

Registration number: 12667403

Abellio North West Ltd

Annual report and unaudited financial statements
for the year ended 31 December 2022

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Abellio North West Ltd

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Abellio North West Ltd

Company information

Directors D D G Booth
 A T Pilbeam
 B M Avery

Registered office Rail House
 Lord Nelson Street
 Liverpool
 Merseyside
 L1 1JF

Abellio North West Ltd

Directors' report

For the year ended 31 December 2022

The Directors present their annual report on the affairs of Abellio North West Ltd (the 'Company'), together with the unaudited financial statements, for the year ended 31 December 2022.

The Directors took advantage of the small companies exemptions to not prepare a Strategic report or enhanced business review.

Principal activity

The Company was dormant for the year ended 31 December 2022.

Directors

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

D D G Booth

A T Pilbeam

B M Avery (appointed 22 August 2022)

A G Worboys (resigned 11 August 2022)

Directors' indemnities

Directors' indemnity insurance is in place for all Directors, subject to the conditions set out in section 234 of the Companies Act 2006. Such indemnity insurance remains in force as at the date of approving the Directors' report.

Directors' responsibilities statement

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 Financial Reporting Standard 101 Reduced Disclosure Framework ('FRS 101'). Under company law the Directors must not approve the financial statements unless satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year.

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

- select suitable accounting policies and 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 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 financial statements comply with 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.

Abellio North West Ltd

Directors' report (continued)

For the year ended 31 December 2022

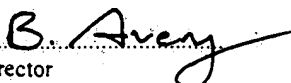
Post balance sheet events

Post year end on 28 February 2023, the company's former ultimate parent company, N.V. Nederlandse Spoorwegen, completed a sale transaction to sell all issued shares, with the exception of one share, to Transport UK Group Limited, an entity owned by the former UK Abellio Management team. The sale transaction, which received regulatory and client partner consent, has resulted in the ultimate parent company becoming Transport UK Group Limited.

Small companies provision statement

The Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Approved by the Board on 28 September 2023 and signed on its behalf by:


.....
Director
B M Avery

Abellio North West Ltd

Balance sheet As at 31 December 2022

	Note	31 December 2022 £	31 December 2021 £
Current assets			
Debtors	4	<u>1</u>	<u>1</u>
Total assets		<u>1</u>	<u>1</u>
Equity			
Called-up share capital	5	<u>1</u>	<u>1</u>
Total shareholders' funds		<u>1</u>	<u>1</u>

The Company did not trade during the current year and has made neither profit nor loss, nor any other comprehensive income. The Company is a dormant company, as defined by the Companies Act 2006.

For the financial year ending 31 December 2022 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

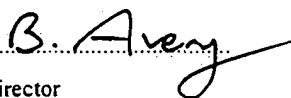
Directors' responsibilities:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006; and
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

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

The financial statements of Abellio North West Ltd (registration number: 12667403) were approved by the Board of Directors and authorised for issue on 28 September 2023.

They were signed on its behalf by:


Director
B M Avery

The notes on pages 5 to 7 form an integral part of these financial statements.

Abellio North West Ltd

Notes to the unaudited financial statements For the year ended 31 December 2022

1 General information

Abellio North West Ltd (the 'Company') is a private company limited by share capital, incorporated in England and Wales and domiciled in the United Kingdom.

The address of its registered office is:

Rail House
Lord Nelson Street
Liverpool
Merseyside
L1 1JF

The financial statements of Abellio North West Ltd (registration number: 12667403) were approved by the Board of Directors and authorised for issue on 28 September 2023.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The nature of the Company's operations and principal activities are set out in the Directors' report on pages 2-3.

2 Accounting policies

Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

Statement of compliance

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council.

Basis of accounting

These financial statements have been prepared in accordance with FRS 101, the Financial Reporting Standard's Reduced Disclosure Framework, and the requirements of the Companies Act 2006.

The functional currency of the Company is deemed to be pound sterling (£) because that is the currency of the primary economic environment in which the Company operates.

The financial statements have been prepared under the historical cost convention.

Summary of disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of: (i) paragraph 79(a) (iv) of IAS 1, (ii) paragraph 73(e) of IAS 16 Property Plant and Equipment
- the requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 39 to 40, 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;

Abellio North West Ltd

Notes to the unaudited financial statements For the year ended 31 December 2022 (continued)

2 Accounting policies (continued)

Summary of disclosure exemptions (continued)

- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is 'a party to the transaction is wholly owned by such a member; and
- the requirements of paragraphs 134(d)-134(1) and 135(c)-135(e) of IAS 36 Impairment of Assets.
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers; and
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases.
- The requirements of paragraph 58 of IFRS 16, provided that the disclosure of details of indebtedness required by paragraph 61(1) of Schedule 1 to the Regulations is presented separately for lease liabilities and other liabilities, and in total.

Where relevant, equivalent disclosures have been given in the consolidated accounts of N.V. Nederlandse Spoorwegen. The consolidated accounts of N.V. Nederlandse Spoorwegen are available to the public and may be obtained by writing to Laan van Puntenburg 100, 3511 ER, Utrecht, Netherlands.

The principal accounting policies adopted are set out below.

Debtors

Amounts due from group undertakings are amounts due relating to unpaid share capital. These receivables are recognised initially at the transaction price, less provision for impairment. A provision for the impairment of amounts due from group undertakings is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivable.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the Directors are required to make judgements, 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 year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

There are no estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities in the financial statements.

Abellio North West Ltd

Notes to the unaudited financial statements For the year ended 31 December 2022 (continued)

4 Debtors

	31 December 2022 £	31 December 2021 £
Amounts falling due within one year		
Amounts owed by group undertakings	<u>1</u>	<u>1</u>

Amounts owed by group undertakings are unsecured, repayable on demand and do not bear any interest.

5 Called-up share capital

Authorised shares

	2022 No.	2022 £	2021 No.	2021 £
Ordinary share of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

The Company has one class of ordinary shares which carries no right to fixed income.

6 Ultimate parent and controlling undertaking

The Company's immediate holding company is Abellio Bus Holdings Limited, a company incorporated in the United Kingdom. At the balance sheet date, the ultimate parent company and ultimate controlling party was N.V. Nederlandse Spoorwegen, incorporated in the Netherlands.

The largest group in which the results of the Company are consolidated is that headed by N.V. Nederlandse Spoorwegen. The consolidated financial statements of this group are available to the public and may be obtained by writing to Laan van Puntenburg 100, 3511 ER, Utrecht, The Netherlands. This address is also the registered office address of N.V. Nederlandse Spoorwegen.

The smallest group in which the results of the Company are consolidated is that headed by Abellio Transport Holding B.V.. The consolidated financial statements of this group are available to the public and may be obtained by writing to Laan van Puntenburg 100, 3511 ER, Utrecht, The Netherlands. This address is also the registered office address of Abellio Transport Holding B.V.

7 Post balance sheet events

Post year end on 28 February 2023, the company's former ultimate parent company, N.V. Nederlandse Spoorwegen, completed a sale transaction to sell all issued shares, with the exception of one share, to Transport UK Group Limited, an entity owned by the former UK Abellio Management team. The sale transaction, which received regulatory and client partner consent, has resulted in the ultimate parent company becoming Transport UK Group Limited.