Registration number: 3221818

UK Power Networks Services Powerlink Limited

Annual Report and Financial Statements

for the Year Ended 31 March 2022

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COMPANY INFORMATION

Directors

Colin Burke

David P Mitchell

Company secretary Nicholas R Zentner

Registered office

Newington House

237 Southwark Bridge Road

London SE1 6NP

United Kingdom

Auditors

Deloitte LLP

1 New Street Square

London EC4A 3HQ United Kingdom

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2022

Principal activities

The principal activity of UK Power Networks Services Powerlink Ltd ("the Company", "Powerlink") remains the fulfilment of its contractual obligations under the now terminated Power Service Contract ("PSC") with London Underground ("LUL"). The PSC included the operation, maintenance and renewal of electrical distribution and power generation equipment for LUL using a project delivery structure comprising the Company and Power Asset Development Company Limited (PADCo), an associated company. The PSC ended in 2013 after LUL exercised the option for Discretionary Termination under the terms of the contract. There were no transactions relating to the PSC in the year ended 31 March 2022 or the prior year.

The balance sheet on page 12 of the financial statements demonstrates Powerlink's financial position at the year end, which mainly comprises cash reserves.

Ownership

The Company is a wholly owned subsidiary of the group headed by UK Power Networks Holdings Limited (the "Group"), which owns and operates electricity distribution networks in London, the South East and East of England serving over eight million connected homes and businesses.

On 25 August 2021 the Company's immediate parent UK Power Networks Services Powerlink Holdings Limited increased its shareholding in the Company from 80% to 100% by purchasing the 20% interest held by minority shareholders.

Review of the business

The results for the year amounted to a loss before taxation of £23,000 (2021: £1,000), and a loss after taxation of £23,000 (2021: £1,000). The loss mainly reflects the administrative costs borne by the Company relating to the changes in share ownership in August 2021, as noted above.

Net assets at 31 March 2022 were £995,000 (2021: £1,018,000). The Company did not pay any dividends in the current or prior year.

Key performance indicators (KPI's)

The key performance indicator used by the Board of Directors in their monitoring of the Company is the level of its cash resources which is a measure of liquidity:

	2022 £ 000	2021 £ 000
Financial performance		
Cash and cash equivalents	1,017	1,018

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2022

Principal risks and uncertainties

Due to the nature of the assets and liabilities contained within the Company's balance sheet, the Directors consider credit risk on liquid funds to be the key financial risk. This risk is mitigated by a risk management framework, implemented on group wide basis, which includes the policy to only deposit funds with banks of strong financial standing with investment grade credit-ratings assigned by international credit agencies. A subcommittee of the Group Board, the Risk Management and Compliance Committee, oversees the risk management function and makes annual assessments of changes to significant risks and the effectiveness of the risk management processes.

Future developments and going concern

The Directors continue to consider their options with regard to developing the business going forward. Due to the current non-trading status of the Company, these financial statements are prepared on the basis that the Company is no longer a going concern. No adjustments have arisen as a result of ceasing to apply the going concern basis.

Approved by the Board on 11 August 2022 and signed on its behalf by:

Colin Burke Director

Newington House 237 Southwark Bridge Road London SE1 6NP

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2022

The Directors present their Annual Report including the Audited Financial Statements of the Company for the year ended 31 March 2022.

Details of future developments and going concern are included in the Strategic Report on page 3 and form part of this report by cross reference.

Political contributions

The Company made no political donations in the current or prior year.

Directors of the Company

The directors who held office during the year were as follows:

Colin Burke

Lynn Gladwell (resigned 25 August 2021)

David P Mitchell

George D Stewart (resigned 25 August 2021)

Brian Walker (resigned 25 August 2021)

None of the Directors had a service contract with the Company in the current year 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 year and remain in force at the date of this report.

Disclosure of information to Auditor

Each of the persons who is a director of the Company 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 reappointed under section 487(2) of the Companies Act 2006.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2022

Approved by the Board on 11 August 2022 and signed on its behalf by:

Colin Burke Director

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors acknowledge their responsibilities 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 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 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 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 Services Powerlink Limited (the 'Company') which comprise:

- · the Profit and Loss Account:
- the Statement of Comprehensive Income;
- the Balance Sheet:
- the Statement of Changes in Equity; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 Financial reporting Council's (the "FRC's") Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter - financial statements prepared other than on a going concern basis

We draw attention to note 2 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern.

Our opinion is not modified in respect of this matter.

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to 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.

Responsibilities of directors

As explained more fully in the statement of directors' responsibilities set out on page 6, 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 Responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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

Extent to which the audit was considered capable of detecting irregularities, including fraud lrregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and internal audit about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation, and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team and relevant internal specialists such as financial instruments, valuations, pensions and IT specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance, and reviewing internal audit reports, and reviewing correspondence with HMRC.

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

Report on other legal and regulatory requirements

Opinion 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and Directors' Report have 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 material misstatements in the Strategic Report and 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.

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.

Makhan Chahal, ACA (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

London United Kingdom

11 August 2022

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2022

·	Note	2022 £ 000	2021 £ 000
Turnover		-	-
Administrative expenses		(24)	(1)
Operating loss Interest receivable		(24) 1	(1)
Loss before tax		(23)	(1)
Loss for the financial year		(23)	(1)

The above results were derived from discontinued operations.

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2022

•	2022 £ 000	2021 £ 000
Loss for the financial year	(23)	(1)
Total comprehensive income for the year	(23)	(1)

BALANCE SHEET AS AT 31 MARCH 2022

	Note	2022 £ 000	2021 £ 000
Current assets			
Debtors falling due within one year	8	2	-
Cash and cash equivalents	7	1,017	1,018
		1,019	1,018
Creditors: Amounts falling due within one year	9	(24)	
Net assets	_	995	1,018
Capital and reserves			
Called up share capital	10	1,000	1,000
Profit and loss account	10	(5)	18
Total shareholders' funds		995	1,018

Approved and authorised by the Board on 11 August 2022 and signed on its behalf by:

Colin Burke Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022

	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 April 2020 Loss for the year	1,000	<u> </u>	1,0 <u>19</u> (1)
Total comprehensive income		(1)	(1)
At 31 March 2021	1,000	18	1,018
	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 April 2021	1,000	18	1,018
Loss for the year		(23)	(23)
Total comprehensive income	<u> </u>	(23)	(23)
At 31 March 2022	1,000	(5)	995

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

1 General information

UK Power Networks Services Powerlink Limited (the "Company") is incorporated in the United Kingdom under the Companies Act. The Company is a private company limited by shares and is registered in England and Wales.

The principal activities of the Company and the nature of the Company's operations are set out in the Strategic Report on pages 2 to 3.

The address of its registered office is:

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

2 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 and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council (FRC).

The Company has taken advantage of certain exemptions in its financial statements on the basis that it meets the definition of a "qualifying entity" under FRS 102 being:

"a member of a group where the parent of that Group (UK Power Networks Holdings Limited) prepares publicly available consolidated financial statements which are intended to give a true and fair view and the member (the Company) is included in the consolidation."

The Company has therefore taken the exemption not to present a cash flow statement and not to disclose related party transactions with other wholly owned members of the Group.

Going concern

The Directors continue to consider their options with regard to developing the business going forward. Due to the current non-trading status of the Company, these financial statements are prepared on the basis that the Company is no longer a going concern. No adjustments have arisen as a result of ceasing to apply the going concern basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

2 Accounting policies (continued)

Taxation

The tax expense for the period comprises current tax.

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.

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.

In the Directors opinion there are no critical judgements and key sources of estimation uncertainty that have a significant effect on the amounts recognised in these financial statements.

4 Auditors' remuneration

The amount payable to Deloitte LLP was £7,000 (2021: 7,000) in respect of audit services and £Nil (2021: £Nil) in respect of non-audit services. Auditor's remuneration was borne in both years by another group company.

5 Directors' emoluments

No Directors' emoluments were paid by the Company (2021: £nil). The Directors' emoluments are paid directly by the shareholders.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

6 Taxation Tax charged to the profit and loss account

2022	2021
£ በበበ	£ በበበ

Total current tax ________

The tax charge in the current and prior year was £nil and reconciles to the standard rate of 19% (2021: 19%) applied to profit before tax, as follows:

	2022 £ 000	2021 £ 000
Loss before tax	(23)	(1)
Corporation tax at standard rate Expenses not deductible for tax purposes	(4) 4	<u> </u>
Total tax charge/(credit)	•	_

Tax rate changes

The current tax rate applied during the year was 19% (2021: 19%) based on the standard rate of corporation tax substantively enacted at the reporting date.

The standard rate of corporation tax is set to increase from 19% to 25% with effect from 1 April 2023, as substantively enacted in the Finance Bill 2021 on 24 May 2021. This rate increase has no effect on the tax charge for the year ended 31 March 2022.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

7 Cash and cash equivalents	·	
	2022 £ 000	2021 £ 000
Cash at bank	1,017	16
Short-term deposits ¹	-	1,002
·	1,017	1,018
	1,017	1,010
¹ Fixed deposit with HSBC Bank Plc at an interest rate of -0.0517%.		
8 Debtors		
	2022	2021
	£ 000	£ 000
Amounts falling due within one year:		
Amounts owed by Group undertakings	2	-
	<u>2</u>	_
9 Creditors		
	2022	2021
	£ 000	£ 000
Amounts falling due within one year:		
Amounts owed to Group undertakings	22	-
Corporation tax	2	
	24	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

10 Called up share capital and reserves

	2022 £ 000	2021 £ 000
1,000,000 ordinary shares of £1 each	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.

Changes in share ownership during the year

On 25 August 2021 the Company's immediate parent UK Power Networks Services (Powerlink Holdings) Limited increased its shareholding in the Company from 80% to 100% by purchasing the 20% interest held by minority shareholders.

After the transfer of 2,000,000 ordinary shares from minority shareholders, of which 200,000 were called up and fully paid, UK Power Networks Services (Powerlink Holdings) Limited now holds 1,000,000 called up and fully paid shares and 9,000,000 unpaid shares.

Given that further funding is no longer likely to be required and the Company is now wholly owned by one shareholder, the intention is to cancel all of the unpaid shares. This is likely to be completed in the next financial period.

11 Related parties

The Company has taken an exemption under FRS 102 (section 33 2.2) not to disclose transactions with other wholly owned members of the Group. The Company qualifies for this exemption on the basis that it is a wholly owned subsidiary of a parent which prepares publicly available consolidated financial statements intended to give a true and fair view of the financial position and results of the Group, and the Company is included within the consolidation.

No other related party transactions were entered into during the current or prior year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

12 Parent and ultimate parent undertaking

The Company's immediate parent is UK Power Networks Services (Powerlink Holdings) Limited, incorporated in the United Kingdom and registered in England and Wales at the following address:

Newington House 237 Southwark Bridge Road London SE1 6NP

UK Power Networks Services Holdings Limited, incorporated in the United Kingdom and registered in England and Wales at the above address, is the parent of the smallest group in which the Company's financial statements are consolidated.

The ultimate controlling party and parent of the largest group in which the Company's financial statements are consolidated is UK Power Networks Holdings Limited, incorporated in the United Kingdom and registered in England and Wales at the above address.

Copies of the financial statements of UK Power Networks Holdings Limited and UK Power Networks Services Holdings Limited may be obtained from the Company Secretary at Energy House, Carrier Business Park, Hazelwick Avenue, Three Bridges, Crawley, West Sussex, RH10 1EX.

UK Power Networks Holdings Limited is owned by a consortium comprising:

- CK Infrastructure Holdings Limited (40% shareholding) incorporated in Bermuda;
- Power Assets Holdings Limited (40% shareholding) incorporated in Hong Kong; and
- CK Asset Holdings Limited (20% shareholding) incorporated in the Cayman Islands.

The 20% share now held by CK Asset Holdings Limited was previously owned by Li Ka-Shing Foundation Limited incorporated in Hong Kong. The transfer of ownership took place on 21 May 2021.

In the Directors' opinion, UK Power Networks Holdings Limited has no single controlling party as it is jointly controlled by the consortium.