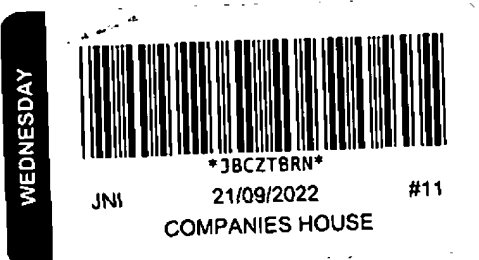


An Post (NI) Limited

Reports and Financial Statements
for the financial year ended
31 December 2021



AN POST (NI) LIMITED

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

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AN POST (NI) LIMITED

DIRECTORS AND OTHER INFORMATION

DIRECTORS

Adam Sherman
Peter Quinn

COMPANY SECRETARY

Patricia Haran

REGISTERED OFFICE

The Soloist Building
1 Lanyon Place
Belfast
BT1 3LP
Northern Ireland

REGISTERED NUMBER

NI025605

AUDITORS

Deloitte Ireland LLP
Chartered Accountants and Statutory Audit Firm

Deloitte & Touche House
Earlsfort Terrace
Dublin 2
D02 AY28

SOLICITORS

Matheson
Solicitors
70 Sir John Rogerson's Quay
Dublin 2
D02 R296

McCann Fitzgerald
Riverside One
Sir John Rogerson's Quay
Dublin 2
D02 X576

BANKERS

Bank of Ireland UK

AN POST (NI) LIMITED

DIRECTORS' REPORT

The directors present their annual report on the affairs of the company, together with the financial statements and auditor's report, for the financial year ended 31 December 2021.

PRINCIPAL ACTIVITIES, BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The principal activity of the Company is to facilitate the acquisition strategy of its ultimate parent company, An Post. The directors do not anticipate any change in the activity in the short term. Risks and uncertainties relate to the recovery of the Company's investments which the directors monitor on a continuous basis.

RESULTS AND DIVIDENDS

The results for the year are set out on page 10.

There was no dividend declared in 2021. (2020: Nil).

DIRECTORS, SECRETARY AND THEIR INTERESTS

The directors of the Company at 31 December 2021 are set out on page 2.

The company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

POLITICAL CONTRIBUTIONS

The Company made no political contributions or incurred any political expenditure during the year.

SUBSEQUENT EVENTS

There were no events between the balance sheet date and the date on which these financial statements were approved that would require either adjustment to, or disclosure in, these financial statements.

GOING CONCERN

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for a period of at least 12 months from the date of approval of these financial statements. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

ACCOUNTING RECORDS

To ensure that proper books and accounting records are kept in accordance with the Companies Act 2006; the directors have employed appropriately qualified accounting personnel.

AN POST (NI) LIMITED

DIRECTORS' REPORT (CONTINUED)

STATEMENT OF DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who is a director at the date of approval of this report confirms that:

- (i) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- (ii) the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

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

AUDITORS

The auditors, Deloitte Ireland LLP, Chartered Accountants and Statutory Audit Firm, continue in office in accordance with Section 385 of the Companies Act, 1985.

On behalf of the board



Peter Quinn
Director

Date: 13 September 2022

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

Select suitable accounting policies and then apply them consistently;

Make judgments and accounting estimates that are reasonable and prudent;

State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of An Post (NI) Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of An Post (NI) Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31/12/2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework" and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity;
- the statement of accounting policies included as note 1; and
- the related notes 2 to 11.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (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 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 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.

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Independent auditor's report to the members of An Post (NI) Limited

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 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 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.

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. This description forms part of our auditor's report.

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 company's industry and its control environment, and reviewed the company'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.

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Independent auditor's report to the members of An Post (NI) Limited

We obtained an understanding of the legal and regulatory framework[s] that the company 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 Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

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.

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 and external legal counsel 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

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 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.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

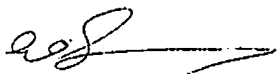
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Independent auditor's report to the members of An Post (NI) Limited

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.



Emer O'Shaughnessy FCA (Senior statutory auditor)
For and on behalf of Deloitte Ireland LLP
Statutory Auditor
Deloitte & Touche House, Earlsfort Terrace, Dublin 2

Date: 15 September 2022

AN POST (NI) LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

	<i>Notes</i>	2021 Stg£	2020 Stg£
Other income		-	-
Operating expenses	2	(4,119)	(1,447)
		<hr/>	<hr/>
OPERATING LOSS	3	(4,119)	(1,447)
Interest payable and similar charges (net)		(62)	51
		<hr/>	<hr/>
LOSS BEFORE TAX		(4,181)	(1,396)
Income tax	5	-	-
		<hr/>	<hr/>
LOSS FOR THE FINANCIAL YEAR		(4,181)	(1,396)
		<hr/>	<hr/>

The company had no recognised gains or losses in the financial year or the preceding financial year other than those dealt with in the profit and loss account, and on that basis, a statement of other comprehensive income is not presented.

AN POST (NI) LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2021

	Notes	2021 Stg£	2020 Stg£
Fixed assets			
Financial assets	6	7,176,995	7,176,995
Current assets			
Cash at bank and in hand		3,325	3,387
		<u> </u>	<u> </u>
Creditors: Amounts falling due within one year	7	(162,133)	(158,014)
		<u> </u>	<u> </u>
Net current liabilities		(158,808)	(154,627)
		<u> </u>	<u> </u>
NET ASSETS		<u>7,018,187</u>	<u>7,022,368</u>
Capital and reserves			
Called up share capital	8	5,520,000	5,520,000
Share premium		482,825	482,825
Profit and loss account		1,015,362	1,019,543
		<u> </u>	<u> </u>
Shareholders' funds		<u>7,018,187</u>	<u>7,022,368</u>

The financial statements of An Post (NI) Limited (registered number NI025605) were approved by the Board of Directors and authorised for issue on 13 September 2022 and signed on its behalf by:



Peter Quinn
Director

AN POST (NI) LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

	<i>Notes</i>	Called up share capital Stg£	Share premium Stg£	Profit and loss account Stg£	Total equity Stg£
Balance at 1 January 2020		5,520,000	482,825	1,020,939	7,023,764
Loss for the year		-	-	(1,396)	(1,396)
		<hr/>	<hr/>	<hr/>	<hr/>
Balance at 31 December 2020		5,520,000	482,825	1,019,543	7,022,368
Loss for the year		-	-	(4,181)	(4,181)
		<hr/>	<hr/>	<hr/>	<hr/>
Balance at 31 December 2021		5,520,000	482,825	1,015,362	7,019,187

1. ACCOUNTING POLICIES

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

1.1 Basis of preparation and statement of compliance

Reporting entity

An Post (NI) Limited (the "Company") is a company incorporated and domiciled in Northern Ireland.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101") issued by the Financial Reporting Council.

Basis of measurement

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2014 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken. The company's parent undertaking at the balance sheet date, An Post, includes the company in its consolidated financial statements. The consolidated financial statements of An Post are prepared in accordance with International Financial Reporting Standards adopted by the European Union and are available to the public and may be obtained from the CRO, Bloom House, Gloucester Place Lower, Dublin 1. In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash Flow Statement and related notes;
- Comparative period reconciliations for tangible fixed assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

Functional and presentation currency

The financial statements have been presented in pounds sterling, which is the functional currency of the Company.

No judgements made by the directors, in the application of these accounting policies have significant effect on the financial statements or estimates with a significant risk of material adjustment in the next year.

1.2 Going concern

The financial statements have been prepared on the going concern basis. The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for a period of at least 12 months from the date of approval of these financial statements. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

1. ACCOUNTING POLICIES (CONTINUED)

1.3 Consolidation

The Company is exempt from the requirements to prepare consolidated financial statements on the basis that it is a wholly owned subsidiary of An Post, a company registered in the Republic of Ireland and which prepares and files consolidated financial statements incorporating the results of An Post (NI) Limited. Accordingly, these financial statements present information about An Post (NI) Limited as a single entity.

1.4 Taxation

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Current tax assets and liabilities are offset only if certain criteria is met.

Deferred tax

Deferred tax is recognised in respect of temporary differences between carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profits or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse the foreseeable future; and
- taxable temporary differences arising on initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

1. ACCOUNTING POLICIES (CONTINUED)

1.4 Taxation (Continued)

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. For this purpose, the carrying amount of investment property measured at fair value is presumed to be recovered through sale, and the Company has not rebutted this presumption.

1.5 Foreign currency

Transactions in foreign currency are translated into the respective functional currencies of the Company at the foreign exchange rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognised in profit or loss. Non-monetary items that are measured based on historical costs in a foreign currency are not translated.

1.6 Financial assets

Financial assets are stated at cost less any provision for impairment.

1.7 Basic financial instruments

Trade and other debtors and creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the Cash Flow Statement.

AN POST (NI) LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

2. OPERATING EXPENSES	2021 Stg£	2020 Stg£
Administration	<u>4,119</u>	<u>1,447</u>

3. STATUTORY AND OTHER INFORMATION	2021 Stg£	2020 Stg£
Auditors' remuneration	<u>763</u>	<u>890</u>

4. STAFF NUMBERS AND COSTS

The average number of persons working in the Company in the financial year, analysed by category, was Nil (2020: Nil).

AN POST (NI) LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021****5. TAXATION**

(a) Recognised in the profit or loss account	2021 Stg£	2020 Stg£
Current year	-	-
Total deferred tax	-	-
Total tax charge	-	-
(b) Reconciliation of effective tax rate	2021 Stg£	2020 Stg£
Loss before tax	(4,181)	(1,396)
Loss on ordinary activities multiplied by standard rate of corporation tax in Northern Ireland of 19.25% (2020: 19.25%)	(805)	(269)
Effect of: Expenses not deductible for tax purposes	805	269
Total tax charge for period	-	-

6. FINANCIAL FIXED ASSETS

	2021 Stg£	2020 Stg£
Balance at beginning and end of year	7,176,995	7,176,995

The undertaking in which the Company's interest at the year-end is more than 20% are as follows:

Name	Nature of business	% Holding	Registered office
Air Business Limited	Distribution	100%	The Beacon, Mosquito Way, Hatfield Herts, AL10 9WN, United Kingdom

Air Business Limited is incorporated and operates in England and Wales. In the opinion of the directors, the Company's financial fixed asset is worth at least the carrying amount stated in the financial statement.

AN POST (NI) LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

7. CREDITORS: Amounts falling due within one year	2021	2020
	Stg£	Stg£
Amounts owed to parent	158,119	156,654
Accruals	1,779	1,360
Creditors	<u>2,235</u>	<u>-</u>
	<u>162,133</u>	<u>158,014</u>

Amounts due to group undertakings are interest free, unsecured and payable on demand.

8. CALLED UP SHARE CAPITAL	2021	2020
	Stg£	Stg£
Authorised, allotted, called up and fully paid 100,000,000 ordinary shares of Stg£1 each	10,000,000	10,000,000
	<u> </u>	<u> </u>
Allotted, called up and fully paid 5,520,000 ordinary shares of Stg£1 each	5,520,000	5,520,000
	<u> </u>	<u> </u>

9. CONTINGENCIES

There were no material contingent liabilities at the balance sheet date (2020: Nil).

10. GROUP MEMBERSHIP AND CONTROLLING PARTIES

100% of the issued share capital of the Company is owned by An Post. An Post is incorporated and operates in the Republic of Ireland. The ultimate controlling party is the Minister for Environment, Climate and Communications of the Republic of Ireland who holds the entire issued share capital of An Post except for one ordinary share which is held by the Minister for Finance (which stands transferred to the Minister for Public Expenditure and Reform under the Ministers and Secretaries Act 2011).

The largest and smallest group into which the results of the company are consolidated is that headed by An Post DAC. The consolidated financial statements of An Post and its subsidiary undertakings are available to the public and may be obtained from The Companies Registration Office, Bloom House, Gloucester Place Lower, Dublin 1.

11. SUBSEQUENT EVENTS

There were no events between the balance sheet date and the date on which these financial statements were approved that would require either adjustment to, or disclosure in, these financial statements.