



**UK POWER NETWORKS SERVICES POWERLINK LIMITED**

**Registered Number 3221818**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED**

**31 MARCH 2018**



## CONTENTS

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**Page:**

<b>2</b>	Strategic report
<b>4</b>	Directors' report
<b>5</b>	Statement of Directors' responsibilities
<b>6</b>	Independent Auditor's report
<b>9</b>	Statement of comprehensive income
<b>10</b>	Balance sheet
<b>11</b>	Cash flow statement
<b>12</b>	Notes to the financial statements

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### **Directors**

Colin Burke  
Lynn Gladwell  
David P Mitchell  
George D Stewart  
Brian Walker

### **Company Secretary**

Nicholas R Zentner

### **Auditors**

Deloitte LLP  
2 New Street Square  
London  
United Kingdom  
EC4A 3BZ

### **Registered Office**

Newington House  
237 Southwark Bridge Road  
London  
United Kingdom  
SE1 6NP

## STRATEGIC REPORT

### Principal activities

The principal activities of the Company remains the fulfilment of its ongoing contractual obligations for the operation, maintenance and renewal of electrical distribution and power generation equipment in respect of the Power Service Contract ("PSC") with London Underground Limited ("LUL") as the principal customer. Powerlink undertakes its obligations under the PSC as part of a project delivery structure which includes an associated company, Power Asset Development Company Limited ("PADCo").

### Business review

On 16 August 2012, LUL exercised the option under the PSC to terminate the contract. The PSC includes an option for LUL to exercise Discretionary Termination in contract years 15, 20 and 25. Contract year 15 commenced on 16 August 2012. On that date, LUL exercised this option, giving the Company and related party Company PADCo one year's notice before expiry.

On 16 August 2013 Powerlink received its share of the termination payment of £58,543,000 following contract expiry on 15 August 2013. The Company has a small number of continuing trading transactions as shown in the profit and loss account and releases of certain accruals which are no longer required.

The balance sheet on page 10 of the financial statements demonstrates Powerlink's financial position at the year end, both in terms of net assets and cash.

### Reported period

The profit for the year, before taxation, amounted to £2,000 (2017: £58,000), and after taxation, to £2,000 (2017: £44,000). Net assets of the business amount to £1,102,000 (2017: £1,100,000).

### Key performance indicators

The key performance indicators used by the Board of Directors in their monitoring of the Company centre on its liquidity. This includes:

	2018	2017
Net Cash and Cash Equivalent balances (£'000)	1,866	1,803

## STRATEGIC REPORT continued

### Principal Risks and Uncertainties

#### *Financial risk management*

The Company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due. The most important component of financial risk is liquidity risk. Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet the only financial risk the Directors consider relevant to this Company is liquidity risk.

#### *Liquidity risk*

The Company's exposure to liquidity risk is reduced as it is a subsidiary of the UK Power Networks Holdings Limited group of companies and holds sufficient cash balances to meet its known creditors. Liquidity risk is mitigated by the financial support given by UK Power Networks Services (South East) Ltd, a fellow Group company.

#### **Future developments**

The Directors regard the results for the period and the period end financial position as satisfactory. The decision by LUL to terminate the contract was based on a desire to bring the operations in-house and was not a reflection on the operating performance of Powerlink and PADCo. The Directors recognise that the loss of the core contract from the business will change the underlying business going forward.

#### **Going concern**

Post 15 August 2013, the Directors are confident that the Company has taken account of its continuing obligations, including the potential for future liabilities from ongoing contractual obligations, and expects to retain positive cash balances to be utilised as appropriate. In addition, the business is earning returns on the cash balances and therefore continues to be regarded as a going concern.

Approved by the Board and signed on its behalf by:



Nicholas R Zentner  
Company Secretary  
Newington House  
237 Southwark Bridge Road  
London  
SE1 6NP

8th day of August 2018

## DIRECTORS' REPORT

The Directors present their annual report and audited financial statements for the year ended 31 March 2018.

Details of future developments and going concern are included in the Strategic Report and form part of this report by cross reference.

### Directors and their interests

Directors who held office during the period and subsequently were as follows:

Colin Burke  
Lynn Gladwell  
David P Mitchell  
George D Stewart  
Brian Walker

None of the Directors had a service contract with the Company in the current or prior period. Each Director is employed by one of the shareholding or affiliated group Companies, UK Power Networks (Operations) Limited, ABB Investments Ltd or Balfour Beatty Infrastructure Investments Limited and has a service contract with the respective Company.

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

### Dividends

The Company paid no dividends during the period (2017: £nil). The Directors do not recommend the payment of a final dividend.

### Political donations

During the period, the Company made £nil (2017: £nil) political donations.

### Disclosure of information to auditor

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

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

### Auditor

The auditor Deloitte LLP is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board and signed on its behalf by:



David Mitchell  
Director

8<sup>th</sup> August 2018  
Newington House  
237 Southwark Bridge Road  
London  
SE1 6NP  
United Kingdom

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

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

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

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UK POWER NETWORKS SERVICES  
POWERLINK LIMITED**

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

**Opinion**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of UK Power Networks Service Powerlink Limited (the 'Company') which comprise:

- the statement of comprehensive income;
- the statement of changes in equity;
- the balance sheet;
- the cash flow statement;
- the statement of accounting policies; and
- the related notes 1 to 14.

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

**Basis for opinion**

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

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

**Conclusions relating to going concern**

We are required by ISAs (UK) to report in respect of the following matters where:

- the Directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UK POWER NETWORKS SERVICES  
POWERLINK LIMITED (continued)**

**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.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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 respect of these matters.

**Responsibilities of Directors**

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

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

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

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://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 Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UK POWER NETWORKS SERVICES  
POWERLINK LIMITED (continued)**

**Report on other legal and regulatory requirements**

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

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

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

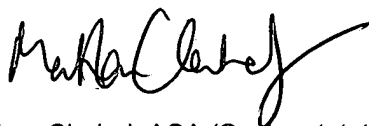
In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the Directors' report.

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.



Makhan Chahal, ACA (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom

8<sup>th</sup> August 2018

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 MARCH 2018**

	<i>Note</i>	Year to 31 March 2018 £000	Year to 31 March 2017 £000
<b>Turnover</b>	2	-	64
Cost of sales		-	(9)
<b>Gross profit</b>		-	55
Administrative expenses		(2)	(1)
<b>Operating (loss)/profit</b>		(2)	54
Finance income	7	4	4
<b>Profit before taxation</b>		2	58
Taxation	9	-	(14)
<b>Profit for the financial period</b>		2	44

All results are derived from continuing operations and obligations in both the current and preceding period. All activities relate to the same operational and geographic segment.

The notes on pages 12 to 16 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY**

	Called Up Share Capital £000	Profit and loss account £000	Total share- holders' funds £000
At 31 March 2016	1,000	56	1,056
Profit for the period	-	44	44
At 31 March 2017	1,000	100	1,100
Profit for the period	-	2	2
<b>At 31 March 2018</b>	<b>1,000</b>	<b>102</b>	<b>1,102</b>

**BALANCE SHEET  
AS AT 31 MARCH 2018**

		31 March 2018 £000	31 March 2017 £000
	<i>Note</i>		
<b>Current assets</b>			
Debtors	9	-	58
Short-term investments	12	1,682	1,678
Cash		184	125
<b>Total current assets</b>		<b>1,866</b>	<b>1,861</b>
<b>Creditors: amounts falling due within one year</b>	10	<b>(764)</b>	<b>(761)</b>
<b>Net current assets</b>		<b>1,102</b>	<b>1,100</b>
<b>Total assets less current liabilities</b>		<b>1,102</b>	<b>1,100</b>
<b>Net assets</b>		<b>1,102</b>	<b>1,100</b>
<b>Capital and reserves</b>			
Called up share capital	11	1,000	1,000
Profit and loss account	12	102	100
<b>Shareholders' funds</b>	12	<b>1,102</b>	<b>1,100</b>

The financial statements of UK Power Networks Services Powerlink Limited, registered number 3221818, on pages 9 to 16 were approved by the Board of Directors on 8<sup>th</sup> August 2018 and were signed on its behalf by:



**David Mitchell**  
Chairman

**CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 MARCH 2018**

		Year to 31 March 2018 £000	Year to 31 March 2017 £000
	Note		
<b>Net cash flows from operating activities</b>	12a	(2)	(5)
Taxation		61	(427)
<b>Cash flows from investing activities</b>			
Interest received		4	4
<b>Net increase/(decrease) in cash and cash equivalents</b>		63	(428)
<b>Cash and cash equivalents at beginning of year</b>		1,803	2,231
<b>Cash and cash equivalents at end of year</b>		1,866	1,803
<b>Reconciliation to cash at bank and in hand</b>			
Cash at bank and in hand		184	125
Cash equivalents		1,682	1,678
<b>Cash and cash equivalents</b>		1,866	1,803

## NOTES TO THE FINANCIAL STATEMENTS

### 1. Accounting policies

The principal accounting policies are set out below. They have all been applied consistently throughout the current and preceding period.

#### Basis of preparation

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

#### Going concern

On 16 August 2012, LUL exercised its right under the PSC to terminate the contract. The announcement gave the Company and sister company PADCo twelve months' notice prior to expiry on 15 August 2013. On expiry, the trade, assets and liabilities have reverted to LUL. Post 15 August 2013, the Directors are confident that the Company will retain positive cash balances to utilise as appropriate. On this basis, the Directors consider it appropriate to prepare the accounts on a going concern basis.

#### Long term contract

The contract between Powerlink and LUL for the operation, maintenance and upgrade of LUL's electricity distribution system is accounted for as a long term contract, with turnover and profits being recognised in proportion to progress on defined segments of the contract.

The amount of expenditure on long term contracts net of amounts transferred to cost of sales and payments on account are separately included within stock. To the extent invoices raised exceed turnover and long term contract balances they are included as deferred income within creditors.

#### Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more or a right to pay less tax in the future have occurred at the balance sheet date with the following exceptions:

- provision is made for gains on disposal of fixed assets that have been rolled over into replacement assets only where, at the balance sheet date, there is a commitment to dispose of the replacement assets with no likely subsequent rollover or available capital losses;
- provision is made for gains on revalued fixed assets only where there is a commitment to dispose of the revalued assets and the attributable gain can neither be rolled over nor eliminated by capital losses; and
- deferred tax assets are recognised only to the extent that the Directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

Deferred tax is measured on an undiscounted basis.

## NOTES TO THE FINANCIAL STATEMENTS continued

### 1. Accounting policies continued

#### Dividends

Dividends are only recognised as a liability at that date to the extent that they are declared prior to the year end. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

### 2. Turnover

Turnover, which is stated net of value added tax, arises entirely in the United Kingdom and is attributable to the continuing obligations of maintenance, operation and renewal of electrical distribution and power generation equipment in respect of the PSC with LUL.

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

In the application of the Company's accounting policies, which are described in note 1, the Directors may be required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Such estimates and the associated assumptions would be based on historical experience or other factors that are considered to be relevant. Actual results may differ from these estimates. The following represent the critical judgements and key sources of estimation that have a significant effect on the amounts recognised in the financial statements.

#### Provisions

The Company carries provisions for latent defects amounting to £0.5m (2017: £0.5m) and for delapidations amounting to £0.25m (2017: £0.25m). These provisions are based on management's judgement of the remaining liabilities following the termination of the PSC contract.

### 4. Operating profit on ordinary activities before interest and taxation

Amounts payable to Deloitte LLP and their associates by the Company in respect of audit services amounted to £10,000 (2017: £10,000). No other fees were payable to Deloitte LLP in the current period (2017: £nil).

### 5. Directors' emoluments

No Director's emoluments were paid by the Company (2017: £nil). The Directors' emoluments are paid directly by the shareholders.

### 6. Staff costs

The Company had no employees during the period (2017: none).

### 7. Finance income

	Year to 31 March 2018 £000	Year to 31 March 2017 £000
Interest receivable	4	4

**NOTES TO THE FINANCIAL STATEMENTS continued**

**8. Taxation**

The tax charge comprises:

	Year to 31 March 2018 £000	Year to 31 March 2017 £000
<b>Current tax on profit</b>		
UK corporation tax charge on profit for the period	-	11
Adjustment in respect of previous periods	-	3
<b>Total current tax</b>	<b>-</b>	<b>14</b>
<b>Deferred tax</b>		
Total deferred tax	-	-
<b>Total tax on profit</b>	<b>-</b>	<b>14</b>

The differences between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	Year to 31 March 2018 £000	1 April 2016 to 31 March 2017 £000
Profit before taxation	2	57
Tax on profit at standard UK corporation tax rate of 19.0% (2017: 20.0%)	-	11
Effects of:		
Adjustment in respect of previous periods	-	3
<b>Total tax charge</b>	<b>-</b>	<b>14</b>

The Finance (No. 2) Act 2015 enacted reductions in the UK Corporation tax rate from 20% to 19% with effect from 1 April 2017 and 18% with effect from 1 April 2020. A further reduction to 17%, effective from 1 April 2020, was enacted in the Finance Act 2016.

The current tax rate applied during the year was 19% (2017: 20%) and deferred tax was calculated at 17% (2017: 17%) based on the standard rate of corporation tax substantively enacted at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS continued

9. Debtors

	31 March 2018 £000	31 March 2017 £000
Corporation tax receivable	-	58

10. Creditors: amounts falling due within one year

	31 March 2018 £000	31 March 2017 £000
Corporation tax payable	3	-
Accruals and deferred income	511	511
Other creditors relating to termination	250	250
	<b>764</b>	<b>761</b>

11. Called up share capital

Allotted, called up and fully paid

	31 March 2018 Number	31 March 2017 Number	31 March 2018 £000	31 March 2017 £000
Ordinary shares of £1 each	1,000,000	1,000,000	1,000	1,000

On 11 August 1998 Powerlink issued 10,000,000 ordinary shares with a paid up value of £1 per share to shareholders, of which only 1,000,000 were called up and fully paid. This was accompanied by a contractual agreement to settle the outstanding amounts upon written notice in the event of further funding requirements.



## NOTES TO THE FINANCIAL STATEMENTS *continued*

### 12. Notes to the cash flow statement

(a) Reconciliation of operating profit to net cash outflow from operating activities:

	Year to 31 March 2018 £000	Year to 31 March 2017 £000
Operating (loss)/profit	(2)	54
Increase in creditors	-	(59)
<b>Net cash outflow from operating activities</b>	<b>(2)</b>	<b>(5)</b>

(b) Analysis of net cash and cash equivalents

	At 31 March 2017 £000	Cash flow 2017/8 £000	At 31 March 2018 £000
Cash at bank and in hand	125	59	184
Short term investments	1,678	4	1,682
<b>Net cash</b>	<b>1,803</b>	<b>63</b>	<b>1,866</b>

As at 31 March 2018 £1,682,000 (2017: £1,678,000) was held as a Fixed Deposit with HSBC Bank Plc with a maturity date of 24 April 2018. The deposit was placed for 4 weeks at an interest rate of 0.4%.

### 13. Related parties

Powerlink is a subsidiary of UK Power Networks Holdings Limited. During the year the Company was charged £nil (2017: £9,000) for materials by UK Power Networks Operations Limited. At the period-end, the Company owed UK Power Networks Operations Limited £nil (2017: £nil) for these services.

### 14. Parent undertaking and controlling party

UK Power Networks Services (Powerlink Holdings) Limited, incorporated in the UK, holds an 80% interest in the Company and is considered to be the immediate parent company.

The largest group in which the results of the Company are consolidated is that headed by UK Power Networks Holdings Limited, incorporated in the United Kingdom. The smallest group in which they are consolidated is that headed by UK Power Networks Services Holdings Limited, incorporated in the United Kingdom. The consolidated financial statements of these groups are available to the public and may be obtained from Energy House, Carrier Business Park, Hazelwick Avenue, Three Bridges, Crawley, West Sussex, RH10 1EX.