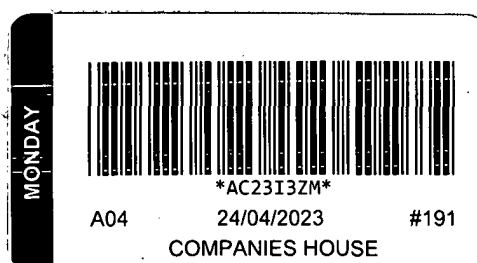


# **Interconnector Limited**

## **Annual Report and Consolidated Financial Statements for the year ended 31 December 2022**

**Registered Number: 2989838**



# **Interconnector Limited**

## **Consolidated financial statements for the year ended 31 December 2022**

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# Interconnector Limited

## Company information

**Registered Office** 15-16 Buckingham Street  
London WC2N 6DU  
UNITED KINGDOM

**Country of  
incorporation** England and Wales

**Independent auditors** BDO LLP  
Chartered Accountants and Statutory Auditors  
55 Baker Street  
London W1U 7EU  
UNITED KINGDOM

# Interconnector Limited

## Strategic report

The directors present their Strategic report for the year ended 31 December 2022.

### Business review

Interconnector Limited ("the company" or "INT") and its subsidiaries (together, "the group") own and operate a subsea gas pipeline and terminal facilities to provide bi-directional gas transportation services between the United Kingdom ("UK") and continental European energy markets. The system comprises compression terminals at Bacton in the UK and Zeebrugge in Belgium, connected by a 235 kilometre, 40-inch diameter pipeline. It is currently capable of transporting 25.5 billion cubic metres ("bcm") (or 803GWh/d) of gas per annum (approximately 30% of current annual gas demand in the UK) from Zeebrugge to Bacton ("reverse flow" or "BE-UK") and 20.0 bcm per annum (or 651GWh/d) in the opposite direction ("forward flow" or "UK-BE").

INT competes in the energy flexibility market. The company's strategic objectives are to provide Shippers with cost-effective gas transportation products that support gas supply and trading opportunities.

#### Q1 2022:

2022 continued where 2021 left off: High UK gas exports for the first days following a reduction in Russian flows to Europe. The remainder of January saw multiple flow transitions and low stable exports throughout most of February. UK exports increased quite rapidly throughout Q1 following the Russian invasion in Ukraine and the concern about further disruption to Europe's gas supplies. Average exports in March were 65% of technical capacity, with most of the capacity booked. Feb and Mar saw the highest exports for a winter month in over 20 years (5,925 GWh & 10,486 GWh). By applying INT's regulatory and commercial flexibility, INT could facilitate the uptake of short term products by shippers in response to these market events. The capacity was contracted via INT's implicit allocation channel as well as via auctions. Given the high demand for capacity, there have been several instances where auction prices exceeded the reserve prices.

#### Summer 2022:

Summer 2022 saw record monthly exports for every month from April – September with 113,465 GWh transported (previously 93,000 GWh in 2002). 16 April saw the highest export day since operations began with 651,459 MWh/d. High exports were realised because of Europe's need to fill storage capacity in readiness for winter 2022/23 as markets looked to reduce the reliance on Russian gas.

The period was heavily impacted by the receipt of off-specification gas from the upstream National Transmission System (NTS), which included large amounts of contaminants. The disruption to INT's activities and to INT's clients activities has been significant. These events have affected the energy trade from UK to BE. INT has engaged, and continues to engage, intensely with National Gas Transmission as operator of the NTS, as well as with Ofgem and Department for Energy Security and Net Zero (DESNZ) on the matter – in particular on the need for monitoring and filtration equipment on the NTS outlet to prevent such events from re-occurring.

# Interconnector Limited

## Strategic report (continued)

### Business review (continued)

Flows were further affected, but to a much lesser extent, by low grid pressure at the inlet of the Bacton terminal as well as extreme ambient temperatures. All of these events were considered as Force Majeure.

#### Q4 2022:

For the first time since 2015, there were no import days throughout the fourth quarter. Notwithstanding the 15 days shutdown for planned maintenance, Q4 2022 is the highest winter export quarter since operations began in 1998.

The results of the group for the year ended 31 December 2022 show a profit before taxation of £88.7million (2021: £39.4million) and revenues of £168.8 million (2021: £75.1 million). At 31 December 2022, the group had net assets of £85.6 million (31 December 2021: £94.2 million). Net cash generated from operating activities for the year ended 31 December 2022 was £264.7 million (2021: £45.2 million). Cash in / (outflows) from investing and financing activities were £(17.5) million and £(98.1) million respectively (2021: £9.9 million and £(41.5) million respectively).

### Internal Control and Risk Management

The group's operations, to transport high pressure natural gas, involve the control and management of inherent health, safety, security and environmental risks. The group's commercial activities are exposed to certain market, financial, credit and regulatory risks.

The group's risk appetite in relation to all principal risks is set by the Board and appropriate processes are in place to actively identify, manage and mitigate these risks. The effectiveness of the group's risk management is reviewed by the executive leadership, the Audit Committee and the Board regularly, throughout the year.

Risk management activities take place through all levels of INT. Each business area identifies the main risks to company strategy and objectives. Each risk is then assessed by considering the financial, operational and reputational impacts of the risk, and how likely the risk is to materialise. The business areas then identify and implement actions to manage, monitor and mitigate the risks.

### Principal risks and uncertainties

#### Market and Commercial Risk

INT is a source of flexible gas supply and competes with other infrastructure assets such as pipelines, LNG terminals and storage. We continue to see increasing competition from LNG deliveries to continental Europe and from BBL Company which operates a bi-directional gas pipeline between the UK and continental Europe. INT operates in a challenging market environment with exposure to longer term market fundamentals, as well as to more short term volatility (which may be negative as well as positive).

# Interconnector Limited

## Strategic report (continued)

### Principal risks and uncertainties (continued)

#### Market and Commercial Risk (continued)

INT aims for a fair and competitive environment in the markets in which it operates and has adopted strategies to deliver this through the use of innovative products, services and pricing models. INT works with regulators and governments to ensure a fair and competitive environment.

As a transmission system operator that connects the UK and Belgian gas grids, we are exposed to commercial, regulatory and asset changes in the National Gas Transmission and Fluxys Belgium systems which affect capacity, tariffs and liquidity, and consequently may impact the commercial opportunities available to our customers. INT continues its engagements with National Gas, Fluxys Belgium, Ofgem, CREG, FPS Economy and the Department for Energy Security and Net Zero on the matters that challenge or enhance offerings to customers.

#### Operational risk

Our facilities and systems are designed with sufficient back up and are maintained to ensure that we are able to respond to Shippers' nominations. Operations are managed to ensure a high degree of reliability and we continue to manage obsolescence of our systems and equipment through regular campaign maintenance, repair and replacement.

The compressors at Interconnector Zeebrugge Terminal are powered by electric drives. INT monitors the evolutions in the Belgian and North West European generation mix and the policy decisions around the nuclear and coal/lignite phase out and the introduction of a capacity remuneration mechanism. Power prices have reached record levels during 2022 and evolving, systemic issues in the power market may affect INT's commercial offering and competitiveness in the medium to long term.

Depletion of the gas fields in the Southern North Sea, production from fields with poor specification gas, large volumes of LNG in the UK national transmission system, redirection of flows across and the redirection of quality specification gas away from Bacton to other UK terminals may adversely affect the quality of gas available for transportation by INT. As offshore infrastructure ages it will also require more maintenance interventions, risking flow disruptions to downstream operators such as INT. To mitigate these risks INT is working with upstream and midstream operators located at Bacton regarding the management of gas quality in the local system and lobbying regulators to support investment in the local infrastructure. We support National Gas in its initiative to redevelop the Bacton terminal. We also continue our engagement with Ofgem and DESNZ on the need for investment in this strategic asset (providing approx. 30% of GB's gas supply).

INT works collaboratively with DESNZ, Ofgem and the Centre for Protection of National Infrastructure (CPNI) in relation to identification and mitigation of key cyber risks and development of cyber security strategy. Cyber risk is mitigated through our governance framework, which includes executive level engagement and regular reporting to the Board. We regularly test our systems to validate control effectiveness and provide ongoing training on cyber risks to all personnel.

# Interconnector Limited

## Strategic report (continued)

### Principal risks and uncertainties (continued)

#### Health, Safety, Security and Environment (HSSE)

Excellent HSSE performance is critical to the success of the business. INT acts to minimise the HSSE risks associated with its operations by ensuring: high standards in equipment design; the application of quality processes and procedures; and working with competent and well-trained staff and contractors. We undertake a comprehensive annual HSSE programme emphasising constant improvement, quality planned maintenance, regular safety audits, inspections and walkthroughs. Regular safety performance and feedback meetings are held to allow staff and contractors to discuss current safety issues and take action.

INT's open reporting culture ensures that risks are highlighted, and ideas and observations are encouraged to maintain standards and direct improvements. INT seeks constructive engagement with the Health and Safety Executive and the Environmental Agency in relation to all matters impacting our operations.

We have targeted emissions reductions during 2022 and focussed on our environmental sustainability metrics so that these can better support our environmental strategy, more accurately measure our impact on the environment and track our progress meeting our emissions targets.

Climate change is a long term risk to our operation and business. As such, we continue to monitor how the physical impacts of climate change could affect our operations in the future. For example: impacts on equipment performance at higher ambient temperature, frequency of storms and impacts on adjacent terminals operating close to an eroding shoreline, rising sea levels and potential for flooding.

#### Regulatory

The Interconnector pipeline has made a significant contribution to integrating the UK gas market with its European neighbours, with significant benefits for consumers on both sides of the North Sea. The ongoing viability of the asset, as well as its ability to continue to deliver its services to the market depends on maintaining a fit-for-purpose trading and regulatory regime. We continue our efforts to influence future energy policy and regulatory arrangements.

Operating as a merchant; interconnector within a competitive environment, remains focused on developing and capturing the commercial opportunities. Following the UK's departure from the European Union, a fit-for-purpose regulatory framework remains essential to continue delivering the wider societal benefits.

Interconnector is a certified transmission system operator, in both the UK and Belgium, and its activities are subject to European, Belgian and UK legislation and regulation. These frameworks are under development and changes to the regulatory regime may affect the group's activities and its commercial and financial opportunity. We actively engage with the regulators (CREG, Ofgem), industry associations (ENTSOG) and track developments in the regulatory environment.

# **Interconnector Limited**

## **Strategic report (continued)**

### **Principal risks and uncertainties (continued)**

#### **Energy Transition**

The transition to lower carbon fuels and technologies presents INT with both risks and opportunities. As society grapples with what a low carbon economy looks like, the role of natural gas in the future energy mix is unclear. This may affect future supply of gas from upstream operators, demand for gas transportation services and the behaviour of our customers – all of which could impact the company.

We are studying the ability of our facilities to be repurposed for the transportation of greener energy. During 2022 we have continued our efforts to reframe our commercial and environmental strategies to ensure that they facilitate the review and assessment of net zero opportunities, including the role of INT in promoting green energy hubs and potential participation in hydrogen or carbon capture and storage projects.

#### **Financial, commercial and economic**

INT markets its capacity services to its clients as "ship-or-pay" commitments to the company, i.e. irrespective of the actual utilization of the capacity. INT charges a cost reflective commodity charge, in addition to the capacity fee, based on the actual flow nominations made by the shipper using its capacity.

#### **Financial risk management**

The main financial risks arising from the group's operations are foreign currency risk, credit risk, liquidity risk and interest rate risk. However, as the debts are at a fixed rate, the exposure from interest rate risk is low. The group's financial risk mitigation strategy is developed in accordance with a Treasury Policy and the treasury activities of the group are conducted in accordance with this policy and are on an entirely non-speculative basis. INT continues to monitor legislative developments relating to emissions allowances to protect value.

#### **Foreign currency risk**

The group has several Euro ("€") denominated assets and liabilities and is therefore exposed to foreign currency translation risk. The group aims to minimise the risk of gains or losses by maintaining a natural hedge by matching the value of the Euro assets and liabilities held and in addition where appropriate by transacting currency swaps in line with the Fluxys Group Treasury Policy.

#### **Credit risk**

The group's exposure to credit losses arising from non-payment of invoices by customers is managed through the credit criteria required by the transportation agreements. Exposure to treasury counterparties is managed by individual limits and minimum ratings specified in a Treasury Policy. The credit ratings of customers, key suppliers and treasury counterparties are monitored regularly.



# Interconnector Limited

## Strategic report (continued)

### Financial risk management (continued)

#### Liquidity risk

The group has long term lease obligations that have no obligation to refinance in the near term. There are no significant capital investments identified that require funding from external sources. Liquidity risk is mitigated by detailed cash flow forecasting and flexible working capital management.

### Statement by the directors in performance of their statutory duties in accordance with S172(1) Companies Act 2006

We are required to explain how we have taken account of stakeholder views in board discussions and decision making, The table below explains how:

- the company and (in particular) the board have engaged with key stakeholders; and
- the board has reached key decisions and the likely impact of those decisions, including how it has taken account of the company's stakeholders in doing so.

Our stakeholder engagement activities, supporting our s.172(1) statement are set out in the following table:

Stakeholder engagement activities			
Stakeholder	Engagement activities	Key decisions	Impact of decisions
Customers	Our customers provide energy services to industrial and retail customers. By delivering capacity services which they need and dealing with them in a transparent and responsive manner, our customers trust us to deliver services of value to them.	Regular one to one meetings were held with Customers throughout year which included feedback on our operations and invited views on our business development initiatives.  Shipper meetings which all our customers are invited to attend have been held which consider market issues and our operational performance.  We have had ad hoc meetings and calls with customers to address any specific issues that occurred during the course of the year.	During the year the Board received feedback from engagement with customers. The feedback received was incorporated into a review of our commercial strategy, shaping our commercial offering and business development activities.  The Board considered the Company's tariff structure and charges for its services in June 2022.

# Interconnector Limited

## Strategic report (continued)

### Statement by the directors in performance of their statutory duties in accordance with S172(1) Companies Act 2006 (continued)

Stakeholder	Why is this stakeholder important	How we engaged with this stakeholder	How this stakeholder influenced the board agenda and decision making
<b>Shareholders</b>	We earn financial returns from our contracts with customers. We are incentivised by shareholders to invest in safe, reliable infrastructure in an efficient and economic manner.	<p>We have had regular meetings with our Shareholders' subject matter specialists on routine matters.</p> <p>Ad hoc meetings with subject matter specialists have been held on a range of issues arising during course of year.</p> <p>Reporting and review of KPIs.</p> <p>Shareholder involvement in Commercial, CAPEX and Sustainability workshops.</p> <p>Responses to statutory consultations were coordinated with Shareholders to ensure regulatory alignment and targeting of key messages.</p>	<p>Shareholders have helped shaped the Board agenda throughout the course of the year, suggesting items and topics for consideration.</p> <p>Shareholder representatives influenced the further development of our commercial strategy and have been key to framing our environmental strategy. The Board comprises shareholder nominees, which enables the company to receive regular feedback on shareholder perceptions and opinions about the Company.</p>
<b>Employees</b>	We have a culture where our people can make a positive contribution, develop their careers and reach their potential.	Engagement with our people takes many forms, from town hall meetings, site meetings and visits and meetings with site safety representatives. We also reach out via various anonymous surveys.	

# Interconnector Limited

## Strategic report (continued)

### Statement by the directors in performance of their statutory duties in accordance with S172(1) Companies Act 2006 (continued)

Stakeholder	Why is this stakeholder important	How we engaged with this stakeholder	How this stakeholder influenced the Board agenda and decision making
Employees (continued)			<p>The company's safety agenda is influenced by the feedback we receive from employees and safety representatives.</p> <p>Senior management has engaged regularly with employees to discuss and receive feedback on issues ranging from hybrid working, benefits packages, appraisals and personal development.</p> <p>The Board congratulated employees on safety performance in December 2022.</p>
Suppliers	Provide us with goods and services we rely on to deliver for our customers. They range from substantial multinational companies to small-scale local businesses.	<p>Strategic relationship meetings are conducted between suppliers and procurement.</p> <p>Our procure to pay processes are under review and will be updated. This will promote the adoption of best practice in our interactions with Suppliers.</p> <p>The Company's prompt payment practices are reported.</p>	<p>Our payment practices are reported to Audit Committee.</p> <p>We continued to review our procurement processes to promote efficiency and best practice and the actions taken reported to the Audit Committee.</p>

# Interconnector Limited

## Strategic report (continued)

### Statement by the directors in performance of their statutory duties in accordance with S172(1) Companies Act 2006 (continued)

Stakeholder	Why is this stakeholder important	How we engaged with this stakeholder	How this stakeholder influenced the Board agenda and decision making
<b>Suppliers (continued)</b>		<p>We have conducted due diligence on compliance practices and the resilience of key suppliers.</p> <p>During 2022, we had numerous interactions with upstream operators about gas quality in the Bacton area.</p>	<p>The Board considered issues related to the quality of gas delivered into our system.</p> <p>The Board considered issues related to the procurement of energy at Bacton and Zeebrugge during the course of the year.</p> <p>We also include service provider personnel in our Safety KPI counts and statistics and they participate in our regular feedback meetings.</p>
<b>Regulators</b>	<p>In the UK, Ofgem regulates our gas transmission business. In Belgium CREG regulates our gas transmission business. We are also regulated by the HSE and the Environment Agency in the UK.</p>	<p>We have conducted regular interactions with all regulators on strategic issues.</p> <p>Ad hoc interactions have taken place with regulators on issues arising during the course of day-to-day business.</p> <p>During 2022 we have met with Ofgem in connection with our ongoing work in the sphere of cyber security.</p>	<p>We report interactions with our Regulators to the Board and this influences the Company's strategy and direction.</p> <p>Key business decisions require approval of regulators. Feedback from regulators has influenced our commercial and environmental strategies, including our commitments to emissions reduction.</p> <p>Early engagement with our regulators around plans and decisions helps ensure we maintain a good working relationship and an ongoing dialogue with all relevant regulators.</p>

# Interconnector Limited

## Strategic report (continued)

### Statement by the directors in performance of their statutory duties in accordance with S172(1) Companies Act 2006 (continued)

Stakeholder	Why is this stakeholder important?	How we engaged with this stakeholder	How this stakeholder influenced the Board agenda and decision making
<b>Governments</b>	<p>We help formulate and deliver energy policies at a regional and national level.</p> <p>We contribute to international trade, market functioning and security of supply.</p>	<p>Liaison Interaction with the British and Belgian ministries with competence for energy, the Belgian and GB embassies and politicians in the UK and BE in connection with legislation and government policy.</p> <p>We also provide governments with information on how Interconnector and Interconnector's clients contribute to the realization of UK and BE (EU's) energy mix, international trade, security of supply and consumer welfare.</p>	<p>Governments set out legislation and policies that affect our business environment, on energy policy, trade, taxation, employment, transition to NetZero, etc. We have included these in our business strategy and operational processes.</p> <p>We have adopted an environmental strategy and updated our risk appetite and risk reporting processes to specifically address issues connected with the energy transition.</p>
<b>Communities</b>	<p>We pay taxes which fund essential public services. We have a role to play enabling the transition to a low-carbon future.</p>	<p>We have discussed aspects of our operations with the local communities where we operate.</p> <p>North Norfolk has higher than the UK national average levels of child poverty. We have supported a number of charities supporting the physical health of young people and families in this area during 2022. We have participated in fund raising activities for environmental organisations working with in our local communities during the year.</p> <p>During the year we have supported organizations working on energy poverty.</p> <p>We have liaised with land owners and wider communities in relation to activities and planning issues.</p>	<p>Local communities are focused on the energy transition.</p> <p>We are aware that our operations may impact on local communities and have considered issues affecting the local and global environment as part of our strategic decision making.</p>

# Interconnector Limited

## Strategic report (continued)

### Key performance indicators

Financial KPIs, being revenue and the profit before tax, are discussed in the "Business Review" section above.

The company continued to provide reliable operations in the UK and Belgium. Its performance against key operational targets is summarised below:

	2022	2021	Description
Lost capacity rebates	Two	Zero	In accordance with defined service delivery targets in the transportation agreements, lost capacity rebates are made to customers when the company is unable to satisfy its gas transportation obligations.
Injurious accidents	One	Zero	These include work related Lost Time Incidents and incidents requiring medical treatment. No lost time incidents and one medical treatment (a cut hand requiring stitches) at IZT were reported for 2022.
Reportable emission events	Zero	Zero	Emissions of natural gas or CO <sub>2</sub> beyond permitted levels or significant environmental impacts are required to be disclosed to the Environment Agency. In 2022 all emissions were within permitted levels.

On behalf of the Board of Directors

Raf Van Elst  
Director

12 March 2023

# Interconnector Limited

## Directors' report

The directors present their report and the audited consolidated financial statements for the year ended 31 December 2022.

### Results and dividends

The group's profit after tax for the year was £71.2 million (2021: £32.6 million). Interim dividends of £5.09 (2021: £1.865) per ordinary share amounting to £20.0 million (2021: £22.0 million) were declared and paid during the year. Directors recommend the payment of the final dividend of £5.1 per ordinary share amounting to £60.1 million (2021: £20.0 million). The aggregate dividends on the ordinary shares recognised during the year amounts to £80.0 million (2021: £25.0 million).

### Future developments and financial risk management

Likely future developments in the group's business and financial risk management policies have been included in the Strategic report.

### Post balance sheet events

There are no events subsequent to the balance sheet date that require disclosure or adjustment in the financial statements.

### Going concern

The company sells capacity in a short-term market as a "merchant" asset. Demand for capacity, and therefore revenues, is usually seasonal in nature and is volatile. There may be periods of low demands from time to time.

The company's modelling confirms that the company should generate sufficient cashflow to meet the group's obligations during the next 12 months, which is the usual horizon to evaluate a company's Going concern. In recent months the company has experienced significant amounts of sales of export capacity for the Summer 2023 period, as well as export and bi-directional capacity sales for Gas Year 2023-24.

The directors are confident that due to the strategic importance of the asset, and the unique function that it performs for the market, there will be sufficient demand for capacity to generate sufficient revenues to maintain the group as a going concern. Therefore, the directors believe that the group is well placed to manage its business risks successfully.

The group and the company are showing net current assets of £101.9 million and £101.0 million respectively. The Board of directors approved a mid-term view of revenues for the group based on the current supply/demand and pricing situation on the market. The plan generates sufficient cashflows to be able to meet the group's obligations in the next 12 months.

The company performed a reverse stress test to identify the level of revenues required to generate sufficient cashflows to be able to meet group's obligations in the next 12 months. The required level of revenues has already been achieved.

# **Interconnector Limited**

## **Directors' report (continued)**

### **Going concern (continued)**

The directors, having assessed the principal risks facing the company and giving due consideration to the profitability of the business and the cash flow required to meet its on going obligations, consider it appropriate to prepare the financial statements on a going concern basis.

### **Business relationships**

Details of how the directors have fostered business relationships with suppliers, customers and others, and the effects of this, including on the principal decisions taken by the company during the financial year are disclosed in the Strategic report on pages 7-12.

### **Streamlined Energy and Carbon Reporting**

In the period covered by the report the Company has reviewed opportunities for efficiency improvements:

- Improvements to company and its service provider's operating practices at our Zeebrugge and Bacton terminals have led to reductions in electricity and fuel consumption for BE-UK gas transport.
- Following the implemented Leak Detection and Repair program the company is engaging with vendors to investigate new technologies to further improve emissions monitoring and detection.
- Validation of all compressors and baselines of compressor emissions were carried out to optimise efficiency.
- IZT recompression of gas during shutdown using mobile units, enabled 90% less gas vented compared with 2021.
- The company has recruited an environmental advisor to prioritise environmental improvements and to support and develop future project opportunities.
- The company has improved internal reporting of emissions and environmental tracking providing monthly updates to the workforce.



# Interconnector Limited

## Directors' report (continued)

### Methodology used to calculate emissions

Our scope 1 and 2 footprint reflects our operational control at the Bacton terminal and the London office. Market-based emissions for grid electricity have been used to calculate total emissions. The scope 3 footprint includes emissions that INT does not control but can influence. Such emissions include business travel in rental cars or employee-owned vehicles where the company is responsible for purchasing the fuel.

### Streamlined Energy and Carbon Reporting (continued)

The company is part of UK ETS scheme where the number of emissions is metered and is externally verified. The company is regulated by the Environmental Agency and operates through an Environmental Permit at the Bacton facility. We use data from external sources to report on total GHG emissions wherever possible. Where such data is not available a reasonable estimate are used. Total energy consumed for the year ended 31 December 2022 was 1,347,500 MWh (31 December 2021: 165,000 MWh).

### Emissions 2022 (Consolidated INT figures for IBT and IZT)

Environmental Emission Type		GHG emissions and energy use data for period 1 January to 31 December 2022		Comparison reporting year 2021	
		UK and offshore	Global (excluding UK and offshore)	UK and offshore	Global (excluding UK and offshore)
		Tonnes CO2 Equivalent	Tonnes CO2 Equivalent	Tonnes CO2 Equivalent	Tonnes CO2 Equivalent
Scope 1	Carbon Dioxide (CO <sub>2</sub> ) Annual Cumulative (tCO <sub>2</sub> )	249,687	1,272	30,330	323
Scope 1	Methane (CH <sub>4</sub> ) Annual Cumulative (tCH <sub>4</sub> )	7,589 (Note 1)	3,551	7,252 (Note 1)	2,492
Scope 2	Electricity Annual Cumulative (MWh)	0 (Note 2)	0	0 (Note 2)	0
Scope 3	Vehicles (tCO <sub>2</sub> )	15 (Note 3)	0	8 (Note 3)	0
<b>Total Emissions</b>		<b>257,291</b>	<b>4,823</b>	<b>37,590</b>	<b>2,815</b>

Note 1 – 2022 CO<sub>2</sub> e.q for methane is taken from the 6<sup>th</sup> IPCC Assessment Report 1te methane equates to 29.8te CO<sub>2</sub> eq. In 2021 the 5<sup>th</sup> IPCC Assessment Report was used, which stated that 1te methane equates to 28 te CO<sub>2</sub>eq.

Note 2 - At Bacton we have a Renewable Energy Guarantees of Origin (REGO) backed contract with our electricity provider. This specifies that their electricity demand is matched with electricity generated from renewable wind sources. In Zeebrugge, green certificates are included in the power supply agreement.

Note 3 – Scope 3 vehicle use is not material and has been estimated.

# Interconnector Limited

## Directors' report (continued)

### Streamlined Energy and Carbon Reporting (continued)

#### Intensity Ratio

Direct emissions and consumption of energy depend on utilisation of equipment which varies depending on market demand and use of the company's services.

For comparison purposes the group uses intensity ratio as CO<sub>2</sub>e (carbon footprint) over Energy Transported GWh. The ratio is 1.54 for the year ended 31 December 2022 (recalculated to be 31 December 2021 1.03).

#### Plan 2023

- In cooperation with the group's adjacent operator in Belgium and affiliated company, study the ability of INT's subsea pipeline to transport Hydrogen (H<sub>2</sub>).
- New Energy Savings Opportunity Scheme (ESOS) audit will be carried out in 2023
- Continue to profile flows for efficiency and optimise compressor fuel/power use.
- Develop an emission reduction road map to meet our Net Zero goal.
- Review and develop company KPI's for OGMP reporting improvements.
- Study opportunities and advance Methane Reduction improvement projects
- Contribute to the United Nations Environmental Program (UNEP), Methane Alert and Response System (MARS) project lead by SNAM

#### Directors

The directors who held office during the year and up to the date of signing the financial statements are as follows:

Arno Bux (INT Board Chairman & Independent director)

Shareholder-appointed non-executive directors:

Rafael Van Elst

Ben De Waele

Geert Hermans

Serena Aristarchi

Giacomo Matarazzo (appointed 28 July 2022)

Livia Napolano (appointed 12 October 2022)

Directors during the year:

Giuseppe Peluso (resigned 27 July 2022)

Directors' remuneration is shown in note 5.

#### Directors' indemnities

Fluxys SA, INT's parent company, maintains liability insurance for its directors and officers and for the directors and officers of all its subsidiaries. INT provides an indemnity for its directors, which is a qualifying third-party indemnity provision for the purposes of the Companies Act 2006. The qualifying third-party indemnity was in place during the year ended 31 December 2022 and as at the date of the approval of these financial statements.

# Interconnector Limited

## Directors' report (continued)

### Directors' responsibilities

The directors are responsible for preparing the strategic report, 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 group and company financial statements in accordance with UK adopted international accounting standards in conformity with the requirements of the Companies Act, 2006. 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 are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable International Standards on Auditing (UK) (ISAs UK) 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.

### Disclosure of information to auditors

In accordance with Section 418 of the Companies Act 2006, the directors who held office at the date of approval of the Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the Board of Directors

Raf Van Elst  
Director

22 March 2023

# Interconnector Limited

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

### Opinion on the financial statements

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 31 December 2022 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with UK adopted international accounting standards;
- the Parent Company financial statements have been properly prepared in accordance with UK adopted international accounting standards and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Interconnector Limited (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2022 which comprise the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of financial position, the consolidated statement of changes in equity, the consolidated statement of cash flows, the company statement of financial position, the company statement of changes in equity, the company cash flow statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and UK adopted international accounting standards and, as regards the Parent Company financial statements, as applied in accordance with the provisions 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.**

### Independence

**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 FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.**

### 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 and 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 directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. 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.

# Interconnector Limited

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INTERCONNECTOR LIMITED (CONTINUED)

### Other Companies Act 2006 reporting

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

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

In the light of the knowledge and understanding of the Group and Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or 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 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.

### Responsibilities of Directors

As explained more fully in the Statement of Directors' Responsibilities, 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.

#### *Extent to which the audit was 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 obtained an understanding of the legal and regulatory frameworks that are applicable to the group and the industry in which it operates, and considered the risk of acts by the Group that were contrary to applicable laws and regulations, including fraud. We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including but not limited to, the Companies Act 2006, tax legislation and industry regulation from Ofgem and CREG.
- We addressed the risk of management override of internal controls, including testing journals and evaluating whether there was evidence of bias by the Directors that represented a material misstatement due to fraud.
- We assessed the susceptibility of the Group's financial statements to material misstatement, including how fraud might occur. Our tests included agreeing the financial statement disclosures to underlying supporting documentation, review of board minutes and enquiries with management.

# Interconnector Limited

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INTERCONNECTOR LIMITED (CONTINUED)

- We considered the controls that the Group has established to address risks identified by the entity, or that otherwise seek to prevent, deter or detect fraud.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

### Use of our report

This report is made solely to the Parent 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 Parent 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 Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

*Matt Crane*

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Matt Crane (Senior Statutory Auditor)

For and on behalf of BDO LLP, statutory auditor

London

Date:

22 March 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

# Interconnector Limited

## Consolidated income statement

	Note	For the year ended 31 December 2022	For the year ended 31 December 2021
		£'000	£'000
Revenue from contracts with customers	3	168,833	75,132
Operating expenses		(79,754)	(35,351)
<b>Operating profit</b>	4	<b>89,079</b>	39,781
Finance income	7	4,606	3,732
Finance costs	8	(4,974)	(4,118)
<b>Profit before taxation</b>		<b>88,711</b>	39,395
Tax expense	9	(17,522)	(6,820)
<b>Profit for the year</b>		<b>71,189</b>	32,575
<b>Profit for the year attributable to:</b>			
Owners of the parent		71,113	32,526
Non-controlling interests		76	49
<b>Consolidated profit for the year</b>		<b>71,189</b>	32,575

The notes on pages 32 to 85 are an integral part of these consolidated financial statements.

# Interconnector Limited

## Consolidated statement of comprehensive income

	Note	For the year ended 31 December 2022	For the year ended 31 December 2021
		£'000	£'000
<b>Profit for the year</b>		<b>71,189</b>	<b>32,575</b>
<b>Other comprehensive income</b>			
<b>Items that may be reclassified subsequently to profit or loss:</b>			
Currency translation differences		290	(358)
<b>Items that will not be reclassified to profit and loss:</b>			
Changes in the fair value of equity investments at fair value through other comprehensive income		(28)	(28)
<b>Other comprehensive (loss) / income for the year</b>		<b>262</b>	<b>(386)</b>
<b>Total comprehensive income for the year</b>		<b>71,451</b>	<b>32,189</b>
<b>Total comprehensive income for the year attributable to:</b>			
Owners of the parent		71,375	32,140
Non-controlling interests		76	49
<b>Total comprehensive income for the year</b>		<b>71,451</b>	<b>32,189</b>

The notes on pages 32 to 85 are an integral part of these consolidated financial statements.



# Interconnector Limited

## Consolidated statement of financial position

	Note	31 December 2022 £'000	31 December 2021 £'000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	70,216	63,120
Intangible assets	12	30,234	6,201
Financial assets at fair value through other comprehensive income	13	53	81
Financial assets at amortised cost	15	35,897	48,553
		<b>136,400</b>	<b>117,955</b>
<b>Current assets</b>			
Inventory	18	3,634	1,628
Financial assets at amortised cost	15	15,352	13,061
Current tax asset		271	-
Trade and other receivables	17	31,638	19,956
Cash and cash equivalents		185,874	36,188
		<b>236,769</b>	<b>70,833</b>
<b>Total assets</b>		<b>373,169</b>	<b>188,788</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Lease liabilities	19	(49,215)	(53,863)
Deferred income tax liabilities	20	(2,372)	(1,415)
Regulatory liabilities	30	(101,109)	-
		<b>(152,696)</b>	<b>(55,278)</b>
<b>Current liabilities</b>			
Lease liabilities	19	(17,475)	(14,198)
Current income tax liabilities		-	(307)
Trade and other payables	23	(117,247)	(24,723)
Derivative financial instruments	22	(108)	(65)
		<b>(134,830)</b>	<b>(39,293)</b>
<b>Total liabilities</b>		<b>(287,526)</b>	<b>(94,571)</b>
<b>Net assets</b>		<b>85,643</b>	<b>94,217</b>

# Interconnector Limited

## Consolidated statement of financial position (continued)

Note 31 December 2022 31 December 2021

£'000

£'000

### Equity attributable to:

#### Owners of the parent

Share capital	24	12,755	12,755
Other reserves	25	350	65
Retained earnings		71,386	80,321

84,491 93,141

#### Non-controlling interests

1,152 1,076

#### Total equity

85,643 94,217

The notes on pages 32 to 85 are an integral part of these consolidated financial statements.

The financial statements on pages 22 to 85 were approved by the Board of Directors on 22 March 2023 and were signed on its behalf by:

Raf Van Els  
Director

22 March 2023



# Interconnector Limited

## Consolidated statement of changes in equity

	Share capital	Other reserves	Retained earnings	Non- controlling interests	Total equity
	£'000	£'000	£'000	£'000	£'000
<b>1 January 2021</b>	<b>12,755</b>	<b>457</b>	<b>72,775</b>	<b>1,027</b>	<b>87,014</b>
Profit for the period			32,526	49	32,575
Other comprehensive income for the period		(392)	6	-	(386)
<b>Total comprehensive income for the period</b>		<b>(392)</b>	<b>32,532</b>	<b>49</b>	<b>32,189</b>
<b>Distributions to owners</b> Dividends (note 10)			<b>(24,986)</b>		<b>(24,986)</b>
<b>31 December 2021</b>	<b>12,755</b>	<b>65</b>	<b>80,321</b>	<b>1,076</b>	<b>94,217</b>
Profit for the year			71,113	76	71,189
Other comprehensive income for the year		285	(23)	-	262
<b>Total comprehensive income for the year</b>		<b>285</b>	<b>71,090</b>	<b>76</b>	<b>71,451</b>
<b>Distributions to owners</b> Dividends (note 10)			<b>(80,025)</b>		<b>(80,025)</b>
<b>31 December 2022</b>	<b>12,755</b>	<b>350</b>	<b>71,386</b>	<b>1,152</b>	<b>85,643</b>

# Interconnector Limited

## Consolidated statement of cash flows

	Note	For the year ended 31 December 2022	For the year ended 31 December 2021
		£'000	£'000
<b>Cash flows from operating activities</b>			
Cash generated from operations	26	282,055	49,165
Income taxes		(17,395)	(3,950)
<b>Net cash generated from operating activities</b>		<b>264,660</b>	<b>45,215</b>
<b>Cash flows from investing activities</b>			
Interest received		4,132	3,771
Purchase of property, plant and	11	(5,974)	(5,593)
Purchase of intangible assets	12	(29,121)	(188)
Repayment of other financial assets at amortised cost	15	13,443	11,846
Dividend income		30	31
<b>Net cash generated from investing</b>		<b>(17,490)</b>	<b>9,867</b>
<b>Cash flows from financing activities</b>			
Equity dividends paid	10	(80,025)	(24,986)
Capital element of finance lease		(13,876)	(12,650)
Interest element of finance lease		(3,715)	(3,873)
Interest paid		(451)	(3)
<b>Net cash used in financing activities</b>		<b>(98,067)</b>	<b>(41,512)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>149,103</b>	<b>13,570</b>
Cash and cash equivalents at beginning of the year		36,188	22,845
Exchange gains / (losses) on cash and cash equivalents		583	(227)
<b>Cash and cash equivalents at end of the year</b>		<b>185,874</b>	<b>36,188</b>

# Interconnector Limited

## Company statement of financial position

	Note	31 December 2022	31 December 2021
		£'000	£'000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	65,285	58,447
Intangible assets	12	30,234	6,201
Financial assets at fair value through other comprehensive income	13	53	81
Investments in subsidiaries	14	49	49
Financial assets at amortised cost	15	36,053	48,831
		<b>131,674</b>	<b>113,609</b>
<b>Current assets</b>			
Inventory	18	3,634	1,628
Financial assets at amortised cost	15	19,092	16,467
Current tax asset		266	-
Trade and other receivables	17	27,735	16,685
Cash and cash equivalents		185,172	35,610
		<b>235,899</b>	<b>70,390</b>
<b>Total assets</b>		<b>367,573</b>	<b>183,999</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Obligations under finance leases	19	(49,215)	(53,863)
Deferred income tax liabilities	20	(2,442)	(1,513)
Regulatory liabilities	30	(101,109)	-
		<b>(152,766)</b>	<b>(55,376)</b>
<b>Current liabilities</b>			
Obligations under finance leases	19	(17,475)	(14,198)
Current income tax liabilities		-	(321)
Trade and other payables	23	(117,362)	(25,359)
Derivative financial instruments	22	(108)	(65)
		<b>(134,945)</b>	<b>(39,943)</b>
<b>Total liabilities</b>		<b>(287,711)</b>	<b>(95,319)</b>
<b>Net assets</b>		<b>79,862</b>	<b>88,680</b>

# Interconnector Limited

## Company statement of financial position (continued)

	Note	31 December 2022	31 December 2021
		£'000	£'000
<b>Equity</b>			
Share capital	24	12,755	12,755
Other reserves	25	(140)	(112)
<b>Retained earnings</b>			
At beginning of the year		76,037	68,761
Profit for the year attributable to the owners		71,235	32,262
Other changes in retained earnings		(80,025)	(24,986)
At end of the year		67,247	76,037
<b>Total Equity</b>		<b>79,862</b>	<b>88,680</b>

As permitted by Section 408 of the Companies Act 2006, the company's income statement has not been presented separately in these financial statements.

The notes on pages 32 to 85 are an integral part of these consolidated financial statements.

The financial statements on pages 22 to 85 were approved by the Board of Directors on 22 March 23 and were signed on its behalf by:

Raf Van Ert  
Director

2023

Company Registration Number: 2989838

# Interconnector Limited

## Company statement of changes in equity

	Share capital	Other reserves	Retained earnings	Total equity
	£'000	£'000	£'000	£'000
<b>1 January 2021</b>	<b>12,755</b>	<b>(84)</b>	<b>68,761</b>	<b>81,432</b>
Profit for the period			32,262	32,262
Other comprehensive income for the period		(28)	-	(28)
<b>Total comprehensive income for the period</b>		<b>(28)</b>	<b>32,262</b>	<b>32,234</b>
<b>Distributions to owners</b>				
Dividends (note 10)			(24,986)	(24,986)
<b>31 December 2021</b>	<b>12,755</b>	<b>(112)</b>	<b>76,037</b>	<b>88,680</b>
Profit for the year			71,235	71,235
Other comprehensive income for the year		(28)	-	(28)
<b>Total comprehensive income for the year</b>		<b>(28)</b>	<b>71,235</b>	<b>71,207</b>
<b>Distributions to owners</b>				
Dividends (note 10)			(80,025)	(80,025)
<b>31 December 2022</b>	<b>12,755</b>	<b>(140)</b>	<b>67,247</b>	<b>79,862</b>

# Interconnector Limited

## Company statement of cash flows

	Note	For the year ended 31 December 2022	For the year ended 31 December 2021
		£'000	£'000
<b>Cash flows from operating activities</b>			
Cash generated from operations	26	282,135	48,766
Income taxes		(17,250)	(4,402)
<b>Net cash generated from operating activities</b>		<b>264,885</b>	<b>44,364</b>
<b>Cash flows from investing activities</b>			
Dividends from subsidiaries & associates		595	157
Interest received		3,969	3,580
Purchase of property, plant and	11	(5,974)	(5,593)
Purchase of intangible assets	12	(29,121)	(188)
Repayment of other financial assets at amortised cost	15	13,251	12,096
<b>Net cash generated from investing</b>		<b>(17,280)</b>	<b>10,052</b>
<b>Cash flows from financing activities</b>			
Intercompany loans repaid		(564)	439
Equity dividends paid	10	(80,025)	(24,986)
Capital element of finance lease		(13,876)	(12,650)
Interest element of finance lease		(3,715)	(3,873)
Interest paid		(446)	(3)
<b>Net cash used in financing activities</b>		<b>(98,626)</b>	<b>(41,073)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>148,979</b>	<b>13,343</b>
Cash and cash equivalents at beginning of the year		35,610	22,494
Exchange gains / (losses) on cash and cash equivalents		583	(227)
<b>Cash and cash equivalents at end of the year</b>		<b>185,172</b>	<b>35,610</b>



# Interconnector Limited

## Notes to the financial statements

### 1 General information

Interconnector Limited ("the company") and its subsidiaries (together, "the group") operate a subsea gas pipeline and terminal facilities to provide bi-directional gas transportation and ancillary services between the UK and continental European energy markets.

The company is a private company limited by shares, registered and domiciled in England & Wales. The address of its registered office is 15-16 Buckingham Street, London, WC2N 6DU, United Kingdom.

### 2 Accounting policies

#### Basis of preparation

The consolidated financial statements of the group and the financial statements of the Company have been prepared in accordance with International Financial Reporting Standards UK ("IFRS UK") and IFRS Interpretations Committee interpretations and in conformity with the requirements of the Companies Act 2006. The consolidated financial statements have been prepared under the historical cost convention, except for the measurement of certain financial assets and liabilities (including derivative instruments) which have been measured at fair value.

The Company has taken advantage of the exemption provided under Section 408 of the Companies Act 2006 not to publish the individual income statement and related notes.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed below.

#### New standards, amendments and interpretations

The group has applied the following standards and amendments for the first time for their annual reporting period commencing 1 January 2022:

- Reference to the Conceptual Framework (Amendments to IFRS 3)
- Property, Plant and Equipment — Proceeds before Intended Use (Amendments to IAS 16)
- Onerous Contracts — Cost of Fulfilling a Contract (Amendments to IAS 37)
- Annual Improvements to IFRS Standards 2018–2020

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### **New standards, amendments and interpretations not yet adopted**

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2022 reporting periods and have not been early adopted by the group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

#### **Going concern**

The company sells capacity in a short-term market as a "merchant" asset. Demand for capacity, and therefore revenues, is usually seasonal in nature and is volatile. There may be periods of low demands from time to time.

The company's modelling confirms that the company should generate sufficient cashflow to meet the group's obligations during the next 12 months, which is the usual horizon to evaluate a company's Going concern. In recent months the company has experienced significant amounts of sales of export capacity for the Summer 2023 period, as well as export and bi-directional capacity sales for Gas Year 2023-24.

The directors are confident that due to the strategic importance of the asset, and the unique function that it performs for the market, there will be sufficient demand for capacity to generate sufficient revenues to maintain the group as a going concern. Therefore, the directors believe that the group is well placed to manage its business risks successfully.

The group and the company are showing net current assets of £101.9 million and £101.0 million respectively. The Board of directors approved a mid-term view of revenues for the group based on the current supply/demand and pricing situation on the market. The plan generates sufficient cashflows to be able to meet the group's obligations in the next 12 months.

The group has performed a reverse stress test to identify the level of revenues required to generate sufficient cashflows to be able to meet group's obligations in the next 12 months. The required level of revenues has already been achieved.

The directors, having assessed the principal risks facing the company and giving due consideration to the profitability of the business and the cash flow required to meet its on going obligations, consider it appropriate to prepare the financial statements on a going concern basis.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### **Basis of consolidation**

The group financial statements consolidate the financial statements of the company and all its subsidiary undertakings. Subsidiaries are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. The consolidation stops from the date that control ceases. The consolidation is based on uniform accounting policies across all group companies in all material respects, and the elimination of intra-group transactions.

#### **Non-controlling interests**

The group applies the acquisition method to account for business combinations. Non-controlling interests are recognised on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

#### **Critical accounting estimates and judgements**

The group prepares its consolidated financial statements in accordance with IFRS, the application of which often requires judgements to be made by management when formulating the group's financial position and results. Under IFRS, the directors are required to adopt those accounting policies most appropriate to the group's circumstances for the purpose of presenting fairly the group's financial position, financial performance and cash flows.

In determining and applying accounting policies, judgement is often required in respect of items where the choice of specific policy, accounting estimate or assumption to be followed could materially affect the reported results or net asset position of the group; it may later be determined that a different choice would have been more appropriate.

A discussion of the critical accounting estimates is provided below and should be read in conjunction with the disclosure of the group's significant IFRS accounting policies provided in the notes to the consolidated financial statements.

#### **Estimation of the useful life of the UK and the Belgian terminals**

The useful life used to depreciate property, plant and equipment relates to management's estimate of the period over which economic benefit will be derived from the asset. Assets held under leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, the assets are depreciated over the shorter of the lease term and their useful lives. The estimated useful life for the UK and the Belgian terminals was 20 years to 2025 based on the initial contractual lease terms.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Critical accounting estimates and judgements (continued)

Estimation of the useful life of the UK and the Belgian terminals (continued)

The group assessed useful life of its assets and the probability of the assets being used after the primary period of the lease expires in 2025. As a result of this assessment the group decided to extend useful life of its assets to 2030. The group also recognised the lease purchase option as a liability with an equal increase in the right of use asset. The change is applied prospectively from 1 January 2022.

Management will continue to reassess useful economic life of the assets every year.

Carrying values of property, plant and equipment

Management consider that the group's assets comprise a single, integrated, cash generating unit as the cash inflows generated by the group's assets are interdependent. The recoverable amount of the integrated unit is assessed by reference to the higher of value in use (being the net present value of expected future cash flows of the integrated unit) and fair value less cost of disposal. The value in use calculation uses cash flow projections based on revenues from the capacity.

Consolidation of structured entities

The group holds a 25% interest in FL Zeebrugge NV ("FLZ"), a structured entity which leases certain assets at the Belgian terminal to the group company Interconnector Zeebrugge Terminal BV ("IZT"). The group holds bonds issued by FLZ ("FLZ bond") to finance construction of the leased assets. The balance of the financing was provided to FLZ by a loan from an affiliate of BNP Paribas Fortis, the holder of the remaining 75% interest in FLZ. The group has a purchase option over the leased assets exercisable in 2025.

Management have concluded that FLZ is a structured entity which the group does not have control over and does not have sufficient exposure to variable returns, via its interest in FLZ, to be able to consolidate this entity. Further disclosures are given in note 16.

Decommissioning obligation

The company has potential obligations under UK and Belgian legislation to decommission the pipeline and terminal assets at the end of their service life which is currently estimated to be over 100 years. Estimating the future cost of decommissioning requires significant management judgement. Given the length of time before these costs are anticipated to be incurred, there is considerable uncertainty over the nature of the regulations that will prevail and the cost of the resources required. Accordingly, a contingent liability has been disclosed as at 31 December 2022 for the potential obligation. Further disclosures are given in note 30.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Critical accounting estimates and judgements (continued)

##### Rate used to measure lease liabilities

Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the group's incremental borrowing rate is used, being the rate that the group would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by INT, which does not have recent third party financing, and
- makes adjustments specific to the lease, eg term, country, currency and security.

##### Regulatory liability

Interconnector limited is regulated by Ofgem in the UK and CREG in Belgium. In December 2017 CREG adopted a tariff methodology to be used by Interconnector Limited whereby two ceilings are defined in relation to net profit after tax: cumulatively over the regulatory period, the net profit after tax must not exceed the higher ceiling, and a system of profit sharing is provided for the part of the net result that exceeds the lower ceiling. It is a multi-annual system which ensures that any surpluses will be entered to the balance sheet so that they are not distributed to shareholders except to the extent that the net result after tax does not exceed the lower ceiling. However, any deficits cannot be recovered except to the extent that the lower ceiling is exceeded.

The equalisation account is negative when cumulative net result from the beginning of the 4 year regulatory period is below the regulatory threshold. In that case, no adjustment is recognised in the accounts as it would constitute a receivable which cannot be recovered.

The equalisation account is positive when the net result exceeds the regulatory threshold. In that case, a liability is recognised in the accounts with the opposite debit in revenue. An excess above the regulatory threshold is deferred and released to the income statement in subsequent periods.

This accounting method has been determined by the group as rate-regulated activities are not addressed under the IFRS standards and interpretations that are currently in force. Further disclosures are given in note 30. INT's group accounting policy is in line with Fluxys's group accounting policy.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Critical accounting estimates and judgements (continued)

##### Intangible assets

###### Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the group's interest in net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree. Goodwill arising on acquisition of subsidiaries is capitalised as an intangible asset.

Following initial recognition, goodwill is measured at cost less any impairment losses. Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. Any impairment would be recognised immediately as an expense and is not subsequently reversed.

###### Emissions allowances

Emissions allowances are recognised as intangible assets. Purchased emissions allowances are initially recognised at cost. Emissions allowances granted are initially recognised at the market price of the allowances on the date of receipt, with a corresponding recognition of deferred income. All emissions allowances are periodically tested for impairment. Deferred income is amortised on the basis of the volume of actual emissions. A liability, corresponding with the obligation to surrender allowances, is recognised based on actual measured emissions valued at the carrying amount of the emissions allowances held, or the current market price for any shortfall. The liability is discharged on the annual surrender of emissions allowances.

In line with the Withdrawal Agreement between the UK and the European Union, the UK remained in the EU Emissions Trading System (EU ETS) until 31 December 2020. The company has no longer a right to receive allowances or has any obligations under the EU scheme. Allowances can be used within the group to offset emissions at IZT.

The company still holds some EU ETS allowances. There is an active market for EU ETS, and the market price at balance sheet date was higher than cost. Hence, there are no indicators for impairment.

The UK government implemented its UK emission scheme from 1 January 2021. The company receives a free allocation annually and has an obligation to surrender allowances based on the actual measured emissions. The company follows the same accounting policy for UK emissions scheme as it did for the EU scheme.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Intangible assets (continued)

##### Computer software and IT development costs

Costs associated with maintaining software programmes are recognised as an expense as incurred. An intangible asset is recognised as an asset if it is probable that future economic benefits attributable to the asset will flow to the entity and if the cost of the asset can be measured reliably. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use. Computer software and IT development costs are amortised on a straight line basis over their useful lives.

#### Property, plant and equipment

The subsea pipeline and the compression terminal assets in Bacton in the UK and in Zeebrugge in Belgium are stated at historical cost, net of accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended useful life.

The group capitalises subsequent expenditure on property, plant and equipment if it meets the capitalisation accounting criteria per IAS16 paragraph 7:

- it is probable that future economic benefits associated with the item will flow to the entity; and
- the cost of the item can be measured reliably.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

With the exception of freehold land (which is not depreciated), depreciation for assets in use is calculated so as to write off their cost, less their estimated residual values, on a straight-line basis over the expected useful economic lives of the assets concerned.

The expected lives for this purpose are:

	<b>Years</b>
UK terminal and pipeline	25-50
Belgium terminal	25
Other UK infrastructure assets	3-25
Other assets	3-10
Computer software and IT development costs	3

The expected useful lives of property, plant and equipment are reviewed on an annual basis.

# **Interconnector Limited**

## **Notes to the financial statements**

### **2 Accounting policies (continued)**

#### **Property, plant and equipment (continued)**

##### **Assets under construction**

Expenditure on the construction, installation or completion of infrastructure assets such as replacement of parts of the plant or major overhauls is capitalised within property, plant and equipment and intangible assets as asset under construction according to nature. When development / installation is completed, it is transferred to a relevant category of assets within Property, Plant and Equipment or Intangible assets. Assets in the course of construction are not depreciated until they are brought into use.

##### **Spare parts inventory**

Spare parts inventory is held at the Bacton and Zeebrugge terminals. As the group's spare parts inventory have a long shelf life and are expected to be used during more than one year, they are recognised within property, plant and equipment as part of other assets. They are valued at cost which is expensed when the parts are installed.

##### **Static gas**

Static gas is the minimum volume of gas that has to be kept in the pipeline for it to operate, which cannot be extracted out. The static gas is accounted for as a fixed asset and is depreciated over 50 years.

#### **Inventory**

The volume of pipeline gas in excess of the minimum gas volume (static gas) is treated as operating inventory, and is classified as inventory within current assets - gas inventory. It is necessary to maintain gas inventory above the minimum level in order to achieve fuel efficiency. Operating gas inventory is also used to cover gas shrinkage / gains and as a compressor fuel.

Additions to operating inventory are accounted at purchase price and usage is accounted at weighted average price. If the gas market price falls below the weighted average price, an impairment is recorded to bring the weighted average price to match the market price. The impairment is reversed to the extent of a previously recorded impairment i.e. gas inventory will be valued at the lower of cost and market price.

#### **Cash and cash equivalents**

In the statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call with banks and other short-term highly-liquid investments with original maturities of three months or less.

The IAA contract outlines credit rating requirements for all customers. If not fulfilled, customers must provide a cash deposit for two months of estimated capacity purchases. Customer deposits are held in a separate bank account and are included in the company's and group's cash flows. A corresponding liability is recognised within trade and other payables.



# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Investments and other financial assets

##### Classification

The group classifies its financial assets in the following categories:

- those to be measured subsequently at fair value (either through other comprehensive income (OCI) or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the company's business model for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The group reclassifies debt investments when and only when its business model for managing those assets changes.

##### Recognition & derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, that is, the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

##### Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Investments and other financial assets (continued)

##### Debt instruments

Subsequent measurement of debt instruments depends on the group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of profit or loss.
- **FVOCI:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the statement of profit or loss.
- **FVPL:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

##### Equity instruments

The group subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the group's right to receive payments is established. The group's only equity investment is its investment in FLZ, which it has elected to classify as an asset measured at FVOCI. Equity investments in subsidiaries in the company financial statements are accounted for in accordance with the policy "Investments in subsidiaries".

# Interconnector Limited

## 2 Accounting policies (continued)

### Investments and other financial assets (continued)

#### Impairment

The group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

#### Investments in subsidiaries

In the company statement of financial position, investments in subsidiaries are stated individually at cost less a provision for any permanent diminution in value.

#### Trade and other payables

Trade payables are obligations to pay for goods and services that have been acquired from suppliers in the ordinary course of business. Trade and other payables are recognised at payment or settlement amounts, which are not materially different from their fair value.

#### Derivative financial instruments and hedging activities

The group uses derivative financial instruments to hedge its exposure to exchange rate and interest rate risks.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months, and as a current asset or liability when the remaining maturity is less than 12 months.

The group does not trade in derivatives.

#### Leases

The group leases plant, equipment and an office.

Contracts may contain both lease and non-lease components. The group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Leases (continued)

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

#### Finance costs

Finance costs are recognised in profit or loss in the period in which they are incurred.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Impairment of non-financial assets

An impairment loss is recognised when the carrying amount of a non-financial asset exceeds its recoverable amount. The recoverable amount is the higher of the asset's fair value less costs of disposal and value in use.

#### Revenue recognition

The group operates the Transportation System and has an obligation to give access to the Transportation Services to customers who sign contracts. All group customers must sign a contract prior to transacting with the group. The group uses one type of contract, standard for all customers: the Interconnector Access Agreement (IAA). Customers get an allocated capacity in a period they booked capacity for, in return for a 'ship-or-pay' payment obligation. A share of the pipeline capacity is identified in volume and is not physically distinct.

Revenue is measured at the fair value of the consideration received or receivable. IAA revenue represents amounts receivable in accordance with contractual terms based on the provision of pipeline capacity based on standard tariffs. The price of the capacity products sold to the IAA customers is defined at the capacity auctions, for which the base (minimum) prices are published on INT's web-site, as well as via its alternative sales channel by means of implicit allocation

The group believes that presenting a disaggregation of revenue based on the timing of transfer of goods or services (i.e. at a point in time or over time) provides users of the financial statements with useful information as to the nature and timing of revenue from contracts with customers.

Revenue arising from the group's capacity contracts is recognised in the accounting period in which pipeline capacity is provided to customers (recognised over time). Commodity and other revenue are recognised based on the provision of services (recognised at point in time). Different components of revenue are clearly identifiable and are invoiced separately to customers.

Revenue recognition for each component of the INT revenue is summarised below.

Under the IAA, revenue is recognised in respect of:

- IAA access fee: A fixed monthly fee which grants the shipper the right to use the interconnector in that particular month. Revenue is recognised on a monthly basis in line with the access granted.
- Sale of capacity: Recognised on a monthly basis in respect of the capacity purchased by each shipper for that particular month at an agreed price. The revenue varies depending on the amount of capacity purchased and is earned regardless of whether the shipper uses the capacity or not.
- Commodity charges: Recognised monthly based on capacity utilisation, priced at the current commodity tariff.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### Revenue recognition (continued)

##### Financing components

The group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the group does not adjust any of the transaction prices for the time value of money.

#### Finance income

Interest income is recognised when it is probable that the economic benefits will flow to the group and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable.

#### Foreign currencies

##### Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Pounds Sterling ("£" or "Sterling"), which is the group's presentation currency.

##### Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement. Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the income statement within "finance income or costs".

Changes in the fair value of monetary securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in amortised cost are recognised in profit or loss, and other changes in carrying amount are recognised in other comprehensive income. Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as at fair value through other comprehensive income are included in other comprehensive income.

# **Interconnector Limited**

## **Notes to the financial statements**

### **2 Accounting policies (continued)**

#### **Foreign currencies (continues)**

##### **Group companies**

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the year-end;
- income and expenses for each income statement are translated at average exchange rates; and
- all resulting exchange differences are recognised in other comprehensive income.

#### **Repairs and maintenance**

Repairs and maintenance costs are charged to profit or loss when incurred.

#### **Pension scheme**

The company has a defined contribution scheme with pensions provided by a third party provider. Contributions payable by the company are charged to profit or loss as they accrue.

#### **Employee termination benefits**

Termination benefits are payable when employment is terminated by the group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The group recognises termination benefits at the earlier of the following dates: (a) when the group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is within the scope of IAS 37 and involves the payment of terminations benefits.

#### **Provisions**

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources will be required to settle that obligation and a reliable estimate can be made of the amount of that obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at year-end, taking into account the risks and uncertainties surrounding the obligation.

# Interconnector Limited

## Notes to the financial statements

### 2 Accounting policies (continued)

#### **Taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.



# Interconnector Limited

## Notes to the financial statements

### 3 Revenue from contracts with customers

#### Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

	Note	For the year ended 31 December 2022 £'000	For the year ended 31 December 2021 £'000
<b>Timing of revenue recognition</b>			
Recognised over time		117,187	61,161
Recognised at a point in time		51,646	13,971
<b>Total revenue from contracts with customers</b>		<b>168,833</b>	<b>75,132</b>

#### Type of service

Sale of capacity		217,624	61,161
Changes in regulatory liabilities	30	(100,437)	-
Commodity revenue		48,696	8,747
Other revenues		2,950	5,224
<b>Total revenue from contracts with customers</b>		<b>168,833</b>	<b>75,132</b>

There are no contractual assets or liabilities relating to contracts with customers.

# Interconnector Limited

## Notes to the financial statements

### 4 Operating profit

Operating profit is stated after charging:

	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
Employee costs (see note 6)	6,500	5,330
Depreciation of property, plant and equipment:		
– owned	2,853	3,130
– leased	5,004	6,205
Total depreciation and amortisation	7,857	9,335
Depreciation of intangible assets:		
– owned	689	993
Impairment of intangible assets	3,604	-
Fees payable to company auditors and their associates for:		
– the audit of the company and consolidated financial statements	134	99
– the audit of the company's subsidiaries	8	7
– other taxation advisory services	-	-
– non audit services	-	2
Total fees payable to company auditors and associates	142	108

### 5 Key management personnel remuneration

None of the Company directors were its employees during the year ended 31 December 2022 (2021: none).

# Interconnector Limited

## Notes to the financial statements

### 6 Employee information

The average monthly number of persons (including executive directors) employed by the company and the group during the year is set out below. The subsidiary companies had no employees during the year.

	For the year ended 31 December 2022	For the year ended 31 December 2021
	Average Number	Average Number
<b>By activity:</b>		
Physical operations	38	33
Commercial operations	5	4
Administration	18	18
<b>Total average number of employees</b>	<b>61</b>	<b>55</b>

Employee costs:	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
Wages and salaries	4,946	4,105
Social security costs	646	507
Other pension costs	860	693
Termination costs	48	25
Key management personnel remuneration, including other pension costs (see note 5)	-	-
<b>Total employee costs</b>	<b>6,500</b>	<b>5,330</b>

# Interconnector Limited

## Notes to the financial statements

### 7 Finance income

	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
Bond interest receivable	3,067	3,683
Interest receivable on bank balances	1,460	17
Income from shares in investments	30	31
Net exchange differences on foreign currency debt and deposits	48	-
Other income	1	1
<b>Total finance income</b>	<b>4,606</b>	<b>3,732</b>

### 8 Finance costs

	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
Interest and finance charges on lease liabilities	3,714	3,802
Net exchange differences on foreign currency debt and deposits	-	313
Other interest payable	1,260	3
<b>Total finance costs</b>	<b>4,974</b>	<b>4,118</b>

Other interest payable relates to interest accrued on regulatory liabilities (note 30) and interest payable on customer deposits.

# Interconnector Limited

## Notes to the financial statements

### 9 Tax expense

	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
<b>Current tax:</b>		
UK corporation tax on profits for the year	16,450	5,211
Foreign tax on profits for the year	127	83
Current tax on profits for the year	16,577	5,294
Adjustments in respect of prior years	-	37
Total current tax	16,577	5,331
<b>Deferred tax:</b>		
Origination and reversal of timing differences	945	1,119
Deferred tax credit relating to change in timing assumptions	-	370
Total deferred tax (see note 20)	945	1,489
Tax expense	17,522	6,820

Changes in the UK tax rates were substantively enacted as part of Finance Bill 2021 (on 24 May 2021). These include an increase to the main rate from 19% to 25% from 1 April 2023. Deferred tax balances at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

Deferred tax for temporary differences that are forecast to unwind on or after 1 April 2023 have been remeasured at 25%. The impact of the change in tax rate has been recognised in tax expense in profit or loss, except to the extent that it relates to items previously recognised outside profit or loss.

The tax assessed for the year is higher (2021: lower) than the standard rate of corporation taxation in the UK for the period (19.0%) (2021: 19.0%). The differences are explained below:

# Interconnector Limited

## Notes to the financial statements

### 9 Tax expense (continued)

	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
<b>Profit before taxation</b>	<b>88,711</b>	<b>39,395</b>
Profit before taxation multiplied by standard rate in the UK 19.0% (2021: 19.0%)	<b>16,855</b>	7,485
Effects of:		
Expenses not deductible for tax purposes	<b>728</b>	-
Income not chargeable for tax purposes	<b>(6)</b>	(1,002)
Deferred tax relating to change in timing assumptions	-	370
Other timing differences	<b>(85)</b>	(90)
Impact of higher foreign tax rates	<b>30</b>	20
Adjustments in respect of prior years	-	37
<b>Tax expense</b>	<b>17,522</b>	<b>6,820</b>

### Uncertain tax position

The legislation in relation to bringing into account net foreign exchange losses on leases denominated in foreign currencies for the corporation tax purposes is not clear and is subject to interpretation. Historically, the lease related FX gains and losses have been disallowed in the tax computation. Following a due diligence and advice from the external tax consultants it was determined that FX gains and losses arising on the actual lease payments each year should be taxable / deductible in the tax computations of INT.

INT has made a claim for relief for overpaid tax under section 51 Schedule 18 FA 1998 in relation to the corporation tax treatment of net foreign exchange losses on leases denominated in euros. HMRC has challenged this approach.

Tax computation for the year ended 31 December 2022 treats FX gains and losses as non-deductible, a tax asset has not been recognised as a receivable at 31 December 2022 as receipt of the amount is dependent on the HMRC's response. The amount of tax receivable not recognised is £4.0m.

The group expects to get a response, and therefore certainty about the tax position, before the next reporting date.

# Interconnector Limited

## Notes to the financial statements

### 10 Dividends on equity shares

	For the year ended 31 December 2022	For the year ended 31 December 2021
	£'000	£'000
<b>Equity – Ordinary</b>		
Prior year final paid: £1.7 (2021: interim £0.255) per £1 ordinary share	<b>20,036</b>	3,006
Interim paid: £5.09 (2021: £1.865) per £1 ordinary share	<b>59,989</b>	21,980
<b>Total dividends</b>	<b>80,025</b>	24,986

The directors have proposed a final dividend for the year ended 31 December 2022 of £5.1 per ordinary share (totalling £60.1 million). This has not been recognised in these financial statements as it had not been approved by the shareholders at the balance sheet date.

Note 24 sets out details regarding preference dividends.

# Interconnector Limited

## Notes to the financial statements

### 11 Property, plant and equipment

Group	Freehold land	UK terminal & pipeline	Belgian terminal	Other UK infrastruct ure assets	Other assets	Asset under constructi on	Total
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>							
At 1 January 2021	6,041	426,703	138,430	27,087	15,358	4,573	618,192
Additions	-	3,037	769	-	680	2,944	7,430
Disposals/transfers	-	(2,863)	(771)	-	(116)	(1,755)	(5,505)
Foreign exchange adjustments	(327)	-	-	-	-	-	(327)
<b>At 31 December 2021</b>	<b>5,714</b>	<b>426,877</b>	<b>138,428</b>	<b>27,087</b>	<b>15,922</b>	<b>5,762</b>	<b>619,790</b>
Additions	-	4,800	11,463	-	931	3,542	20,736
Disposals/transfers	-	(2,502)	(2,756)	-	(554)	(5,454)	(11,266)
Foreign exchange adjustments	258	-	-	-	-	-	258
<b>At 31 December 2022</b>	<b>5,972</b>	<b>429,175</b>	<b>147,135</b>	<b>27,087</b>	<b>16,299</b>	<b>3,850</b>	<b>629,518</b>
<b>Accumulated depreciation</b>							
At 1 January 2021	-	(405,931)	(107,762)	(27,087)	(10,116)	-	(550,896)
Depreciation charge	-	(2,764)	(6,300)	-	(271)	-	(9,335)
Disposals	-	2,794	673	-	94	-	3,561
<b>At 31 December 2021</b>	<b>-</b>	<b>(405,901)</b>	<b>(113,389)</b>	<b>(27,087)</b>	<b>(10,293)</b>	<b>-</b>	<b>(556,670)</b>
Depreciation charge	-	(2,434)	(5,051)	-	(372)	-	(7,857)
Disposals	-	2,504	2,721	-	-	-	5,225
<b>At 31 December 2022</b>	<b>-</b>	<b>(405,831)</b>	<b>(115,719)</b>	<b>(27,087)</b>	<b>(10,665)</b>	<b>-</b>	<b>(559,302)</b>
<b>Net book value</b>							
<b>At 31 December 2022</b>	<b>5,972</b>	<b>23,344</b>	<b>31,415</b>	<b>-</b>	<b>5,635</b>	<b>3,850</b>	<b>70,216</b>
At 31 December 2021	5,714	20,976	25,039	-	5,629	5,762	63,120
At 31 December 2020	6,041	20,772	30,668	-	5,242	4,573	67,296



# Interconnector Limited

## Notes to the financial statements

### 11 Property, plant and equipment (continued)

Company	Freehold land	UK terminal & pipeline	Belgian terminal	Other UK infrastructure assets	Other assets	Asset under construction	Total
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>							
At 1 January 2021	1,041	426,703	138,430	27,087	15,358	4,573	613,192
Additions	-	3,037	769	-	680	2,944	7,430
Disposals	-	(2,863)	(771)	-	(116)	(1,755)	(5,505)
<b>At 31 December 2021</b>	<b>1,041</b>	<b>426,877</b>	<b>138,428</b>	<b>27,087</b>	<b>15,922</b>	<b>5,762</b>	<b>615,117</b>
Additions	-	4,800	11,463	-	931	3,542	20,736
Disposals/transfers	-	(2,502)	(2,756)	-	(554)	(5,454)	(11,266)
<b>At 31 December 2022</b>	<b>1,041</b>	<b>429,175</b>	<b>147,135</b>	<b>27,087</b>	<b>16,299</b>	<b>3,850</b>	<b>624,587</b>
<b>Accumulated depreciation</b>							
At 1 January 2021	-	(405,931)	(107,762)	(27,087)	(10,116)	-	(550,896)
Depreciation charge	-	(2,764)	(6,300)	-	(271)	-	(9,335)
Disposals	-	2,794	673	-	94	-	3,561
<b>At 31 December 2021</b>	<b>-</b>	<b>(405,901)</b>	<b>(113,389)</b>	<b>(27,087)</b>	<b>(10,293)</b>	<b>-</b>	<b>(556,670)</b>
Depreciation charge	-	(2,434)	(5,051)	-	(372)	-	(7,857)
Disposals	-	2,504	2,721	-	-	-	5,225
<b>At 31 December 2022</b>	<b>-</b>	<b>(405,831)</b>	<b>(115,719)</b>	<b>(27,087)</b>	<b>(10,665)</b>	<b>-</b>	<b>(559,302)</b>
<b>Net book value</b>							
<b>At 31 December 2022</b>	<b>1,041</b>	<b>23,344</b>	<b>31,416</b>	<b>-</b>	<b>5,634</b>	<b>3,850</b>	<b>65,285</b>
At 31 December 2021	1,041	20,976	25,039	-	5,629	5,762	58,447
At 31 December 2020	1,041	20,772	30,668	-	5,242	4,573	62,296

# Interconnector Limited

## Notes to the financial statements

### 11 Property, plant and equipment (continued)

#### Freehold land

The freehold land relates to land at a cost of £1.0 million at Bacton (UK) and £4.9 million (€5.6 million) at Zeebrugge (Belgium) terminals.

#### UK terminal and pipeline and Belgian terminal

Belgian terminal is subject to two separate leases. See Note 19 for further details.

#### Other UK infrastructure assets

These are capital contributions of £27.1 million made in 1997 and 1998 for assets within the UK, which enable the company to operate a grid-to-grid gas transportation facility between the UK and Belgium.

#### Other assets

Other assets include furniture, fixtures and fittings, computer equipment, project set-up costs. Strategic spare parts inventory held at both Bacton and Zeebrugge terminals is included in other assets, totalling £5.1 million (31 December 2021: £4.9 million). The expense is recognised in the income statement when spares are used.

As at 31 December 2022, management undertook an impairment test on the property, plant and equipment using the value-in-use model to estimate the recoverable amount of the assets. The value in use calculation used cash flow projections based on future revenues from the capacity sales.

As per the model, the carrying value of the assets has sufficient head room based on the secured capacity sales for future years.

Note 4 summarises the depreciation charge on leased and own assets.

#### Assets under construction

Assets under construction include costs of capital projects relating to terminal assets and the pipeline.

#### Right-of-use assets

Right-of-use assets are included in Property, plant and equipment in the same categories as if they were owned. Additional information on right-of-use assets is presented in note 19.

# Interconnector Limited

## Notes to the financial statements

### 12 Intangible assets

Group	Goodwill	Emissions allowances	Computer software	Asset under construction	Total
	£'000	£'000	£'000	£'000	£'000
<b>Cost</b>					
At 1 January 2021	2,552	5,209	2,991	9	10,761
Additions		541	-	188	729
Disposals		(380)	-	-	(380)
At 31 December 2021	<b>2,552</b>	<b>5,370</b>	<b>2,991</b>	<b>197</b>	<b>11,110</b>
Additions in the year		30,081	245		30,326
Disposals/transfers		(1,803)	-	(197)	(2,000)
<b>At 31 December 2022</b>	<b>2,552</b>	<b>33,648</b>	<b>3,236</b>	<b>-</b>	<b>39,436</b>
<b>Accumulated impairment</b>					
At 1 January 2021	(2,552)	-	(1,364)	-	(3,916)
Depreciation charge	-	-	(993)	-	(993)
At 31 December 2021	<b>(2,552)</b>	<b>-</b>	<b>(2,357)</b>	<b>-</b>	<b>(4,909)</b>
Depreciation charge in the year	-	-	(689)	-	(689)
Impairment in the year		(3,604)	-	-	(3,604)
<b>At 31 December 2022</b>	<b>(2,552)</b>	<b>(3,604)</b>	<b>(3,046)</b>	<b>-</b>	<b>(9,202)</b>
<b>Net book value</b>					
<b>At 31 December 2022</b>	<b>-</b>	<b>30,044</b>	<b>190</b>	<b>-</b>	<b>30,234</b>
At 31 December 2021	-	<b>5,370</b>	<b>634</b>	<b>197</b>	<b>6,201</b>
At 31 December 2020	-	5,209	1,627	9	6,845

#### Goodwill

This asset is the goodwill on consolidation relating to the acquisition of ILC, a wholly-owned subsidiary, in 2002. The only activity of ILC was to lease property and equipment to INT. The lease was fully re-paid by INT in 2018 and the lease assets were fully depreciated. As a result, the goodwill was impaired in 2018.

#### Emissions allowances

This asset is emissions allowances received under the EU emissions trading scheme until 31 December 2020 and under the UK scheme from 1 January 2021.

# Interconnector Limited

## Notes to the financial statements

### 12 Intangible assets (continued)

Company	Emissions allowances	Computer software	Asset under construction	Total
	£'000	£'000	£'000	£'000
<b>Cost</b>				
At 1 January 2021	5,209	2,991	9	8,209
Additions in the period	541	-	188	729
Disposals in the period	(380)	-	-	(380)
At 31 December 2021	<b>5,370</b>	<b>2,991</b>	<b>197</b>	<b>8,558</b>
Additions in the year	30,081	245	-	30,326
Disposals/transfers	(1,803)	-	(197)	(2,000)
<b>At 31 December 2022</b>	<b>33,648</b>	<b>3,236</b>	<b>-</b>	<b>36,884</b>
<b>Accumulated impairment</b>				
At 1 January 2021	-	(1,364)	-	(1,364)
Depreciation charge in the year	-	(993)	-	(993)
At 31 December 2021	-	<b>(2,357)</b>	-	<b>(2,357)</b>
Depreciation charge in the year	-	(689)	-	(689)
Impairment in the year	(3,604)	-	-	(3,604)
<b>At 31 December 2022</b>	<b>(3,604)</b>	<b>(3,046)</b>	<b>-</b>	<b>(6,650)</b>
<b>Net book value</b>				
<b>At 31 December 2022</b>	<b>30,044</b>	<b>190</b>	<b>-</b>	<b>30,234</b>
At 31 December 2021	5,370	634	197	6,201
At 31 December 2020	5,209	1,627	9	6,845

# Interconnector Limited

## Notes to the financial statements

### 13 Financial assets at fair value through other comprehensive income

Group and Company	Investments in unlisted shares
	£'000
<b>Cost</b>	
At 1 January 2021, 31 December 2021 and 31 December 2022	<b>425</b>
<b>Accumulated impairment</b>	
At 1 January 2021	(316)
Charge for the period	(28)
At 31 December 2021	(344)
Charge for the year	(28)
<b>At 31 December 2022</b>	<b>(372)</b>
<b>Net book value</b>	
<b>At 31 December 2022</b>	<b>53</b>
At 31 December 2021	81
At 31 December 2020	109

The investment in unlisted shares mainly relates to shares in FLZ. Further details regarding this investment are disclosed in note 16.

# Interconnector Limited

## Notes to the financial statements

### 14 Investments in subsidiaries

Company

Shares in subsidiary  
undertakings  
£'000

#### Cost

At 1 January 2021, 31 December 2021 and 31 December 2022 **6,748**

#### Accumulated impairment

At 1 January 2021, 31 December 2021 and 31 December 2022 **(6,699)**

#### Net book value

At 1 January 2021, 31 December 2021 and 31 December 2022 **49**

The directors believe that the carrying values of the investments in the company and the group are supported by the underlying net assets and / or the present value of the estimated future cash flows.

Impairment of investments in subsidiary undertakings relates to shares in ILC. The only activity of ILC was to lease property and equipment to INT. The lease was fully re-paid by INT in 2018, the extension was at a "peppercorn" rental. As a result, the value of investment was impaired. The assets were transferred to INT in 2021.

### Subsidiaries

Name of undertaking	Registered address	Description of shares held	Proportion of nominal value of issued shares held by:	
			Group %	Company %
Interconnector Zeebrugge Terminal BV ("IZT")	Rue Guimard 4, BE – 1040 Brussels, Belgium	Ordinary €1,239 shares	49 (2020: 49)	48 (2020: 48)
Interconnector Leasing Company Limited ("ILC")	15-16 Buckingham Street, London WC2N 6DU, UK	Ordinary £1 shares	100 (2020: 100)	100 (2020: 100)

All subsidiary undertakings have been included in the consolidation. With the exception of IZT, the voting rights in the subsidiary undertakings are in proportion to the amount of shares held. IZT is consolidated as a subsidiary as the group exercises control over IZT. Although the group owns 49% of the shares of IZT, it is entitled to majority votes at shareholders' meetings and receives 80% of reserves distributed.

# Interconnector Limited

## Notes to the financial statements

### 14 Investments in subsidiaries (continued)

The principal activities of the company's subsidiaries are as follows:

- IZT – the operation and maintenance of gas terminal facilities at Zeebrugge, Belgium.
- ILC – commercial leasing of plant and equipment.

The group leases assets at the Belgian terminal from FLZ, a Belgian-registered subsidiary of BNP Paribas Fortis, through a funded lease structure. The group holds 25% of the shares in FLZ (see note 16).

### 15 Financial assets at amortised cost

Group	FLZ bond £'000
<b>At 31 December 2022</b>	
Amounts receivable in less than one year	15,352
Amounts receivable after one year	35,897
	<b>51,249</b>
<b>At 31 December 2021</b>	
Amounts receivable in less than one year	13,061
Amounts receivable after one year	48,553
	<b>61,614</b>

The FLZ bond is Euro-denominated. It is unsecured, repayable in instalments to November 2025 and bears interest at a fixed rate.

# Interconnector Limited

## Notes to the financial statements

### 15 Financial assets at amortised cost (continued)

Company	FLZ bond £'000	IZT loan £'000	Total £'000
<b>At 31 December 2022</b>			
Amounts receivable in less than one year	15,489	3,603	<b>19,092</b>
Amounts receivable after one year	36,053	-	<b>36,053</b>
<b>Total</b>	<b>51,542</b>	<b>3,603</b>	<b>55,145</b>
<b>At 31 December 2021</b>			
Amounts receivable in less than one year	13,221	3,246	16,467
Amounts receivable after one year	48,831	-	48,831
<b>Total</b>	<b>62,052</b>	<b>3,246</b>	<b>65,298</b>

The loan to IZT is an unsecured, Euro-denominated loan. It is repayable on demand and bears interest at a variable rate linked to the Euro Interbank Offered Rate ("EURIBOR").

### 16 Unconsolidated structured entities

FLZ is a structured entity, in which the group has a 25% equity stake. It was set up for the purpose of financing certain assets at the Belgium terminal and leasing these assets to the group (see note 19). The construction of the assets by FLZ was funded by an issue of bonds, which are now held by the company (see note 15). The balance of the construction costs was funded by a loan from an affiliate of BNP Paribas Fortis, who own the remaining 75% equity stake. Under the leasing arrangements with FLZ, the company has an option to extend the lease and an option to purchase the assets, exercisable in 2025.

The lease liability has been remeasured in 2022 following the assessment whether a company is reasonably certain to exercise an option to extend the lease or to purchase the underlying asset, or not to exercise an option to terminate the lease early.

As detailed in note 2, the group does not have control over FLZ and does not have sufficient exposure to variable returns, via its interest in FLZ, to be able to consolidate this entity. Further, the group does not have significant influence over FLZ and therefore equity accounting is not applied.

Although FLZ is not consolidated by the group, the leased assets are recognised on the group's statement of financial position as right-of-use assets, with an associated lease liability. The group has not offset the bond assets with the related lease liabilities, as it does not have a legally enforceable right to offset payments in the normal course of business.



# Interconnector Limited

## Notes to the financial statements

### 16 Unconsolidated structured entities (continued)

The investment in FLZ is held by the group as an equity investment at fair value through other comprehensive income.

The group does not have any current intentions to provide financial or other support to FLZ. The maximum exposure to loss from the group's interest in FLZ is the net liability arising from the unwind of the related financing arrangements, as shown in the table below.

The carrying amounts of the assets and liabilities recognised in the group's financial statements relating to its interests in FLZ are as follows:

	31 December 2022 £'000	31 December 2021 £'000
<b>Assets</b>		
Financial assets at amortised cost – FLZ bond	51,249	61,614
Equity investments at fair value through OCI	53	81
Interest receivable	217	261
<b>Liabilities</b>		
Lease liabilities	(61,263)	(62,019)
Interest payable	(255)	(257)
<b>Net liability in relation to financing arrangements</b>	<b>(9,999)</b>	<b>(320)</b>
<b>Assets – Property, plant and equipment</b>	<b>28,594</b>	<b>24,554</b>

# Interconnector Limited

## Notes to the financial statements

### 17 Trade receivables and other financial assets at amortised cost

	Group	Group	Company	Company
	31	31	31	31
	December	December	December	December
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
Trade receivables	1	1	1	1
Accrued income	25,624	15,142	25,624	15,142
Other interest receivable	657	261	646	248
Prepayments	1,431	1,269	1,431	1,269
Other taxes receivable	3,920	3,278	29	14
Other receivables	5	5	5	5
Amounts receivable from subsidiary undertakings	-	-	-	6
	<b>31,638</b>	19,956	<b>27,736</b>	16,685

Trade receivables are amounts due from customers for services performed in the ordinary course of business. They are generally due for settlement within 14 days and therefore are all classified as current.

The IAA contract outlines credit rating requirements for all customers. If not fulfilled, customers must provide a cash deposit for three months of estimated capacity purchases. Expected loss allowance for trade receivables is £nil (2021: £nil).

Other financial assets at amortised cost represent amounts falling due within one year. The other interest receivable primarily relates to accrued interest income on the FLZ bond (note 15).

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

# Interconnector Limited

## Notes to the financial statements

### 18 Inventory

Group and Company	31 December 2022 £'000	31 December 2021 £'000
<b>Current assets</b>		
Gas inventory	3,634	1,628
	<b>3,634</b>	<b>1,628</b>

The value of consumed inventory recognised as an expense during the year, and included in "operating expenses", amounted to £5.3 million (2021: £3.1 million).

### 19 Leases

#### UK terminal and pipeline and Belgian terminal

The company entered into contractual arrangements whereby the ownership of the UK terminal and the pipeline (including the pipeline in Belgium) was transferred to ILC and leased-back by the company. The primary lease period for these assets was 20 years and ended on 30 September 2018. The lease was extended for 5 years from October 2018, on payment of a "peppercorn" rental. In 2021 the ownership of the assets was transferred to INT and the lease was terminated. The UK terminal and pipeline asset cost that was covered by the lease is £420.4 million and the net book value is £7.3 million at 31 December 2022 (2021: £8.7 million).

The Belgian terminal is subject to two separate leases: with Fluxys Belgium SA ("Fluxys") and FLZ. The primary lease period for these assets is 20 years and commenced on 1 October 1998 for the Fluxys lease and 1 December 2005 for the FLZ lease. The Fluxys lease has been extended for the period of 5 years starting October 2018. The Belgian terminal cost covered by the leases is £137.3 million and the net book value is £19.4 million at 31 December 2022 (2021: £23.2 million).

The FLZ lease has an option to be extended or for the asset to be purchased at the end of the lease. The company reassessed whether it is reasonably certain to exercise an option to extend the lease or to purchase the underlying asset. An additional lease liability of £8.7m was recognised as a result of this assessment with an opposite increase in the right of use asset.

#### Other leases

Other leases relate to London office and the right to lay and maintain the pipeline on or under the foreshore and seabed in Bacton, Norfolk. These leases do not have a purchase option.

# Interconnector Limited

## Notes to the financial statements

### 19 Leases (continued)

#### Right-of-use assets

Additional information on the right-of-use assets by class of assets is as follows:

Group and Company	Carrying amount	Additions	Depreciation charge
	£'000	£'000	£'000
Office building	341	-	(178)
UK terminal & pipeline – land access	2,581	-	(76)
Belgian terminal	27,221	8,753	(4,703)
	<b>30,143</b>	<b>8,753</b>	<b>(4,957)</b>

The right-of-use assets are included in the same line item as where the corresponding underlying assets would be presented if they were owned.

#### Lease liabilities

Lease liabilities are presented in the statement of financial position as follows:

Group and company	31 December 2022	31 December 2021
	£'000	£'000
Current	17,475	14,198
Non-current	49,215	53,863
	<b>66,690</b>	<b>68,061</b>

The lease liabilities are secured by the related underlying assets.

### 20 Deferred income tax (assets) / liabilities

The analysis of deferred tax (assets) / liabilities is as follows:

	Group	Group	Company	Company
	31	31	31	31
	December	December	December	December
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
<b>Deferred tax (assets) / liabilities</b>				
Accelerated tax depreciation	<b>2,461</b>	1,513	<b>2,461</b>	1,513
Other timing differences	<b>(89)</b>	(98)	<b>(19)</b>	-
<b>Deferred tax at year end</b>	<b>2,372</b>	1,415	<b>2,442</b>	1,513

# Interconnector Limited

## Notes to the financial statements

### 20 Deferred income tax (assets) / liabilities (continued)

	Group	Group	Company	Company
	31	31	31	31
	December	December	December	December
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
<b>Deferred tax (assets) / liabilities:</b>				
Provision at beginning of the period	1,415	(82)	1,513	609
Deferred tax charge in the income statement	945	1,119	929	519
Deferred tax relating to changes in timing assumptions	-	370	-	385
Deferred tax in other comprehensive income	12	8	-	-
<b>At 31 December</b>	<b>2,372</b>	<b>1,415</b>	<b>2,442</b>	<b>1,513</b>

	Group	Group	Company	Company
	31	31	31	31
	December	December	December	December
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
<b>Deferred tax (assets) / liabilities:</b>				
Deferred tax (assets) / liabilities due within 12 months	108	370	71	370
Deferred tax (assets) / liabilities due after more than 12 months	2,264	1,045	2,371	1,143
<b>At 31 December</b>	<b>2,372</b>	<b>1,415</b>	<b>2,442</b>	<b>1,513</b>

The majority of the deferred tax liabilities relate to the capital allowances in INT.

In 2021 the lease between INT and ILC was terminated. ILC trade ceased following the transfer of the assets. A balancing allowance arose on ILC's capital allowance pool generating a loss in the cessation period. The loss was surrendered against the profits of INT in 2021.

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments

#### Principal financial instruments

The principal financial instruments used by the group for the purposes of financing investments, risk management and carrying out its trade, from which financial risks arise, are as follows:

- Trade and other receivables;
- Cash and cash equivalents;
- Trade and other payables;
- Borrowings and leases;
- Financial assets at amortised cost – FLZ bond;
- Financial assets at fair value through other comprehensive; and
- Derivative financial instruments.

The main risks associated with the financial instruments are:

- Market risks:
  - Foreign exchange risk;
  - Fair value and cash flow interest rate risk;
- Credit risk; and
- Liquidity risk.

This note describes the group's objectives, policies and processes for managing these risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

#### General objectives, policies and processes

The Board of Directors has overall responsibility for the determination of the group's risk management objectives and policies. The group's management of financial instruments is governed by a Treasury Policy. The objective of the policy is to identify, mitigate and hedge treasury related financial risks to a level deemed acceptable by the Board. The policy precludes speculative use of financial instruments. External forward foreign exchange transactions may only be entered into with financial institutions that satisfy minimum credit rating requirements.

#### Market risk

Market risk arises from the group's use of interest bearing, tradable and foreign currency financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates (foreign exchange risk) or interest rates (interest rate risk).

#### Foreign exchange risk

The group has foreign currency denominated assets and liabilities. Exposures to exchange rate fluctuations therefore arise. The group aims to minimise the risk of gains or losses by maintaining a natural hedge by matching the value of the Euro assets and liabilities held. The effect of 20% strengthening of the EUR rate against GBP at the reporting date would, all other variables held constant, have resulted in a decrease in profit after tax for the year and a decrease in net assets for the group of £0.3 million (2021: an increase of £0.2 million).

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

The carrying amount of the group's and company's foreign currency denominated monetary assets and liabilities are shown below in the group's functional currency.

<b>Financial assets and liabilities held in Euros – group</b>	<b>31 December 2022</b>	<b>31 December 2021</b>
	<b>£'000</b>	<b>£'000</b>
Trade and other payables	<b>(2,346)</b>	(1,168)
Other receivables	<b>4,114</b>	3,540
Cash at bank	<b>8,442</b>	2,521
Financial assets at amortised cost – FLZ bond	<b>51,249</b>	61,614
Borrowings – net obligations under finance leases	<b>(63,522)</b>	(64,681)
<b>Total</b>	<b>(2,063)</b>	1,826

<b>Financial assets and liabilities held in Euros – company</b>	<b>31 December 2022</b>	<b>31 December 2021</b>
	<b>£'000</b>	<b>£'000</b>
Trade and other receivables	<b>1,589</b>	2,356
Cash at bank	<b>7,740</b>	1,944
Financial assets at amortised cost – FLZ bond	<b>51,542</b>	62,052
Borrowings – net obligations under finance leases	<b>(63,522)</b>	(64,681)
<b>Total</b>	<b>(2,651)</b>	1,671

#### Cash flow and fair value interest rate risk

The group's cash flow interest rate risk arises on borrowings at variable interest rates. Borrowings or investments at variable rates expose the group to interest rate risk.

All of the group's lease obligations and the FLZ bond receivable carry a fixed rate of interest. Therefore, the group does not have a material exposure to interest rate risk.

At 31 December 2022, if interest rates on Sterling-denominated borrowings had been 100 basis points higher / lower with all other variables held constant, profit after tax for the year would not have been affected as all the borrowings are at fixed interest rate.

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

#### Valuation techniques and assumptions applied for the purposes of measuring fair value

Financial instruments that are measured at fair value are classified by the following fair value measurement hierarchy:

- Level 1: valued using trading prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2: valued using inputs that are observable for the asset or liability, either directly (that is as prices), or indirectly (that are derived from prices); and
- Level 3: valued using inputs that are not observable for the asset or liability.

Financial instruments measured at fair value in these financial statements comprise the foreign currency forward contract and foreign currency swap (note 22). These are valued using a Level 1 measurement procedure, using the forward rates at the balance sheet date available on the market for the same instruments.

The fair values of other financial instruments, which are not measured at fair value in these financial statements, are shown for comparison purposes in the following table. The fair values have been determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions for similar instruments.

Except as disclosed in the following table, the directors consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

Group	31 December 2022		31 December 2021	
	Carrying amount £'000	Fair value £'000	Carrying amount £'000	Fair value £'000
<b>Financial assets</b>				
Financial assets at amortised – bond (note 15) and accrued interest (note 17)	51,466	54,126	61,875	69,063
<b>Financial liabilities</b>				
Financial liabilities measured at amortised cost – net obligations under leases including accrued interest (note 19)	(63,254)	(66,661)	(64,681)	(71,835)



# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

Company	31 December 2022		31 December 2021	
	Carrying amount	Fair value	Carrying amount	Fair value
	£'000	£'000	£'000	£'000
<b>Financial assets</b>				
Financial assets at amortised cost – bond (note 15) and accrued interest (note 17)	51,747	54,126	62,299	69,063
<b>Financial liabilities</b>				
Financial liabilities measured at amortised cost – net obligations under leases including accrued interest (note 19)	(63,254)	(66,661)	(64,681)	(71,835)

#### Credit risk

Credit risk arises from cash and cash equivalents, trade and other receivables, and derivative financial instruments (note 22).

Credit risk on cash and cash equivalents is the risk that treasury counterparties fail to repay their obligation on demand or at maturity. This risk is managed through counterparty limits and minimum counterparty credit rating criteria set out in a Treasury Policy. There has been no history of default.

Credit risk on trade and other receivables relates mainly to receivables due from customers, and is the risk that a customer fails to repay its obligation in respect of the amounts owed under the capacity contracts. This risk is managed through the minimum credit standard required in the standard capacity contracts. If the credit rating falls below the minimum requirement, INT has a right to ask for a cash deposit or a guarantee. There has been no history of customers failing to pay the amounts due.

Credit risk on the forward currency contract and the currency swap is the risk that the counterparty fails to settle its obligations under that contract when due. This risk is minimal for the Interconnector group as the counter party to the contracts is the parent company of the group, Fluxys SA who bears credit risk with external parties.

#### Liquidity risk

Liquidity risk arises from the group's management of working capital and principal repayments on its debt instruments and lease liabilities. Further disclosure of liquidity risk is made in the Strategic report. The maturity of financial liabilities is as follows:

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

#### Liquidity risk (continued)

Group	Payable within one year	Payable after one year
At 31 December 2022	£'000	£'000
Trade and other payables	(39,121)	-
Lease liabilities	(19,880)	(55,786)
<b>Total non-derivatives</b>	<b>(59,001)</b>	<b>(55,786)</b>
<b>Derivatives</b>		
Gross settled (foreign currency forwards) inflow	7,192	-
(outflow)	(7,301)	-
<b>Total derivatives</b>	<b>(108)</b>	<b>-</b>
At 31 December 2021	£'000	£'000
Trade and other payables	(6,722)	-
Finance lease liabilities	(17,120)	(61,098)
<b>Total non-derivatives</b>	<b>(23,842)</b>	<b>(61,098)</b>
<b>Derivatives</b>		
Gross settled (foreign currency forwards) inflow	3,692	-
(outflow)	(3,757)	-
<b>Total derivatives</b>	<b>(65)</b>	<b>-</b>
<b>Company</b>	<b>Payable within one year</b>	<b>Payable after one year</b>
At 31 December 2022	£'000	£'000
Trade and other payables	(39,233)	-
Lease liabilities	(19,880)	(55,786)
<b>Total non-derivatives</b>	<b>(59,113)</b>	<b>(55,786)</b>
<b>Derivatives</b>		
Gross settled (foreign currency forwards) inflow	7,192	-
(outflow)	(7,301)	-
<b>Total derivatives</b>	<b>(108)</b>	<b>-</b>
At 31 December 2021	£'000	£'000
Trade and other payables	(7,358)	-
Finance lease liabilities	(17,120)	(61,098)
<b>Total non-derivatives</b>	<b>(24,478)</b>	<b>(61,098)</b>
<b>Derivatives</b>		
Gross settled (foreign currency forwards) inflow	3,692	-
(outflow)	(3,757)	-
<b>Total derivatives</b>	<b>(65)</b>	<b>-</b>

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

#### Capital risk management

The capital structure of the group consists of net debt, which includes leases disclosed in note 19 after deducting cash and cash equivalents, and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings.

The group's objectives when managing its capital are to safeguard the ability of the entities in the group to continue as going concerns, while maximising the return to shareholders, as earned from the capacity contracts, through the optimisation of the debt and equity balance. The group's overall strategy remains unchanged from the prior year. The most appropriate measure of the borrowing capacity of the group is the ratio of net debt to earnings before interest, tax, depreciation and amortisation ("EBITDA").

The ratio of the group's net debt to EBITDA is as follows:

	31 December 2022	31 December 2021
	£'000	£'000
Lease obligations	66,690	68,061
Less: Cash and cash equivalents	(185,874)	(36,188)
Net debt	(119,184)	31,873
EBITDA for the year ended	101,292	50,215
<b>Ratio of net debt to EBITDA</b>	<b>(1.18)</b>	0.63

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

#### Capital risk management (continued)

#### Financial instruments by class and by category – group

##### Financial assets at amortised cost

	31 December 2022 £'000	31 December 2021 £'000
<b>Non-current financial assets</b>		
Loans receivable – FLZ Bond	35,897	48,553
<b>Current financial assets</b>		
Loans receivable – FLZ Bond	15,352	13,061
Trade and other receivables	31,638	15,409
Cash and cash equivalents	185,874	36,188
<b>Total financial assets</b>	<b>268,761</b>	<b>113,211</b>

##### Financial assets at fair value through OCI

	31 December 2022 £'000	31 December 2021 £'000
<b>Non-current financial assets</b>		
Investment – Shares	425	425
Less: Accumulated impairment	(372)	(344)
<b>Total financial assets</b>	<b>53</b>	<b>81</b>

##### Financial liabilities measured at amortised cost

	31 December 2022 £'000	31 December 2021 £'000
<b>Current financial liabilities</b>		
Lease obligations	(17,475)	(14,198)
Trade and other payables	(39,013)	(6,722)
<b>Non-current financial liabilities</b>		
Lease obligations	(49,215)	(53,863)
<b>Total financial liabilities measured at amortised cost</b>	<b>(105,703)</b>	<b>(74,783)</b>

##### Financial instruments measured at fair value through profit and loss

	31 December 2022 £'000	31 December 2021 £'000
<b>Current financial assets</b>		
Derivative financial instruments (level 1)	-	-
<b>Current financial liabilities</b>		
Derivative financial instruments (level 1)	(108)	(65)
<b>Total derivative financial instruments</b>	<b>(108)</b>	<b>(65)</b>

# Interconnector Limited

## Notes to the financial statements

### 21 Financial Instruments (continued)

#### Capital risk management (continued)

#### Financial instruments by class and by category – company

##### Financial assets at amortised cost

	31 December 2022 £'000	31 December 2021 £'000
<b>Non-current financial assets</b>		
Loans receivable	36,053	48,831
<b>Current financial assets</b>		
Loans receivable	19,092	16,467
Trade and other receivables	27,735	15,402
Cash and cash equivalents	185,172	35,610
<b>Total financial assets</b>	<b>268,052</b>	<b>116,310</b>

##### Financial assets at fair value through OCI

	31 December 2022 £'000	31 December 2021 £'000
<b>Non-current financial assets</b>		
Investment – Shares	425	425
Less: Accumulated impairment	(372)	(344)
<b>Total financial assets</b>	<b>53</b>	<b>81</b>

##### Financial liabilities measured at amortised cost

	31 December 2022 £'000	31 December 2021 £'000
<b>Current financial liabilities</b>		
Lease obligations	(17,475)	(14,198)
Trade and other payables	(39,125)	(7,358)
<b>Non-current financial liabilities</b>		
Obligations under finance leases	(49,215)	(53,863)
<b>Total financial liabilities measured at amortised cost</b>	<b>(105,815)</b>	<b>(75,419)</b>

##### Financial instruments measured at fair value through profit and loss

	31 December 2022 £'000	31 December 2021 £'000
<b>Current financial assets</b>		
Derivative financial instruments (level 1)	-	-
<b>Current financial liabilities</b>		
Derivative financial instruments (level 1)	(108)	(65)
<b>Total derivative financial instruments</b>	<b>(108)</b>	<b>(65)</b>

# Interconnector Limited

## Notes to the financial statements

### 22 Derivative financial instruments

Group and company	31 December 2022 £'000	31 December 2021 £'000
Currency swap	(14)	(0)
Currency forward purchase	(94)	(65)
<b>Derivative financial instruments (level 1)</b>	<b>(108)</b>	<b>(65)</b>

Currency swap relates to contracts to fix euro rate for the payment to a supplier and subsequent receipt of VAT for €4.1 million (2021: €3.8 million). Currency forward purchase covers highly probable payments to suppliers in euro for €12.8 million (2021: €8.2 million). The group has elected not to apply hedge accounting to these contracts but to account for them at fair value through profit and loss using forward rates for the contracts with the same terms at the balance sheet date.

### 23 Trade and other payables

	Group 31 December 2022 £'000	Group 31 December 2021 £'000	Company 31 December 2022 £'000	Company 31 December 2021 £'000
Deferred revenue	-	-	-	-
Customer deposits	74,823	16,767	74,823	16,767
Accruals and other payables	38,228	5,998	38,297	6,083
Other taxes including social security	3,411	1,234	3,411	1,234
Trade payables	180	273	226	260
Amounts owed to parent company	605	451	605	451
Amounts owed to wholly-owned subsidiary undertakings	-	-	-	564
<b>Trade and other payables - current</b>	<b>117,247</b>	<b>24,723</b>	<b>117,362</b>	<b>25,359</b>

The amounts owed to subsidiary undertakings were unsecured, repayable on demand and bore interest at a variable rate linked to synthetic LIBOR.

The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

# Interconnector Limited

## Notes to the financial statements

### 24 Share capital

	31 December 2022	31 December 2021
Authorised, issued and fully paid	£'000	£'000
11,785,680 (2021: 11,785,680) ordinary shares of £1 each	11,786	11,786
969,000 (2021: 969,000) non-redeemable preference shares of £1 each	969	969
	<b>12,755</b>	<b>12,755</b>

A summary of rights and restrictions attached to the preference shares is as follows:

- For each dividend paid on a particular class of share in IZT, the holders of the preference shares in the company shall have the right to receive (in priority to any payment of dividend to the holders of ordinary shares in the company) a cumulative preferential dividend based on the dividend paid on the said class of IZT share;
- The preference shares shall not entitle the holders of such shares to receive notice of, attend, or vote at any general meeting of the company; and
- In the event of a return of capital on a winding up or other return of capital, each preference share shall confer on the holder thereof the right to receive a payment equal to any arrears, or accruals, of any cumulative preferential dividend and a repayment in full of the capital paid up on such preference shares.

No dividends have been declared on the IZT shares in the year and consequently, no dividend attaches to the preference shares.

# Interconnector Limited

## Notes to the financial statements

### 25 Other reserves

	Translation reserve	Group Fair value reserve of financial assets at FVOCI	Total	Company Fair value reserve of financial assets at FVOCI	Total
	£'000	£'000	£'000	£'000	£'000
1 January 2021	541	(84)	457	(84)	(84)
Exchange differences arising on translation of foreign operations	(364)	-	(364)	-	-
Fair value loss on debt instruments at FVOCI	-	(28)	(28)	(28)	(28)
At 31 December 2021	177	(112)	65	(112)	(112)
Exchange differences arising on translation of foreign operations	313	-	313	-	-
Fair value loss on debt instruments at FVOCI	-	(28)	(28)	(28)	(28)
<b>At 31 December 2022</b>	<b>490</b>	<b>(140)</b>	<b>350</b>	<b>(140)</b>	<b>(140)</b>

### Nature and purpose of other reserves

#### Financial assets at FVOCI

The group has elected to recognise changes in the fair value of certain investments in equity securities in OCI, as explained in note 13. These changes are accumulated within the FVOCI reserve within equity. The group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

#### Translation reserve

Exchange differences arising on translation of the foreign controlled entity are recognised in other comprehensive income and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.



# Interconnector Limited

## Notes to the financial statements

### 26 Cash generated from operations

Group		For the year ended 31 December 2022	For the year ended 31 December 2021
		£'000	£'000
<b>Profit before income tax</b>		<b>88,711</b>	<b>39,395</b>
Adjustments for:			
Depreciation and impairment		12,177	10,328
Finance costs - net		368	386
Movement in regulatory liability	30	101,109	-
Other non-cash items in the income statement		53	(4,296)
Changes in working capital:			
(Increase) in debtors		(11,287)	(12,824)
Increase in creditors		92,930	17,416
(Increase) in inventory		(2,006)	(1,240)
<b>Cash generated from operations</b>		<b>282,055</b>	<b>49,165</b>

Company		For the year ended 31 December 2022	For the year ended 31 December 2021
		£'000	£'000
<b>Profit before income tax</b>		<b>88,615</b>	<b>38,973</b>
Adjustments for:			
Depreciation		12,177	10,328
Finance income - net		(48)	480
Movement in regulatory liability	30	101,109	-
Other non-cash items in the income statement		(29)	(4,294)
Changes in working capital:			
(Increase) in debtors		(10,660)	(12,927)
Increase in creditors		92,977	17,446
(Increase) in inventory		(2,006)	(1,240)
<b>Cash generated from operations</b>		<b>282,135</b>	<b>48,766</b>

# Interconnector Limited

## Notes to the financial statements

### 27 Net debt reconciliation

Group	For the year ended 31 December 2022 £'000	For the year ended 31 December 2021 £'000
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Cash and cash equivalents	185,874	36,188
Lease liabilities – repayable within one year	(17,475)	(14,198)
Lease liabilities – repayable after one year	(49,215)	(53,863)

<b>Net debt</b>	<b>119,184</b>	<b>(31,873)</b>
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Cash and cash equivalents	185,874	36,188
Gross debt – fixed interest rates	(66,690)	(68,061)

<b>Net debt</b>	<b>119,184</b>	<b>(31,873)</b>
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Group	Cash £'000	Leases due within 1 year £'000	Leases due after 1 year £'000	Total £'000
<b>Net debt as at 1 January 2021</b>	22,845	(13,731)	(72,270)	(63,156)
Cash flows	13,570	12,650	-	26,220
Foreign exchange adjustment	(227)	868	4,352	4,993
Other non-cash movements	-	(13,985)	14,055	70
<b>Net debt as at 31 December 2021</b>	<b>36,188</b>	<b>(14,198)</b>	<b>(53,863)</b>	<b>(31,873)</b>
Cash flows	149,103	13,876		162,979
Foreign exchange adjustment	583	(454)	(3,299)	(3,170)
Other non-cash movements	-	(16,699)	7,947	(8,752)
<b>Net debt as at 31 December 2022</b>	<b>185,874</b>	<b>(17,475)</b>	<b>(49,215)</b>	<b>119,184</b>

# Interconnector Limited

## Notes to the financial statements

### 27 Net debt reconciliation (continued)

Company	For the year ended 31 December 2022 £'000	For the year ended 31 December 2021 £'000
Cash and cash equivalents	185,172	35,610
Lease liabilities – repayable within one year	(17,475)	(14,198)
Lease liabilities – repayable after one year	(49,215)	(53,863)
<b>Net debt</b>	<b>118,482</b>	<b>(32,451)</b>
Cash and cash equivalents	185,172	35,610
Gross debt – fixed interest rates	(66,690)	(68,061)
<b>Net debt</b>	<b>118,482</b>	<b>(32,451)</b>

Company	Cash £'000	Leases due within 1 year £'000	Leases due after 1 year £'000	Total £'000
<b>Net debt as at 1 January 2021</b>	22,494	(13,731)	(72,270)	(63,507)
Cash flows	13,343	12,650	-	25,993
Foreign exchange adjustment	(227)	868	4,352	4,993
Other non-cash movements	-	(13,985)	14,055	70
<b>Net debt as at 31 December 2021</b>	<b>35,610</b>	<b>(14,198)</b>	<b>(53,863)</b>	<b>(32,451)</b>
Cash flows	148,979	13,876	-	104,798
Foreign exchange adjustment	583	(454)	(3,299)	(3,170)
Other non-cash movements	-	(16,699)	7,947	(8,752)
<b>Net debt as at 31 December 2022</b>	<b>185,172</b>	<b>(17,475)</b>	<b>(49,215)</b>	<b>118,482</b>

### 28 Commitments

The company has granted guarantees to Fluxys Belgium and to FLZ, guaranteeing the performance by IZT of all its obligations relating to leases (note 19).

# Interconnector Limited

## Notes to the financial statements

### 29 Contingent liabilities

The company has potential obligations under UK and Belgian legislation to decommission the pipeline and terminal assets at the end of their service life. The service life of the Interconnector system is limited by the service life of the pipeline which, in its current condition, extends for at least 80 years. When it was laid, the Interconnector pipeline was trenched to a depth of one metre along its length and buried in the busy shipping lane areas. However tidal conditions can expose the pipeline in some areas. Current regulatory guidelines require the removal of the pipe in areas prone to exposure. The company periodically surveys the offshore pipeline and past results have shown an area extending over 10km of the route where short sections of the pipeline have been exposed.

The scope of the offshore decommissioning will depend on the legislative requirements and the seabed conditions at the point of decommissioning. These circumstances cannot be reliably predicted so far in advance. The current costs of removing the pipeline in such areas would be approximately £1.0 million per kilometre removed. The estimated present value of removing a section of 10 kilometres is £3.4 million, if discounted to the end of the service life of the pipeline.

The service life of the terminals, if constantly maintained, can be extended to the end of the service life of the pipeline. The terminals have a current decommissioning cost of approximately £8.6 million. The estimated present value of this obligation is £2.8 million, if discounted to the end of the expected service life of the pipeline.

Given the length of time before these costs are anticipated to be incurred, there is considerable uncertainty over the nature of the regulations that will prevail and the cost of the resources required. Accordingly, a contingent liability has been disclosed as at 31 December 2022 for the potential obligation.

### 30 Regulatory reporting

As part of INT's certification, CREG's established a tariff methodology defining the principles for determining tariffs and the related procedures incl. a statement of actual costs and revenues in respect of the previous tariff period. The methodology establishes profit caps and requires a maintenance of an equalisation account which is adjusted for the amounts over/under the regulatory profit thresholds.

The net result for the financial year 2021 was below the first regulatory threshold, the amount was approved by CREG in July 2022. The asset was not recognised as it cannot be recovered. The net result for the financial year 2022 exceeded the regulatory threshold for the year and cumulatively for the regulatory period. As such, a liability is recognised as at 31 December 2022 as follows:

# Interconnector Limited

## Notes to the financial statements

### 30 Regulatory reporting (continued)

Group and Company	Current £'000	Non-current £'000
Opening balance as at 1 January 2022	-	-
Additions	-	100,437
Interest	-	672
At 31 December 2022	-	101,109

Interest is accrued using intrabank interest rate. The interest charge on regulatory liability is accounted for in finance costs.

Regulatory liability is classified as non-current based on the forecasted results for the 2023 financial year.

### 31 Related party transactions

#### Group

The ultimate parent undertaking and the largest group to consolidate these financial statements is Publigas SA, whose registered office is Galerie Ravenstein 4, 1000 Brussels, Belgium. Consolidated financial statements for Publigas SA are available at its registered address. The group's controlling party is Fluxys SA, a company incorporated in Belgium, which owns 76.32% (2021: 76.32%) of the company's shares. The immediate parent undertaking is Fluxys UK Limited.

The group's operating expenses for the year ended 31 December 2022 included related party transactions in relation to maintenance and operation of the Zeebrugge terminal, IT support services, commercial dispatching, and management services paid to Fluxys SA, Fluxys Belgium SA and Fluxys Europe SA, which are subsidiaries of Fluxys SA, the group's ultimate parent company. The group also incurred costs for capital projects including the development of IT software as summarised below.

In addition, during the year ended 31 December 2022, lease rentals in relation to the Belgium terminal (see note 19) were paid to Fluxys Belgium SA.

Snam International B.V., a subsidiary of Snam S.p.A. owns the remaining 23.68% of the company. During the year ended 31 December 2022, the group incurred costs for management services payable to Snam S.p.A.

# Interconnector Limited

## Notes to the financial statements

### 31 Related party transactions (continued)

Transactions with related parties:

	2022 £'000	2021 £'000
<b>Fluxys and associated companies:</b>		
Operating expenses	6,431	5,299
Capital costs	416	372
Lease rentals	532	559
Dividends paid	61,075	19,069
<b>Snam and associated companies:</b>		
Operating expenses	324	300
Capital costs	749	-
Dividends paid	18,953	5,917

Amounts outstanding at year end:

	2022 £'000	2021 £'000
Fluxys and associated companies	695	1,168
Snam and associated companies	1,122	354

### Company

As mentioned in note 14, IZT is a partly-owned subsidiary of the company. Details of transactions and balances with IZT, which fully eliminate on consolidation in the group financial statements, are set out below.

The company's cost of sales for the year ended 31 December 2022 include purchases from IZT, in accordance with the Service Agreement between the company and IZT. The company also capitalised some costs recharged from IZT. In addition, lease rentals for the Belgian terminal (see note 19) were recharged by IZT to the company.

Transactions with subsidiary undertakings:

	2022 £'000	2021 £'000
<b>IZT:</b>		
Operating expenses	5,816	6,050
Capital costs	1,614	995
Lease rentals (note 19)	16,553	16,444
<b>ILC</b>		
Dividend income	595	125

The company had the following balances outstanding at 31 December (to)/from subsidiary undertakings:

	31 December 2022 £'000	31 December 2021 £'000
Related party		
IZT - purchases	-	6
IZT - loan (note 15)	3,603	3,246
ILC	-	(564)

# **Interconnector Limited**

## **Notes to the financial statements**

### **31 Related party transactions (continued)**

The group participates in a corporation tax group settlement arrangement, whereby the company settles corporation tax liabilities on behalf of wholly-owned subsidiaries. The corporation tax liability is included in the amounts owed to subsidiary undertakings at year-end, as disclosed in the table above.

### **Commitments and guarantees**

See note 28 for details of the company's commitments in respect of related parties.

### **Key Management Personnel remuneration**

See note 5 for further details.

### **32 Post balance sheet events**

There are no events subsequent to the balance sheet date that require disclosure or adjustment in the financial statements.