,063)
Profit/(loss) on ordinary activities before taxation		4,180	(191,063)
Corporation tax refund	<i>4</i>	27,167	-
Profit/(loss) for the year after taxation		31,347	(191,063)

All of the activities of the Company are classed as continuing.

The accompanying notes form an integral part of these audited financial statements.

GridLink Interconnector Limited

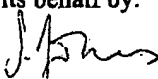
STATEMENT OF FINANCIAL POSITION

As at 31 December 2022

	<i>Note</i>	31 December 2022 £	31 December 2021 £
Assets			
Non-current assets			
Property, plant and equipment	5	21,455,860	15,767,398
Total non-current assets		21,455,860	15,767,398
Current assets			
Capital grant receivable	8	3,561,722	3,439,152
Recoverable VAT		505,843	326,676
Tax recoverable	4	27,167	-
Cash at bank		1,341,296	1,771,112
Prepayment		87,932	120,743
Total current assets		5,523,960	5,657,683
Total assets		26,979,820	21,425,081
Equity and liabilities			
Capital and reserves			
Called up share capital	6	100,167	94,867
Share premium		26,599,833	21,305,133
Retained deficit		(420,451)	(451,798)
Shareholder's funds		26,279,549	20,948,202
Current liabilities			
Trade and other payables	7	700,271	476,879
Total current liabilities		700,271	476,879
Total liabilities		700,271	476,879
Total equity and liabilities		26,979,820	21,425,081

The accounts have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime.

The audited financial statements were approved and authorised for issue by the Board of Directors of GridLink Interconnector Limited (company number: 10181689) on 19 September 2023 and were signed on its behalf by:


Sarah Elizabeth Johnson
Director

The accompanying notes form an integral part of these audited financial statements.

GridLink Interconnector Limited

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2022

2021	Called up share capital £	Share premium account £	Retained deficit £	Shareholder's funds £
At 1 January 2021	52,867	15,347,133	(260,735)	15,139,265
Issue of share capital	42,000	5,958,000	-	6,000,000
Loss for the year	-	-	(191,063)	(191,063)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2021	94,867	21,305,133	(451,798)	20,948,202
	<hr/>	<hr/>	<hr/>	<hr/>
2022	Called up share capital £	Share premium account £	Retained deficit £	Shareholder's funds £
At 1 January 2022	94,867	21,305,133	(451,798)	20,948,202
Issue of share capital	5,300	5,294,700	-	5,300,000
Profit for the year	-	-	31,347	31,347
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2022	100,167	26,599,833	(420,451)	26,279,549
	<hr/>	<hr/>	<hr/>	<hr/>

The accompanying notes form an integral part of these audited financial statements.

GridLink Interconnector Limited

STATEMENT OF CASH FLOWS

For the year ended 31 December 2022

	2022 £	2021 £
Operating activities		
Profit/(loss) for the year after taxation	31,347	(191,063)
<i>Adjusted for:</i>		
Increase/(decrease) in trade and other payables	223,392	(83,970)
Decrease/(increase) in prepayments	32,811	(31,146)
Foreign exchange on capital grant	(188,725)	9,589
(Increase)/decrease in recoverable VAT	(179,167)	237,849
Increase in tax recoverable	(27,167)	-
Net cash flows used in operating activities	(107,509)	(58,741)
Investing activities		
Purchase of property, plant and equipment*	(5,622,307)	(5,120,373)
Net cash flows used in investing activities	(5,622,307)	(5,120,373)
Financing activities		
Proceeds from issue of shares	5,300,000	6,000,000
Net cash flows generated from financing activities	5,300,000	6,000,000
Net (decrease)/increase in cash for the year	(429,816)	820,886
Cash at the beginning of the year	1,771,112	950,226
Cash at the end of the year	1,341,296	1,771,112

**This amount includes payments of £66,155 (2021: £2,042,250) which have been offset in the statement of financial position within capital grants line items and deducted in arriving at the carrying amount of the property, plant and equipment.*

The accompanying notes form an integral part of these audited financial statements.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

1. INCORPORATION AND PRINCIPAL ACTIVITY

GridLink Interconnector Limited (the “Company”) was incorporated on 16 May 2016 as a private company limited by shares registered in England and Wales. The Company’s registered number and registered office can be found on the Company Information page. The Company’s main activity is the development of an electricity transmission interconnector between the United Kingdom and France.

The Company is entitled to an exemption from audit under Section 477 of the Companies Act 2006 relating to small companies. For the years ended 31 December 2022 and 31 December 2021, the Directors of the Company waived their right to this exemption and elected to prepare audited financial statements for the Company.

2. BASIS OF PREPARATION

(a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) and interpretations issued by the International Accounting Standards Board (“IASB”) and the Companies Act 2006. There were no material departures from the standard. These financial statements represent the Company only and are not consolidated.

(b) Basis of measurement

The financial statements are prepared under the historical cost convention.

(c) Going concern

The financial statements have been prepared on a going concern basis. The Directors have made an assessment of the Company’s ability to continue in operation and are satisfied that the Company has the resources to continue in business for the foreseeable future.

The Company obtains its capital from other group entities. iCON Infrastructure Partners III, L.P. (the “Fund”), the ultimate parent entity, will monitor the performance (financial and otherwise) of the Company. The Fund may inject further capital into the Company and/or will ultimately receive funds upon the realisation of its underlying project.

(d) Significant accounting estimates and judgments

The preparation of the financial statements requires the Directors to make certain judgments, estimates and assumptions that affect the application of policies and reporting amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and expectation of future events. Actual results may differ from these estimates.

Estimates and the underlying assumptions therein are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

2. BASIS OF PREPARATION (continued)

(d) Significant accounting estimates and judgments (continued)

The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements of the Company are presented in note 3 and below.

(i) Functional and presentation currency

The functional and presentation currency of the Company is Great British Pound (“£”), rounded to the nearest £. The Directors consider that £ reflects the primary economic environment in which the Company operates.

(ii) Electricity trading arrangements

As disclosed in the Directors’ Report, the Directors are monitoring developments with regard electricity trading arrangements. At the reporting date, and based on the information available, the Directors expect that the electricity transmission interconnector will be successfully developed and will deliver the planned future economic benefits.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Financial instruments

(i) Classification

The Directors determine the classification of the Company’s financial assets and liabilities at initial recognition or where applicable, at the time of reclassification. The Company classifies the financial assets based on both the business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Financial assets that are designated as held-to-collect are non-derivative financial assets where the contractual cash flows are solely principal and interest. Accordingly, they are measured at amortised cost. At the reporting date, capital grant, recoverable VAT, prepayment and cash at bank are designated as held-to-collect and classified as financial assets measured at amortised cost.

Financial liabilities are classified as held-to-collect and are measured at amortised cost. At the reporting date, trade and other payables are designated as held-to-collect and classified as financial liabilities measured at amortised cost.

(ii) Recognition, derecognition and measurement

The Company recognises held-to-collect financial assets and liabilities on the date when they are originated. All other financial assets are initially recognised on the trade date (the date on which the Company becomes a party to the contractual provisions of the instrument). All financial instruments are initially measured at fair value, plus, in the case of financial assets or liabilities not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or liability.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Financial instruments (continued)

(ii) Recognition, derecognition and measurement (continued)

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or when the Company has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognised when they are extinguished. A financial liability is extinguished when the obligation is discharged, cancelled or expires.

Held-to-collect financial assets and liabilities are subsequently carried at amortised cost using the effective interest method. Any difference between the proceeds net of directly attributable transaction costs and the redemption value of financial liabilities is recognised in profit or loss over the period of the borrowings using the effective interest method.

The Directors apply the simplified approach to impairment of held-to-collect financial assets permitted by IFRS 9 *Financial Instruments* ("IFRS 9"), which requires lifetime expected credit losses to be recognised from initial recognition of the held-to-collect financial assets.

(b) Property, Plant and Equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses. Additions to property, plant and equipment are recognized when it is probable that expected future economic benefits attributable to the assets will flow to the entity. Depreciation of an asset commences when it is available for use. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying values may not be recoverable. Per paragraph 28 of IAS 16 *Property, Plant and Equipment* ("IAS 16"), the carrying amount of an item of property, plant and equipment may be reduced by government grants in accordance with IAS 20 *Accounting for Government Grants and Disclosure of Government Assistance* ("IAS 20") (see note 3 (h)).

(c) Expenses

All expenses are recognised in the Statement of Comprehensive Income on an accruals basis.

(d) Taxes

Current tax is measured at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted by the period end date. Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the period end date, except that the recognition of deferred tax assets is limited to the extent that the Company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences. Deferred tax balances are not discounted.

(e) Cash

Cash comprises cash on hand.

(f) Bank interest income

Bank interest income is recognised in the Statement of Comprehensive Income on an accrual basis.

(g) Share capital

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

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Government grant

Grants related to assets are grants whose primary condition is that an entity qualifying for them should purchase, construct or otherwise acquire long-term assets. Grants shall only be recognised when there is reasonable assurance that (a) the entity will comply with the conditions attaching to them and (b) the grants will be received. In accordance with IAS 20.13, the Company has elected to apply the capital approach whereby the grant is recognised on a systematic basis in the Statement of Financial Position. When the grant is recognised it is deducted from the carrying value of the related plant, property and equipment in accordance with IAS 20.27.

(i) Foreign currency translation – transactions and balances

Transactions in foreign currencies are translated at the foreign currency exchange rate ruling at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at cost are translated to the reporting currency at the foreign exchange rates ruling at the dates that the fair value was determined.

Monetary assets and liabilities denominated in foreign currencies are translated to British Pound Sterling at the exchange rate ruling at the reporting date. Foreign currency exchange differences are included in “net foreign exchange gain/(loss)” in the statement of comprehensive income.

(j) Forthcoming accounting standards and interpretations – issued but not effective

At 31 December 2022, a number of accounting standards, interpretations and amendments had been issued by the IASB, which are not yet effective for the Company’s financial statements, and none of which are expected to have a material effect on the Company’s financial statements in future years.

4. TAXATION

	2022 £	2021 £
Corporation tax		
Current tax on profits for the year	(18,400)	-
Adjustment in respect of prior periods	(8,767)	-
	<u>(27,167)</u>	<u>-</u>
Reconciliation of tax charge		
Profit/(loss) on ordinary activities before taxation	<u>4,180</u>	<u>(191,063)</u>
Tax on profit/(loss) on ordinary activities at standard CT rate of 19%	794	(36,302)
Effects of:		
Expenses not deductible for tax purposes	707	-
Additional deduction for land remediation expenditure	(7,784)	-
Surrender of tax losses for land remediation tax credit refund	3,451	-
Adjustment to tax charge in respect of previous periods	(8,767)	-
Deferred tax not recognised	<u>(15,568)</u>	<u>36,302</u>
Tax expense	<u>(27,167)</u>	<u>-</u>

The Company's total unrecognised deferred tax asset, as at 31 December 2022, is £94,862 (2021: £112,716). The deferred tax asset arises from unutilised tax losses carried forward.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

4. TAXATION (continued)

Factors that may affect future tax charges

On 10 June 2021, the Finance Act 2021 was enacted which increased the corporation tax rate from 1 April 2023. This rate will increase from 19% for businesses with profits of less than £50,000 to 25% for businesses with profits over £250,000. Within the profits band of £50,000 to £250,000, corporation tax is calculated at 25% less a calculated marginal relief tax deduction. The unrecognised deferred tax asset at the reporting date has been measured using 25%, being the main rate of UK corporation tax from 1 April 2023.

5. PROPERTY, PLANT AND EQUIPMENT

	31 December 2022 £	31 December 2021 £
At 1 January	15,767,398	12,689,275
Additions	5,622,307	5,120,373
Grant utilised	(961,875)	(2,042,250)
Reversal of grant utilised due to costs disallowed	1,028,030	-
Net book value at 31 December	21,455,860	15,767,398

Property, plant and equipment is comprised of costs capitalised for the development of an electricity transmission interconnector project between the United Kingdom and France.

Additions totalling £5,622,307 (2021: £5,120,373) represents directly attributable legal and professional fees which have been capitalised and added to the cost of the asset in the Statement of Financial Position. Refer to note 8 for details of the capital grant utilised and reversal of grant utilised due to costs disallowed.

In accordance with IAS 16, depreciation of the asset will commence when it is available for use.

6. CALLED UP SHARE CAPITAL

	31 December 2022 £	31 December 2021 £
<i>Allotted, called up and fully paid</i>		
100,167 (2021: 94,867) ordinary shares of par value of £1 each	100,167	94,867
Total	100,167	94,867

During the year ended 31 December 2022, a total of 5,300 shares were issued by the Company (2021: 42,000 shares).

The sole shareholder of the Company is the Fund.

All shares in issue carry equal voting and dividend rights.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

6. CALLED UP SHARE CAPITAL (continued)

Capital policy

The Directors periodically review the capital structure of the Company considering the cost of capital and the risks associated. The Directors consider capital to comprise long-term equity. The Directors will approve any material adjustments to the capital structure. The Directors' policy is to maintain a strong capital base to sustain future development of the business.

7. TRADE AND OTHER PAYABLES

	31 December 2022 £	31 December 2021 £
Creditors and accruals	(700,271)	(476,879)
Total trade and other payables	(700,271)	(476,879)

8. CAPITAL GRANT RECEIVABLE

	31 December 2022 £	31 December 2021 £
At 1 January	3,439,152	1,406,491
Grant recognised	961,875	2,042,250
Reversal of grant recognised due to costs disallowed	(1,028,030)	-
Foreign exchange	188,725	(9,589)
At 31 December	3,561,722	3,439,152

The Grant Agreement was executed on 5 December 2018. The purpose of the funding is for a specific action (the "Action") that the Company agreed to complete by 31 March 2022 (the "Completion Date").

On 14 December 2018, the Company received a pre-funding amount of £5,438,862 (€6,064,881), representing 40% of the maximum amount of the total grant (€15,162,203). The residual portion of the grant is payable within 12 months of the Completion Date and is contingent on the successful completion of the Action. Refer to the subsequent events note for more information.

During the year, the Company has recognised £961,875 (2021: £2,042,250) of the grant against the carrying amount of the property, plant and equipment. Following the grant Completion Date in March 2022, the final calculations were submitted and reviewed by CINEA. Based on the findings of that review, at the reporting date, £1,028,030, historically identified as qualifying costs, were changed to non-qualifying and removed from the capital grant recognised.

As of 31 December 2022, total recognised costs from inception of the capital grant amounts to £8,821,448, which exceeds the pre-funding amount received to date. As a result, an amount of £3,561,722 is recognised as a receivable by the Company at 31 December 2022.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

9. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. Ultimate responsibility for setting risk appetite and the effective management of risk rests with the Directors and the Fund. This note presents information about the Company's exposure to such financial risks, along with the Directors' objectives, policies and processes for measuring and managing risk and the Company's capital.

(a) Market risk

Market risk is the risk that changes in market prices, such as interest rates or foreign exchange rates will affect the Company's income or the fair value of its holdings in financial instruments.

(i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

At 31 December 2022, the Company's capital grant-asset amounting to £3,561,722 is denominated in Euro (2021: capital grant-asset amounting to £3,439,152). At 31 December 2022, had the £ strengthened/weakened by 5% in relation to Euro, with all other variables held constant the statement of comprehensive income and shareholder's funds would have decreased/increased by £178,086 (2021: £171,958) as a result of foreign exchange gains/losses on translation on capital grant balances.

In addition to the above, at 31 December 2022 and 2021, a portion of the Company's net assets are denominated in currencies other than Great British Pound. The Company has determined that this results in no material additional exposure to non-Great British Pound currencies at the reporting date and has not been included in the above sensitivity analysis.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. At the reporting date, a portion of the Company's financial assets consisted of cash which yields an immaterial amount of interest, if any. All other financial instruments comprise non-interest-bearing assets and liabilities. As a result, a sensitivity analysis is neither appropriate nor applicable.

(iii) Price risk

Price risk is the risk that the value of an instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market. At 31 December 2022, the Company does not hold any investments and therefore is not subject to price risk.

(b) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. At 31 December 2022, £1,341,296 (2021: £1,771,112) of the Company's cash is held with Lloyds Bank Plc which is rated A as determined by Standard and Poor's rating agency.

GridLink Interconnector Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2022

9. FINANCIAL RISK MANAGEMENT (continued)

(b) Credit risk (continued)

At 31 December 2022, the Company has a capital grant receivable of £3,561,722 (2021: £3,439,152) and recoverable VAT of £505,843 (2021: £326,676). The Directors have determined that the credit risk relating to these items is minimal.

(c) Liquidity risk

Liquidity risk is the risk that the Company may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can do so on terms that are materially disadvantageous.

The Company is primarily exposed to liquidity risk of being unable to meet its liabilities as they fall due. At the reporting date, the Company has sufficient cash resources to meet its short term payables.

10. RELATED PARTIES

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

Directors

The Directors of the Company during the year are listed on page 1 of these financial statements.

11. ULTIMATE CONTROLLING PARTY

At the reporting date, the ultimate controlling party of the Company is the Fund, an English limited partnership domiciled in Guernsey, acting through its managing general partner, iCON Infrastructure Management III Limited. The principal place of business of this entity is Martello Court, Admiral Park, St. Peter Port, Guernsey, GY1 3HB.

12. SUBSEQUENT EVENTS

On 21 February 2023, the final instalment of the grant in the amount of £3,561,722 (€4,016,144) was received by the Company.

In August 2023, the Company received subscriptions from the Fund totalling £1,500,000.

There were no other material events subsequent to the reporting date which necessitate revision of the figures or disclosures included in the financial statements.