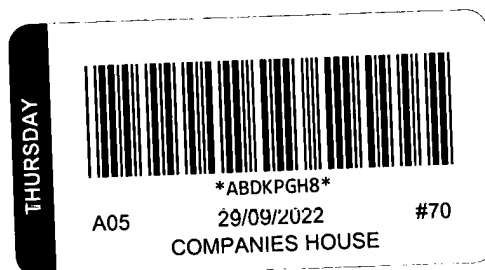


YTL UTILITIES (UK) LIMITED

Annual Report and Financial Statements 30 June 2022

Registered in England & Wales No. 04341837



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STRATEGIC REPORT

Principal Activities

The principal activity of the Group is the supply of clean water and treatment and disposal of waste water.

The principal activity of the Company is that of a holding company.

The principal subsidiary of the Company is Wessex Water Ltd (WWL), also a holding company and a 100% subsidiary. WWL owns 100% of the share capital of Wessex Water Services Ltd (WWSL) a regulated company licenced for the supply of clean water and treatment and disposal of waste water. WWSL operates in a region of 10,000 square kilometres in the south west of England. In 2017 there was a change in the regulated activity of WWSL with the retail element of non-household companies being open to competition. To enter into this competitive market WWL created with Bristol Water Holdings Ltd a new company, Water 2 Business Ltd.

WWL owns 100% of the share capital of Wessex Water Enterprises Ltd, which undertakes unregulated water and waste water activities in the WWSL region.

WWL also owns SC Technology GmbH, another 100% subsidiary company which is registered in Switzerland, installs and operates sludge drying equipment with the principal contracts being in the Netherlands.

WWL has an additional subsidiary, Turnbull Infrastructure & Utilities Ltd which undertakes end-to-end services for civil, mechanical and electrical engineering projects.

In 2016 the Company acquired YTL Property Holdings (UK) Ltd for the purpose of developing Filton Airfield near Bristol into a mixed housing and commercial property portfolio.

All subsidiary companies are listed in note 14.

Financial performance

Profit after tax increased by £77.6m from a loss of £28.8m (restated) to a profit of £44.8m, due to the factors shown below.

Turnover increased by £60.1m or 8.8% to £745.6m. This mainly resulted from growth in the regulated turnover of Water 2 Business driven by national contracts won outside of the Wessex region.

Total operating costs increased by £79.4m from £530.4m (restated) to £609.8m. In WWSL the increases in repair costs, site operations and general inflationary pressures exceeded cost savings made, and there were additional wholesale costs associated with the Water 2 Business contracts. Depreciation and amortisation charges have increased by £3.4m from £133.1m to £136.5m.

Interest charges, including other finance charges, increased by £6.0m from £90.5m to £96.5m. There was an increase in the level of interest from index-linked debt reflecting higher inflation levels in the year. The overall cost of debt increased to 3.8%.

There was a £105.6m reduction in taxation from a charge last year of £117.9m to a charge of £12.3m this year. The main item explaining this difference relates to deferred tax where the UK Governments decision to increase the corporation tax rate from 19% to 25% from April 2023 resulted in a £97.3m deferred tax charge in 2021, as described in note 9.

Net Debt (consisting of cash deposits, bank overdrafts and other interest-bearing loans and borrowings), increased from £2,594.6m to £2,733.3m, an increase of £138.7m and included, but was not limited to:

- cash flow from operating activities of £256.2m
- less interest payments of £79.5m
- less net investing activities of £216.7m
- less dividend payments of £68.1m.

Dividends declared in the year amounted to £69.1m compared to £59.0m last year.

STRATEGIC REPORT (continued)

Under IAS 19 the pension scheme deficit of £75.2m at the start of the year has reverted to a surplus of £33.5m at 30 June 2022, the reduction in liabilities of £220.3m outweighing the £111.6m reduction in asset values.

The key performance indicators for WWSL are measured for the regulatory year to 31 March and are included in the Regulatory Accounts of WWSL that are available from Wessex Water Operations Centre, Claverton Down, Bath BA2 7WW.

Group operating profit as a percentage of turnover was 19.7% (2021 – 26.4%), the fall was due to the profit reduction in WWSL, resulting from increasing cost pressures and the regulatory price cap. Interest cover increased to 1.5 times (2021 – 2.0 times) as net interest cost increases combined with operating cost increases.

A. WESSEX WATER SERVICES LTD

Introduction

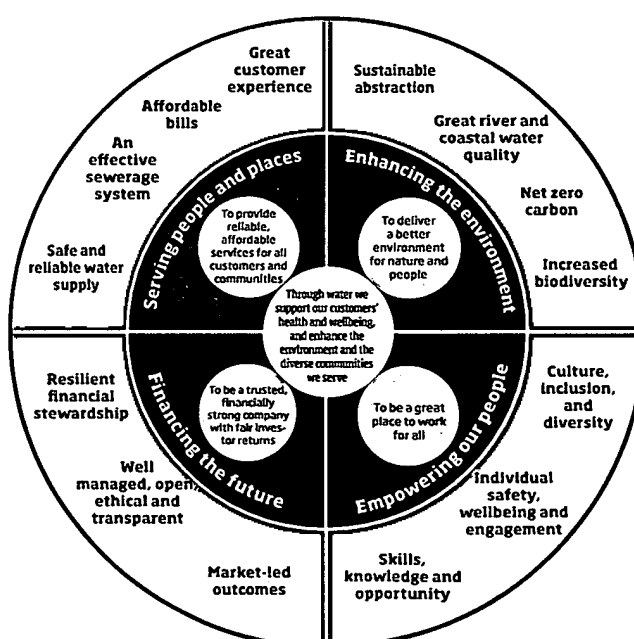
We support all aspects of life in our region. Safe and reliable water and waste water services are essential for our day-to-day lives, our wellbeing and our natural world. Our long-term strategy is owned by our Board and has been developed in partnership with more than 1,600 customers, businesses, employees and stakeholders.

The eight outcomes below have been co-created with our stakeholders and customers. These outcomes and aims are highly ambitious and will see us transition from being a pacesetter in water to performing a far wider role in society, including as a leader in environmental stewardship.

But our vision is credible: we have a track record of customer service and environmental excellence; and we are committed to embedding these targets into all our business plans.

At the heart of our Strategic Direction Statement (SDS), published in early 2022, are eight outcomes, all created with stakeholders, all focused on long-term ambition. They cover customer, community and environmental outcomes and are shown in the top half of the wheel below that summarises our 25-year plan. We will need to work in partnership with our communities to deliver these aims and we will need to embed resilience along the way.

We have also identified some internal enablers that we will need to secure to effectively deliver our eight outcomes, centred around strong financing and governance, and empowered people. These are shown in the bottom half of the wheel.



STRATEGIC REPORT (continued)

Wessex Water has always been a water industry leader, as well as a responsible business firmly rooted in our region. We are pleased, therefore, that we have performed well against many of our targets this year, but we know that we must do more, particularly with the growing interest in water-based recreation. The investment and performance that we have delivered in the past 12 months demonstrates that we take our responsibilities seriously.

Investigations into the tragic incident at Avonmouth in December 2020 are ongoing. We continue to co-operate with the investigating authorities and remain committed to understanding why the incident happened and sharing any lessons with the wider industry.

Setting the company's aspirations and performance for those it serves

Setting our aspirations

Our purpose is set, owned and embedded by our Board, who have worked with all our stakeholders including colleagues from all levels and all departments to form a set of commitments to which we can all aspire.

To deliver against these commitments, we need our people to understand our aims and live our values every day. We do this through visible messaging, training, policies, and regular reviews to ensure that everyone feels our strength of purpose and that our strategy, values, and culture reflect the needs of all those we serve.

As the ultimate owner of our purpose, our Board is committed to considering all stakeholders in its decision making with the aim of ensuring the long-term success of the company, including its delivery for customers, communities, employees, regulators, investors and our supply chain.

Wessex Water has strong foundations, grounded in its record for operational, customer, financial and environmental performance. But in light of the challenges ahead, they are not sufficient. We recognise we must earn the right to be considered by a public, sceptical of the industry as a whole, as a leader in environmental stewardship as well as customer service and efficiency through delivery of our strategic vision for 2050.

The Board also recognises that the Company has a critical role to play that goes far beyond the responsibility of providing an essential public service. We have an opportunity to help tackle the climate emergency, to support the communities we serve, to deliver wider environmental benefit and to contribute to the growth of the UK economy.

The Board considers that the Company's success in delivering long-term benefit to its members is best achieved by aspiring to:

- deliver the excellent and resilient services for customers and the environment that our stakeholders require
- at a price that is affordable to all our customers, and
- by contributing more widely to the communities we serve.

Therefore, throughout the development of the current business plan, the Company engaged with more than 140,000 customers to understand the things that matter most to them. We also spoke to all our major stakeholders representing areas including customers in vulnerable circumstances, local rivers, and wildlife.

On an ongoing basis the Company engages regularly with stakeholders including through the Customer Challenge Group, the People's Council, the online customer panel, the Young People's Panel, and frequent customer surveys and consultations.

STRATEGIC REPORT (continued)

The Board translates its aspirations into a set of stretching targets for the company's performance having regard to:

- The commitments made to customers, Ofwat and the environment in the published business plan
- Insight from ongoing stakeholder engagement
- The levels of performance for customers and the environment achieved in previous years
- Relevant regulatory determinations
- The best performance levels achieved by other water and sewerage companies
- The interests of employees
- Wider societal and economic trends and challenges
- The requirements of investors

Performance delivery

For 2021-2022, customer and environmental targets were set to:

- regain the company's overall leading position amongst water and sewerage companies on key regulatory measures (Ofwat, Environment Agency, Drinking Water Inspectorate and Consumer Council for Water)
- achieve the key commitments we make in our 2020-2025 business plan
- ensure there is no reduction in standards against our average performance over the last three years on key measures of performance

Employee targets for the year were set to ensure continued high levels of employee safety and satisfaction and to promote continued progress in wellbeing, diversity, and inclusion.

Financial targets were set to promote continued long-term financial resilience and, in line with the company's aims, to give investors fair returns.

Company targets are agreed by the Board in advance of the reporting year and are used for the remuneration of senior executives and managers in the business as set out in the Remuneration Committee report.

The Board reviews progress against these targets at each Board meeting and challenges company management on delivery.

The Board also monitors long-term trends in performance against several sustainability metrics and uses these to assess whether the company's progress overall is in line with its vision and its social and public purpose.

Our performance in 2021-22

The Company has performed well against most of its performance targets and continues to be the overall leading water and sewerage service: first for customer service, first for environmental performance, first for efficiency and first for drinking water compliance.

But we must do more. The year has been characterised by a surge of comment on the poor state of water quality in UK rivers and, in particular, the contribution from water company storm overflow discharges. Overflows were built into sewer networks constructed prior to the 1960s to prevent property flooding during heavy rain. Whilst their impact on river water quality is very limited, we share the view that in the 21st century, any such discharge into a watercourse is unacceptable. So, whilst this has been uncomfortable, we welcome the spotlight now being thrown on river water quality and will rise to the challenge of making changes that meet society's expectations.

STRATEGIC REPORT (continued)

We will progressively eliminate storm overflows, starting with those that discharge most frequently and those that have any environmental impact. Eight of the 444 rivers, lakes and seas in our region currently fall short of the standards required, due to the operation of storm overflows and we are currently investing more than £3 million every month to address this. Nature-based solutions and separating surface water before it enters the sewerage network must be our first choice, given the cost, carbon footprint and disruption associated with engineering solutions.

We need government support for this in the form of powers for water companies to stop new developments being connected to combined sewers and for us to disconnect surface water where possible. In addition, government ministers are being urged to ban wet wipes that contain plastic and lead to sewer blockages.

More generally, we are committed to improving the environmental status of all rivers within our region in line with the Government's 25 Year Environment Plan and the Environment Act. We will also support others to reduce the impacts they have, by acting as a convener and leader of catchment partnerships and markets, helping different parties to work together to greatest effect.

We expect to be:

- one of the top water and sewerage companies for customer service in Ofwat's customer measure of experience
- assessed as leading by the Environment Agency
- one of the leading water and sewerage companies for the DWI's key quality measure (CRI).

Early indications suggest we are also shown to be the water and sewerage company with the lowest number of complaints during the year, according to CCW.

In 2020 we accepted a regulatory price determination from Ofwat (PR19) which included a number of performance commitments for 2021-22 as part of the regulator's incentive package. Our acceptance of a price determination is always in the round and recognises that there are trade-offs in the regulator's incentive framework.

Whilst there are 46 performance commitments agreed with Ofwat, the Board considers the 20 highest profile commitments on a more regular basis. The table below shows how the company performed against the Board's internal key performance targets in 2021-22.

Performance against target	Customer	Environment	Employee	Financial	Total
Better	4	6	4	2	16
Same	1	-	-	1	2
Worse	1	-	1	-	2
Same or Better	5/6	6/6	4/5	3/3	18/20

In the financial year under review, 18 of the 20 highest profile internal commitments were achieved or bettered. The two measures where performance was below target were Customer property internal sewer flooding incidents, and staff retention.

In comparison to our PR19 regulatory Ofwat commitments, we have met or exceeded 28 of our 46 commitments for the year. 5 are not measured this year or we await the regulators' scoring. We failed to meet 13, 2 of which were in a performance deadband set by Ofwat and so incur no penalty. We exceeded our regulatory commitment against those which are of most importance to stakeholders, such as minimising internal sewer flooding, leakage, and water supply interruptions, for which we have achieved provisional incentive payments.

STRATEGIC REPORT (continued)

Where we have not met a regulatory performance commitment, we have provided stakeholders with an explanation of the reasons and the actions we are taking to improve performance in future years as part of our annual review summary.

Our current performance is available on our website here, and we talk in detail about our future performance [here](#).

Financial performance

The UK group structure has remained the same since 2002 with the company wholly owned by Wessex Water Limited, which in turn is wholly owned by YTL Utilities (UK) Limited.

Neither of these entities provide any intragroup funding to the company with virtually all the debt raised for the UK group sitting within the company and all borrowings at market rates provided by financial third parties.

Gearing, as measured by net debt to regulatory capital value (RCV), stands at 67%. On a pensions-adjusted basis, this figure rises to 68%, which the Board still finds an acceptable level. During the year the Board has continued to pay particular attention to the projected level of the company's gearing ratio and interest cover with a view, when declaring dividends, to protect the company's existing credit ratings. The Board remains committed to maintaining investment grade credit ratings for the company at all times.

The latest actuarial valuation of the company's pension scheme took place on 30 September 2019, showing a deficit of £157m. The company has agreed with the scheme's trustees a payment recovery plan in respect of the deficit comprising employer contributions of 24.6% and special contributions to reduce the deficit. The company paid a special contribution of £14.8m on 1 July 2021 and is committed to the schedule of future contributions through to 1 April 2026. The company has an adequate liquidity position comprising cash and cash equivalents held on the balance sheet along with undrawn bank facilities, giving the company instant access to funding if needed.

Highlights include:

- operating profit decreased by £14.9m from £159.1m to £144.2m
- turnover increased by £0.9m or 0.2% while underlying operating costs increased by £10.9m or 3.0%
- the cost of debt increased from 3.5% to 3.8%. We maintained a balanced mix of financial instruments and maturities
- capital expenditure on tangible and intangible assets (including infrastructure maintenance expensed through the income statement) delivered during the year was £258.9m, a reduction of £29.4m over £288.3m last year and in line with expectations
- profit before tax fell by £21.2m from £75.2m last year to £54.0m. This was primarily due to the underlying increase in operating and interest costs
- gearing, as measured by net debt to regulatory capital value, has fallen from 70.0% last year end to 66.9% this year end
- interest cover, as measured by net interest payable to earnings before interest, tax and depreciation reduced from 3.67x to 3.31x
- tax charges reduced from £111.0m last year to £10.9m this year as a result of last year reflecting the deferred tax impact of the change in corporation tax rate from 19% to 25% effective from 1 April 2023.

Further details on the company's performance for the year are included within the Annual Review summary which is available on the company website.

STRATEGIC REPORT (continued)

Tax strategy

Our attitude towards UK tax planning

Our approach to tax is fully aligned with our overall objectives. We seek to comply with the spirit and letter of UK tax legislation and claim all tax reliefs and allowances to which we are entitled. We will consider reasonable tax planning opportunities which are in line with our risk appetite. As a general rule, we do not enter into complicated structures nor engage in any aggressive or artificial tax planning, because we do not believe it is the correct thing to do. Due to the size and complexity of the UK tax system, tax is a complicated area and uncertainties will arise. Consistent with other business areas, we will seek external advice when required.

Approach to risk management and governance arrangements in relation to UK tax

The Executive Director of Finance and Regulation is ultimately responsible for our tax strategy and engages with relevant individuals within the company to ensure the strategy is implemented and monitored. Board oversight over our tax policy is exercised by the Audit and Risk Committee. As a UK regulated business with a significant capital programme, we believe obtaining tax relief on capital expenditure is a key factor affecting our tax liability. Other factors, such as changes in tax legislation or changes in interpretations, may also affect the amount of tax due, compared with what has been allowed as part of the regulatory final determination.

The level of risk in relation to UK tax the company is prepared to accept

As documented in our finance policy, we adopt a risk-averse and cautious approach to tax. In addition, tax is included as part of our risk assessment framework. We monitor the overall risk framework and provide regular updates to the Board.

The company approach towards dealings with HMRC

We have an open, regular and professional dialogue with HMRC and, as part of its business risk reviews, HMRC have always regarded our company as low risk. We are committed to maintaining this low-risk status in the long term and believe that our approach to tax and early engagement with HMRC on any area of uncertainty are significant factors in maintaining this low-risk rating. We will also engage with HMRC on industry-wide matters through our membership of Water UK.

STRATEGIC REPORT (continued)

Risk Management

The effective management of risk is central to how we can deliver effective and efficient services to our customers and minimise the impact we have on the environment. It is critical that we have a robust risk management framework in which material risks to the business are proactively identified, evaluated, communicated and the appropriate response defined and implemented. The Company's processes are flexible to respond to changes in risk and ensure that the necessary controls and mitigation measures are put in place. Risks are defined as any event that can impede our ability to achieve our objectives. The most significant risks facing us are referred to as 'principal risks'.

Risk management process

Our policy on risk assessment and management is subject to regular review by the Board including the assessment and update of risk and tolerance levels. The board reviews all strategic risks and other principal risks on a regular basis.

Identification and management of risk is delivered through a hierarchy of risk management reviews from operational colleagues, senior management and Executive Directors. The Board reviews and is ultimately responsible for risk. To assist it in discharging its responsibilities, the Audit and Risk Committee reviews the company's internal control systems and process for managing risk.

Operational staff and senior management review, assess and record asset and operational risk monthly. Risks are scored in line with our process of assessing probability and impact on a 'five-by-five' scoring mechanism. Risk mitigation plans are recorded and implemented where appropriate and pre-and post-mitigation scores are monitored.

Operational risks act as a foundation for separate tactical risk registers which feed into the corporate risk register. The Risk Management Group maintains and reviews all business risks; the corporate risk register includes strategic, compliance, operational and financial risks, specifically including health and safety and climate change related risks.

The Risk Management Group comprises senior managers from across the business. The risks are assessed by subject matter experts and subject to independent challenge from our risk experts. Risks above our tolerance levels will have additional measures to manage and mitigate the risk exposure.

Every six months the Risk Management Group submits the corporate risk register and summary report to the Executive Leadership Team (ELT), comprising the Executive Directors.

The ELT scrutinises and challenges the risks included within the register, ensures that we have comprehensively classified and assessed our risks and have appropriate mitigation methods. Any significant emergent risks or material changes in existing risks are reported to the ELT and the Board as they arise.

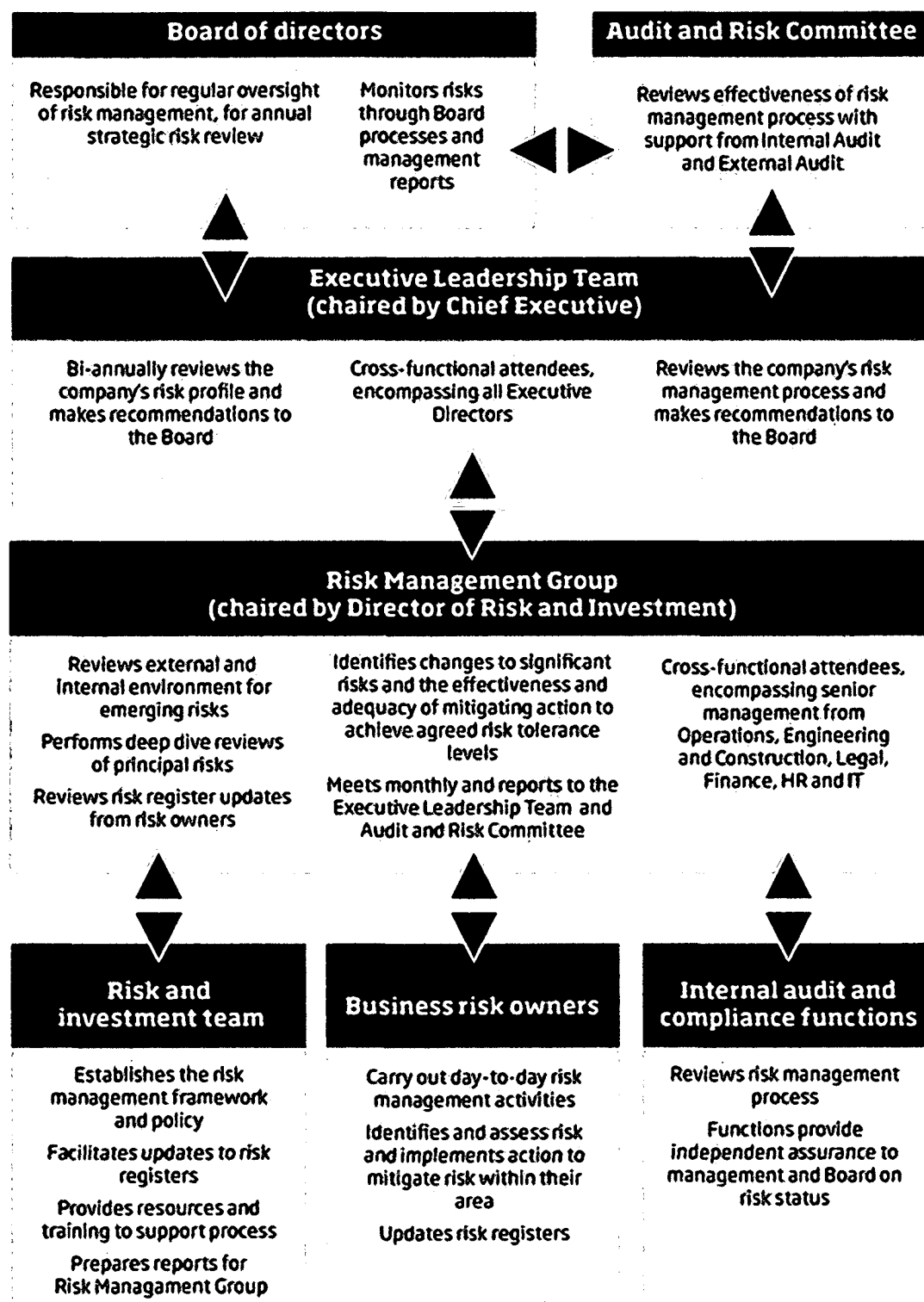
The CEO submits a bi-annual risk review paper to the Board for its review. This paper details the risk review process, identifies the current principal risks (listed below) to the business and the mitigation measures. It also records the status of emerging risks that have been identified as well as any proposed changes to risk appetite and tolerance for discussion at the Board.

The Board reviews the Company's risk identification and management policy annually and reviews the principal risks bi-annually. It delegates its authority to the Audit and Risk Committee for the review and oversight of the effectiveness of the risk management process. To aid it in doing this, the Audit and Risk Committee includes audits that review the status and mitigations of the principal risks when agreeing the annual Internal Audit programme.

STRATEGIC REPORT (continued)

Risk management governance

The diagram below explains the governance structure for risk management across the business.



STRATEGIC REPORT (continued)

We continuously review and improve the risk management framework. Since the last annual review, the following changes have been made:

- following the procurement of a governance, risk and compliance tool, the internal audit module has gone live and the operational and enterprise risk modules are well developed in preparation for rollout
- our existing risk management scoring for operational risks has been reviewed and data is being updated to reflect this revised approach
- the Board have reviewed the risk appetite framework and agreed appetite and tolerance positions.
- updating the definitions of our risk types to reflect the priorities of the Board following the review of the risk appetite framework.

Further improvements are planned as part of the implementation of our risk and investment framework over 2022-2023.

Principal risks

While the corporate risk register holds over 50 risks at any time, the principal risks are those that the Board consider could have a material impact on the capability of the business to perform its functions. All these risks are subject to active mitigation strategies and the Board considers that the Company is taking appropriate action to mitigate the severity and likelihood of those risks to an acceptable level.

Since 2020-21, we have revised our risk types to incorporate strategic, compliance, operational, and financial risks. The principal risks now include specific strategic risks.

In terms of risk trends, there continues to be a reducing level of resilience in the supply chain, particularly regarding chemicals. We are also experiencing challenges in recruitment of resources consistent with most other sectors. There are numerous discussions, reviews and challenges ongoing with regulators where tightening requirements and additional resilience are now expected, which places a burden on management at a time where costs are increasing above inflation and procurement times are getting longer.

We have summarised our principal risks below. Further information is then provided on each principal risk including a statement on the context, strategic objectives affected and the mitigation in place to address each risk.

STRATEGIC REPORT (continued)

Principal risk	Description	Risk exposure
Health and safety	Failure of operational controls or an external hazard that affects the health and safety of employees, contractors or the public	Stable
Political action	Actions taken by the government that fundamentally change the operating environment in which we work, affecting the business and/or cash flows.	Increasing
Regulatory action	Actions taken by regulators that fundamentally change the operating environment in which we work, affecting the business and/or cash flows.	Increasing
Reputation & positioning	National or regional issues arising that impact the perception of the business	Increasing
Environment & public value	The expectation on the business to create value beyond a focus on short term performance	Stable
Climate volatility	The natural environment changing due to greater climate volatility	Stable
Anti-competitive behaviour	Ineffective internal controls resulting in anti-competitive behaviour	Stable
Digital resilience	A malicious attack or failure of cyber security that results in the corruption or loss of data and/or inefficient operations	Stable
Supply of unfit water	External factors (e.g., contamination of supply or customer pipes) or internal factors (e.g., asset failure or poor operating performance) that results in the supply of unfit water affecting public health	Stable
Major pollution incident	External factors (e.g., sewer misuse or asset failure caused by a third party) or internal e.g., asset failure or poor operating performance) that results in a major pollution incident significantly affecting the natural environment	Stable
Insider threat	A disgruntled, vulnerable or radicalised employee or contractor causes malicious damage to operational activities and/or the company's reputation	Stable
Resources and skills	Failure to have the right resources with the right skills in the right place will have an impact on our ability to operate effectively and on our strategic objectives	Increasing
Failure to meet performance commitments	Failure to manage delivery of performance commitments resulting in a net penalty and/or reputational damage to the business	Stable
Pandemic infection	Loss of resources (goods/services/people) and/or revenue inhibit our ability to operate	Stable
Ability to raise finance	We are unable to fund the business sufficiently in order to meet our liabilities as they fall due	Stable
Supply chain failure	The supply chain for chemicals in particular has become increasingly more fragile.	Increasing

STRATEGIC REPORT (continued)

B. WESSEX WATER ENTERPRISES LTD

The Group generated turnover of £34.5m (2021 - £37.1m) from a number of activities in the Wessex Water Services Ltd region. The principal subsidiary is GENeco Ltd and the activities were the treatment of organic waste, power generation, food waste treatment, solicitors' searches and sale of industrial cooling water.

In 2017 the company commissioned a gas to grid plant at Avonmouth, Bristol sewage treatment works, allowing gas generated on site to be sent direct to the grid, a more efficient process than using the gas to generate electricity and then sending the electricity to the grid.

The company also has food waste contracts that are operated by 100% subsidiary GENeco (South West) Ltd and up until 1 August 2021, when its activities were transferred to Thermae Development Company Ltd, an industrial laundry business in Enterprise Laundry Services Ltd. Enterprise Laundry Services Ltd was dissolved on 26 April 2022.

C. SC TECHNOLOGY GMBH

Trading under the name Swiss Combi the turnover of the company for the year was £6.3m (2021 - £7.4m). The principal subsidiary in Holland operates two sludge drying plants and has long term contracts with two major customers.

D. ALBION WATER LTD

In 2016, WWL acquired 51% of Albion Water Ltd from Albion Water Group, acquiring the remaining 49% from the existing shareholders in 2021. The principal activity of Albion Water Ltd is to win water and sewerage inset appointments in the competitive market in England and Wales. On 8 March 2022 WWL sold its entire shareholding to an external party.

Turnover for the period to 8 March 2022 was £0.9m (2021 - £1.2m).

E. TURNBULL INFRASTRUCTURE & UTILITIES LTD

Incorporated in October 1998, Turnbull Infrastructure & Utilities Ltd (formerly Wessex Engineering & Construction Services Ltd) has bid for large scale projects within the utilities and infrastructure industries. Contracts undertaken during the year comprise a variety of activities at the Hinkley Point C construction site. Turnover for the year was £23.1m (2021 - £0.2m).

F. FLIPPER LTD

In 2017, WWL set up two new subsidiary companies, Wessex Concierge Ltd and its 100% subsidiary Wessex Concierge Services Ltd. The subsidiary company acquired 100% of the activities of Flipper Ltd, whose principal activity was energy switching for domestic customers in United Kingdom. Following the changes in the energy markets during 2021 the decision was made to close Flipper Ltd in Autumn 2021. The company was dissolved on 5 July 2022.

Turnover for the year was £0.1m (2021 - £0.4m).

G. YTL LAND & PROPERTY GROUP

On 8 July 2015 this company was incorporated to enable the Group to purchase land at Filton Airport near Bristol for future development opportunities in respect of housing and commercial property.

During the year construction continued on the first residential phase to deliver 302 dwellings on a 10 acre parcel of land located by the Blenheim roundabout on the northern edge of the site. A further 36 homes were legally completed and occupied and the construction of the first apartment blocks are nearing completion. In April 2022 the company submitted a new planning application for the development of the former Airport, which would increase the number of homes for delivery to up to 6,500.

The detailed design of the 17,000 capacity YTL Arena has continued to progress during the year as the company works towards commencing construction.

During the year the company engaged Savills (UK) Limited, an accredited independent valuer to provide a valuation of the Filton Airfield investment property as at 30 June 2022. This resulted in a value for development land of £98.8m, which produced a £3.5m revaluation gain as disclosed in note 15.

STRATEGIC REPORT (continued)

Acting to promote the success of the company (s.172 (1) statement)

Section 172 of the Companies Act 2006 requires a director of a company to act in good faith, as he or she considers will most likely promote the long-term success of the company for the benefit of all stakeholders as a whole.

This section sets out how the Board has had regard to the matters set out in s.172(1) (a) to (f) in particular:

- the likely consequence of any decision in the long term;
- the interests of the group's employees;
- the need to foster the group's business relationships with suppliers, customers and others;
- the impact of the group's operations on the community and the environment;
- the desirability of the group in maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the group.

In discharging our section 172 duty, our directors, individually and collectively as the Board, act as they consider will best promote the success of the Group, for the benefit of all our stakeholders. As part of this duty, our directors have regard for likely long-term consequences of decisions and the reputation of the business demonstrated through high standards of business conduct.

Our s172 duties have regard to our employees and to all our external stakeholders.

- **Employees** – The Board regards the group employees as critical to deliver the vision, values and outcomes needed to meet our wider stakeholder expectations. It has established a number of channels to allow employees to be heard whether to raise concerns, make improvement suggestions or simply to appreciate how we work with them. The People's Council is a forum attended by representatives across the whole business and allows any employee to raise agenda items for discussion through their representative. The Council is attended by Board Executive Directors and meets twice a year. In addition, the Group undertakes an annual anonymous employee survey, the actions and progress towards meeting them debated within the Board. The Group also has Employee roadshows, lunch and learn sessions and an 'Ask the CEO' on a regular basis to improve learning, appreciation of other departments and to share the messages from the Board. The Board specifically decided to not use the furlough scheme during the Covid-19 pandemic (see below).
- **External Stakeholders** – Our directors also have regard for our business relationships with our wider stakeholders; our social purpose, the impact of our operations on the environment and the communities we serve; as well as the need to act fairly to balance all stakeholder needs. Consideration of these factors and other relevant matters is embedded into all Board decision-making, strategy development and risk assessment throughout the year.

Our key stakeholders and how we engage with them are set out in the table on the next page.

STRATEGIC REPORT (continued)

Our key stakeholders and how we engage with them are set out in the table below;

Stakeholder group	What matters to our stakeholders?	Who?	Company engagement	Board level engagement and Impact
Customers Our aim is to be a world-leading water and sewerage company and we can only do this through providing customers with excellent service and value for money.	Our customers want an excellent service from us delivered efficiently at excellent value. They want bills to be affordable, and have the peace of mind that they are supported in times of need. They want excellent drinking water quality and waste removed without pollution. They want us to provide our services into the long-term, ensuring we have resilience through sustainable and responsible investment.	Residential Non-residential Those more vulnerable or facing difficult circumstances Minority/Under-represented groups Developers Retailers and bulk supply customers Future customers and generations, including children and students	Customer Challenge Group Customer feedback surveys Customer contacts Market research Feedback routes through customer magazine Website, including livechat Developer consultations Young People's Panel Working with schools and students Money Matters Projects NHS Key Worker Subsidy	Every Customer Matters Strategy Performance metrics Operational Resilience Young People's Panel Catchment Panel Environment and Public Value Committee and our Social Purpose Feedback from our customers and their representatives informs our strategy, values, priorities including (but not limited to) our business planning priorities, charges, and pricing strategy.
Customer representatives We value the opinions of all our customers and their representatives.	Our customer representatives want to ensure that we value all customers and engage fully with them to understand their requirements, needs and concerns. Our customer representatives want to provide unrestricted challenge to us for the betterment of all customers.	Organisations representing customers in general such as Citizens Advice, Consumer Council for Water (CCW) or particular representatives such as Bristol Age UK.	Customer Challenge Group Tailored Assistance Programme Online partner hub and roadshows CCW public meetings	Customer Challenge Group CCW public meetings Feedback from our customers and their representatives informs our strategy, values, priorities including (but not limited to) our business planning priorities, charges, and pricing strategy.
Our people Our people are the embodiment of our culture and allow us to provide excellent service to our customers. Our people are also our customers.	Our people strive for excellence in their work and want to be developed to their full potential, working in a fully inclusive workplace, be given opportunities to shine and be rewarded fairly for the work they do. They want to be valued and their health and wellbeing kept safe from harm.	Current employees and their families Retired employees and their families, Pension scheme members and trustee board Future employees Unions	People's council Employee survey 'Ask the CEO' Employee roadshows Lunch and Learn talks Apprenticeship Provision	People's council Ask the 'CEO' Pension Trustee Board Employee committee Health, safety and welfare committee We listen and act on our employees' opinions to provide our people with satisfying careers.
Our supply chain Excellent relationships with our suppliers are key to delivering excellent services to our customer and nurturing business and innovation within our communities.	Our suppliers want us to provide them with fair, open and competitive opportunities regardless of their size, so that both ourselves and they can grow and excel. Our suppliers want fair payment terms and assistance during times of economic hardship, so that they can support us in delivering critical services to our customers.	External suppliers Other group companies	Wessex Water marketplace Membership of British Water Pipeline Industries Guild CBI	Wessex Water marketplace Extension of liquidity to suppliers during Covid-19 Our suppliers have provided us with innovative and new ways of working to deliver more services for less. We listen and nurture our supply base ensuring that they have been supported during Covid-19.
Our investors Our investors provide the financial support to enable us to deliver our strategy and live our values.	Our investors want to support a company that provides reputational and financial benefits to them. They want long-term performance that is supported by sound strategy, planning, governance, risk management and sustainability.	Banks and financial institutions Bond holders Shareholder	Ratings agencies Annual Report	Ratings agencies Annual Report Dividends Our investors provide our financial resilience

STRATEGIC REPORT (continued)

Stakeholder group	What matters to our stakeholders?	Who?	Company engagement	Board level engagement and Impact
Government and Regulators Our Regulators provide the oversight to allow us to contribute to the UK as a nation, to support our environment, our public health standards and our economic infrastructure.	Our regulators and government want the best outcomes for our customers, the environment and resilience. They want us and the water industry to be responsible, trustworthy and transparent in all our activities.	Government departments MPs Local councillors Ofwat Environment Agency Natural England DWI Health & Safety Executive Pensions regulator Market Operator Services Ltd (MOSL)	Performance and risk reporting Strategic Policy Statement Price review methodology Charging Annual Review, Annual Performance Report and interim accounts Health liaison panel	Board meetings and Committees Pre-appointment interviews Business planning and target setting Health and Safety strategy Environment and Public Value Committee Our regulators inform our strategy, our business plans, our processes. They provide valuable input into everything we do.
Environmental NGOs We take our role as a custodian of our local environment seriously and with that the opinions of our environmental colleagues.	Our environmental colleagues want us to value, protect, preserve and enhance our local environment, and contribute to wider environmental improvement.	Wildlife interests Bathing water and river amenity interests Catchment and Land Management Waste minimisation	Catchment Panel Wessex Water Foundation Liaison groups	Environment and Public Value Committee We embed the opinions of our environmental colleagues into our aspirational direction and priorities.

The following case studies for WWSL provide some examples of how stakeholder interests have been taken into account in Board discussions and principal decisions taken during the reporting year. Principal decisions are central to the formation and delivery of our strategy and are those critical to our long-term performance and success. In any decision we consider the needs and requirements of all of our stakeholder groups, cognisant that we may not be able to meet everyone's requirements as positively as we would like and take careful consideration of competing priorities.

Principal decision 1 – Health and Safety

The Company enhanced its focus on health and safety by establishing a dedicated committee supported by an advisory board of external specialists of leading health and safety and process safety experts. In doing so the Board updated its health, safety and wellbeing strategy to a clear message outlining pillars of focus on leadership, risk, culture, reporting and occupational health and wellbeing. This decision was considered in the best interests of all stakeholders, providing an opportunity to become a valued employer and business-partner maintaining the company's reputation as a great place to work with its high standards of business conduct in the long-term. These pillars and the dedicated focus from the Committee has enabled a clearer focus on process safety and high hazard activities, enhanced training across the company, implementation of a five-step culture maturity model to embed a behavioural safety culture, improved reporting of near misses, observations, incidents and the related actions. The Board, through the Committee, decided to meet more than the minimum four times a year to provide focus across all areas of the strategy delivery and to accelerate continuous improvement.

STRATEGIC REPORT (continued)

Principal decision 2 – PR24 Process

The Board created a new working group consisting of the Board members to oversee the PR24 business planning process for AMP8 (2024-2029) in detail. This allows the Company's strategic direction statement and outcomes based environmental regulation approach focus to be embedded throughout the business plan submission to Ofwat. The Board believes this approach is in the interest of all stakeholders and has been liaising with regulators on this changed approach. The Board considered the risk that regulators defer this approach to a later AMP was too high given the environmental challenges of carbon neutrality, asset resilience and environmental pollutions. The company is working with this stakeholder group to address any concerns, and the approach for PR24 is not yet decided on by the regulator.

Principal decision 3 – Risk Management

The Board is ultimately responsible for the risk taken by the company and review the risk profile on a regular basis including assessing and updating the risk appetite and tolerance levels. Information to assess the risks comes from many sources internally and externally, including (but not limited to) performance metrics, changes in legislation, regulatory requirements, national and international events and crisis, environmental concerns and corporate image. The Board agreed, after its regular review of risk, the addition of:

- climate volatility as a strategic risk – as this underpins other key risks that sit across all levels of the company and is key to our Environmental Performance Assessment (currently scored as four-star leading). The Board's tolerance for a category 1 environmental pollution remained at a zero-tolerance approach. However, increasing volatility of weather systems, global warming and the increasing likelihood and impact from these events warranted a distinct risk opposed to a driver behind all other risks.
- cybersecurity and digital resilience – the Board required this to be shown as an increasing issue, given the increasing attempts and incidences of cyber security attacks across all companies and the critical services that the company provides.

The Board manages its risks on an ongoing basis to discharge its duties for managing the company business for the long term, in the interests of all stakeholders. The Board's decision to maintain its zero tolerance on category 1 pollution incidents is supported by regulators, environmental groups, our shareholder investor and our employees. The Board's decision on cybersecurity risk is in the interest of our customers concerning the protection of their data, and the operational resilience and provision of services.

Principal decision 4 – Sustainable Financing

The Board has agreed delivery of a sustainable finance framework that aligns our sustainability strategy to our business plan commitments and our financing ambitions through the use of targeted ESG (Environmental, Social and Governance) financing. The Board has identified future financing as a key enabler and an opportunity to deliver the long-term strategy through its renewed strategic direction. The decision to finance through sustainable investment in the future is in the interests of all stakeholders. This approach supports the Board's focus on being an exemplar and to perform a wider role in society as a trusted company that takes care of the natural world and improves the environment for future generations.

STRATEGIC REPORT (continued)

Principal decision 5 – Trowbridge Water Recycling Works Capital Scheme

The Board approved a £6m capital scheme at Trowbridge to improve the phosphorous removal at the site. The capital works are driven by the delivery of the Water Framework Directive and are part of the Environment Agency's (EA) Water Industry National Environment Programme (WINEP). The scheme is also part of the wider catchment work being undertaken in the Bristol Avon to reduce phosphorous levels across the catchment. Early in PR19, the Company considered potential schemes at different sites within the catchment and identified some as having disproportionately high costs associated with minimal length of improvement to water body. The Company worked with the EA on alternative options other than those within the original WINEP. A solution that reduced capital investment work at the smaller water recycling centres by application of an upstream solution at Trowbridge offered better water quality improvement, with fewer technical issues, and for both a lower total capital expenditure and operational expenditure. The decision to complete the capital scheme at Trowbridge was considered to be in the best interests of the wider catchment, environment and the customer.

The strategic report was approved by the Board of Directors on 21 September 2022 and signed on its behalf by:

A handwritten signature in black ink, appearing to be 'Colin Skellett', with a stylized, sweeping flourish extending to the right.

Colin Skellett
Director

DIRECTORS' REPORT

The Directors present their Directors' Report and the financial statements for the year to 30 June 2022.

Directors

The Directors of the Company during the year and subsequently were:

Colin Skellett

Mark Watts

Francis Sock Ping Yeoh

Seok Kah Dato Yeoh

Seok Hong Yeoh

Seok Kian Yeoh

Directors' Interests

During the year no Director was materially interested in any contract with the Company or with any of its subsidiaries.

Directors' Emoluments

	Salary	Bonus	LTIP	Benefits	Pension	Total 2021-22 £000	Total 2020-21 £000
	£000	£000	£000	£000	£000		
Colin Skellett	466	480	-	36	-	982	1,037
Mark Watts	243	-	-	-	-	243	1,542
Total	709	480	-	36	-	1,225	2,579

Directors' emoluments and share interests in respect of services to group companies for Francis Sock Ping Yeoh, Seok Kah Dato Yeoh, Seok Hong Yeoh and Seok Kian Yeoh are shown in the accounts of YTL Power International Berhad and YTL Corporation Berhad, the pre-penultimate holding company. There were no material services to the company.

No directors are accruing benefits under Group pension schemes.

Directors' Share Interests

Shares held

The ordinary shares of YTL Power International Berhad of Malaysian Ringgit RM0.50 held were:

	At 30 June 2021	Movements	At 30 June 2022
Mark Watts	395,790	-	395,790

There is no requirement for directors to hold shares in the company.

DIRECTORS' REPORT (continued)

Dividends

The dividend policy is to declare dividends consistent with the Company's performance and prudent management of the economic risk of the business. The Board of YTL Utilities (UK) Ltd ensures that its gearing stays at or below 70% in order to secure the current credit ratings and ongoing access to the capital markets. The dividend is shown in note 10.

Going concern

The Directors have considered the financial position of the group and have concluded that they will be able to meet their liabilities as they fall due. For these purposes this is taken to mean a period of 12 months from the date of approval of these accounts to 30 September 2023. In coming to this conclusion, the directors have evaluated the impact post the pandemic on revenues and debt collectability and reviewed the financing requirements of the group for the 12-month period from the date of the approval of these accounts to 30 September 2023.

The Directors have noted there is a need for refinancing subsidiary debt falling due within 12 months, in particular a £50m index linked bond due in July 2023. In order to facilitate this repayment, the group secured a £75m term loan facility in February 2022. The group also continues to have access to £130m of undrawn bank facilities if required.

The impact of high inflation has had a negative effect on the Company's index linked debt and by association the interest cover ratios. In light of this, the Company has agreed a covenant amendment with its lenders for the testing periods to the 31 March 2024. After this date the covenants will revert to their original status pending an ongoing renegotiation of the covenant calculation.

As part of these financial statements, a long-term viability statement for the largest subsidiary has been prepared which extends to March 2030 and against which 27 scenarios of varying severity have been modelled, all of which include the impact of the pandemic. In the few most severe cases where multiple shocks were modelled, the impacts were short lived and did not affect the underlying viability of the group during the going concern period to the end of September 2023.

Therefore, the Directors have prepared the accounts on a going concern.

Streamlined Energy and Carbon Reporting

The Group carbon reporting is disclosed in Wessex Water Services Limited financial statements as this is the only company captured by the requirements. These accounts can be viewed at:

<https://corporate.wessexwater.co.uk/our-performance/annual-review>

Sustainability

The Group has a sustainability vision that guides its progress towards being a sustainable water group. The sustainability vision is reviewed bi-annually.

We are honest in the way we conduct our business. We treat one another, our customers and the environment with respect.

Ethical policy

We are determined to maintain our reputation as a Company that observes the highest standards of personal and corporate integrity by adhering to a strict code of business ethics. We aim to be the best and value everyone's contribution in our pursuit of excellence.

Our People

It takes great people and great teamwork to provide our services. That's why we encourage and reward our employees for their contribution to achieving our aims. We seek their ideas and put them into practice, celebrate success and encourage them to go the extra mile. This year we launched our People Programme, a dedicated programme of initiatives to address current and future strategic people priorities in areas including resourcing, talent management, reward and recognition, future working, diversity and employee wellbeing.

Our apprenticeship strategy is proving successful for both the Company and the local community, offering secure employment opportunities across our region.

DIRECTORS' REPORT (continued)

Employment

The Group is an equal opportunities employer. No person or group of persons applying for a job with the group is treated less favourably than any other person or groups of persons because of their gender, race, class, colour, nationality, ethnic origin, marital status, sexual orientation, age, trade union membership or activity, religious belief or physical or mental disability. Selection procedures and criteria ensure that individuals are selected and promoted on the basis of their relevant merits and abilities. These procedures are monitored and regularly reviewed. Where necessary, the Group provides staff with special training facilities to enable them to compete or qualify for positions, or to progress, within the Group.

Modern Slavery Act

The Group is committed to meeting the aims of the Modern Slavery Act 2015. We strongly oppose slavery and human trafficking in our supply chains and in any part of our business. To be trusted to do the right thing is one of our core values. We would never knowingly engage with suppliers or contractors involved in slavery or human trafficking. In accordance with the requirements of the Act we have published on our website a Slavery and human trafficking statement 2018.

Environment Policy

The Group protects, conserves and improves the environment and operates in a socially responsible manner. Working practices are continually revised as improved techniques and technologies become available. The environment policy is reviewed annually.

Research and Development

The Group carried out research and development in support of existing activities to improve the reliability and effectiveness of water and waste water services.

Market Value of Land and Buildings

In the opinion of the Directors, the market value of land and buildings of the Group exceeds the book value of these assets at 30 June 2022.

Charitable and political donations

We aspire to be responsible members of our community as it reflects our aim of doing the right thing. It is also important to colleagues, customers and our shareholder.

During the year £4.0m was donated to UK charities (2021 – £2.9m). There were no political donations in either year.

Supplier Payment Policy

We need to maintain relationships with suppliers who meet our high standards and demonstrate that they operate in accordance with recognised standards that uphold human rights and safety, prohibit modern slavery and promote sustainable sourcing.

The policy in respect of its suppliers is to agree the payment terms for transactions in advance and to make payments in accordance with those terms. At 30 June 2022 trade creditors represented approximately 20 days trade purchases (2021 – 24 days). The Group does not follow any specific external code or standard on payment policy.

Corporate Governance

WWSL is required, under Condition F of its Instrument of Appointment as a water and sewerage undertaker, to take account of the principles of good governance in the UK Corporate Governance Code as approved for the purposes of the Listings Rules of the Financial Services Authority. Details of compliance are shown in the Regulatory Accounts and Annual Report and accounts of WWSL whose registered address is Wessex Water Operations Centre, Claverton Down, Bath, BA2 7WW.

Disclosure of Information to the Auditor

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Group's auditor is unaware; and each Director has taken all the steps that ought to have been taken as a Director to make themselves aware of any relevant audit information and to establish that the Group's auditor is aware of that information.

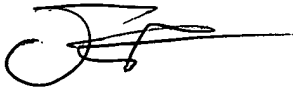
DIRECTORS' REPORT (continued)

Other Information

An indication of likely future developments in the business and particulars of significant events which have occurred since the end of the financial year have been included in the Strategic Report on pages 2 to 18. Information on the use of financial instruments by the Company are shown in note 27 to the financial statements.

Re-appointment of Auditor

Following a resolution of the Board Ernst & Young LLP were re-appointed as the auditor of the Company for the current financial year.

A handwritten signature in black ink, appearing to be 'C Skellett', with a long horizontal line extending to the right.

By order of the Board
Colin Skellett
Director

21 September 2022

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable United Kingdom 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 parent company financial statements in accordance with UK adopted international accounting standards. 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 the company and of the profit or loss of the group and the company for that period.

In preparing these financial statements the directors are required to:

- select suitable accounting policies in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the group and company financial position and financial performance;
- in respect of the group financial statements, state whether international accounting standards in conformity with the requirements of the Companies Act 2006 have been followed, subject to any material departures disclosed and explained in the financial statements;
- in respect of the parent company financial statements, state whether international accounting standards in conformity with the requirements of the Companies Act 2006, 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 appropriate to presume that the company and/ or the group will not continue in business.

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

Under applicable law and regulations, the directors are also responsible for preparing a strategic report, directors' report, directors' remuneration report and corporate governance statement that comply with that law and those regulations. The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

Directors' responsibility statement

The directors confirm, to the best of their knowledge:

- that the consolidated financial statements, prepared in accordance with UK adopted international accounting standards, give a true and fair view of the assets, liabilities, financial position and profit of the parent company and undertakings included in the consolidation taken as a whole;
- that the annual report, including the strategic report, includes a fair review of the development and performance of the business and the position of the group and undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face; and
- that they consider the annual report, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the group's position, performance, business model and strategy.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF YTL UTILITIES (UK) LIMITED

Opinion

We have audited the financial statements of YTL Utilities (UK) Limited ('the parent company') and its subsidiaries (the 'group') for the year ended 30 June 2022 [which comprise Consolidated Income Statement, the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Financial Position, the Company Statement of Financial Position, the Group Statement of Changes in Equity, the Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows and the Company Statement of Cash Flows and the related notes 1 to 35, 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 section 408 of the Companies Act 2006.

In our opinion:

- the financial statements give a true and fair view of the group's and of the parent company's affairs as at 30 June 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 as applied in accordance with section 408 of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements 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 are independent of the group 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

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. Our evaluation of the directors' assessment of the group and parent company's ability to continue to adopt the going concern basis of accounting included:

- We gained an understanding of the process undertaken by management to perform the going concern assessment, including their assessment of risk and evaluation of the ongoing economic uncertainty and associated inflationary pressures including discussion with management to ensure all key factors were taken into account.
- We obtained management's forecast cash flows and covenant calculations covering the period from the date of signing to 30 September 2023 and we agreed these to the Board and regulatory approved budgets and forecasts.
- We tested the mathematical accuracy of the cash flows, as well as the calculation of the forecast covenants.
- We considered the Group's access to available sources of liquidity and agreed available facilities to underlying agreements and the extent of drawings thereunder to external confirmations.
- We performed the forecast covenant testing and considered any indicator of breach.
- We challenged management by reperforming and building our own point of estimate, in respect of the assumptions used in the going concern assessment and reverse stress test reflecting their principal risks and uncertainties and considering the impact these risks would have on liquidity and on compliance with financial covenants, and whether the scenarios have no more than a remote possibility of occurring.
- We understood and challenged the Board's controllable mitigation plans and the forecast impact on the ability of the business to operate within its financial covenants. We obtained supporting documentation to evaluate the plausibility and achievability of management's mitigation plans considering actions delivered to date.

- We compared forecast future cashflows to historical data, ensuring variations are in line with our expectations, such as historical performance, and understanding of the business and considered the reliability of past forecasts.
- We considered the results of other audit procedures and other knowledge obtained in the audit and whether it was consistent with or contradicted management's assumptions.
- Inquired of management as to their knowledge of events or conditions beyond the period of their assessment that may cast significant doubt on the entity's ability to continue as a going concern
- We assessed the appropriateness of disclosures within the Annual Report and Accounts.

Our key observations

- In February 2022, the Group secured a £75 million term loan facility, providing the Group with access to funds to repay the £50 million index linked bond due in July 2023.
- The Group also has £225 million of revolving bank facility available to draw upon during the going concern period, £95 million of which has been drawn down at 30 June 2022.
- The impact of high inflation has had a negative effect on the Group's index linked debt and by association the interest cover ratios. The Group has agreed a covenant amendment with its lenders for the testing periods to 31 March 2024. After this date the covenants will revert to their original status pending an ongoing renegotiation of the covenant calculation.

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 parent company's ability to continue as a going concern for a period of 12 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. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's ability to continue as a going concern.

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 this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

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 directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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 directors' responsibilities statement set out on page 23, 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.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. 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 or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Group and determined that the most significant are:
 - International Accounting Standards
 - Financial Reporting Council (FRC)
 - Tax legislation (Governed by HM Revenue and Customs)
 - General Data Protection Regulation
 - The UK Bribery Act
 - Anti-Money Laundering Legislation
 - Health & Safety Legislation
 - Wates Principles
 - Ofwat regulations
 - The Water Act 2003
 - Environment Act 1995
- We understood how YTL Utilities (UK) Limited is complying with those frameworks by making enquiries of management to understand how the company maintains and communicates its policies and procedures in these areas. We evaluated the entity level control environment through discussions with management and company in-house legal counsel, inspections and observations in the control environment to understand procedures implemented by management to reduce the opportunities for fraudulent transactions.

- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by inquiring with management and those charged with governance and performing a walkthrough of the financial statement closing process. We understood the programmes and controls that the company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls. We determined revenue recognition to be a fraud risk due to management override of controls, therefore we tested manual journal entries posted to revenue, focusing on journals around the year end, and also performed year end cut off procedures. Further, we performed overall analytical procedures to assess the fairness of the overall financial performance and the position as at and for the year ended. In relation to management override we used data analytics to sample from the entire population of journals, identifying specific transactions which did not meet our expectations based on specific criteria, to investigate to gain an understanding and agree to source documentation.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved making enquiries of key management and in-house legal counsel, reviewing key policies, inspecting legal registers and correspondence of non-compliance from the relevant authorities and reports from any external legal teams, and reading board meeting minutes. We performed journal entry testing to ensure that there are no unusual legal or penalty expenses incurred during the year that haven't been disclosed and to ensure that the management is in compliance with the applicable framework. For any non-compliance noted, we assessed the accounting implications and read the financial statements to evaluate the appropriateness of the disclosures.
- The Company operates in the water sector which is highly regulated. As such the Senior Statutory Auditor considered the experience and expertise of the engagement team to ensure that the team had the appropriate competence and capabilities, which included the use of an expert where appropriate.

A further description of our responsibilities for the audit of the financial statements is located 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 Group'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 Group'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 Group and the Group's members as a body, for our audit work, for this report, or for the opinions we have formed.

Ernst & Young LLP

Paul Mapleston (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Bristol
21 September 2022

**Consolidated income statement
for the year ended 30 June 2022**

	<i>Note</i>	2022 £m	2021 £m (Restated, Note 2)
Revenue	4	746.7	685.5
Charge for bad and doubtful debts		(18.2)	(15.9)
Other operating costs	5	(586.0)	(514.5)
Total operating costs	5	(604.2)	(530.4)
Other Income		7.9	9.3
Net valuation gains and losses	15,16	3.2	15.2
Operating profit	3	153.6	179.6
Financial income	8	0.1	0.5
Financial expenses	8	(96.6)	(91.0)
Net financing expense		(96.5)	(90.5)
Profit before tax		57.1	89.1
Taxation	9	(12.3)	(117.9)
Profit/(loss) for the year		44.8	(28.8)
Attributable to:			
Equity holders of the parent		45.3	(29.0)
Non-controlling interest	26	(0.5)	0.2
Profit/(loss) for the year		44.8	(28.8)

During the year YTL Utilities (UK) Ltd (the Company) made a profit after tax of £67.9m (2021 - £59.9m).

Consolidated statement of comprehensive income
for the year ended 30 June 2022

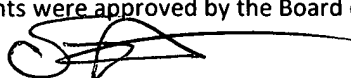
	<i>Note</i>	2022 £m	2021 £m (Restated, Note 2)
Profit/(loss) for the year		44.8	(28.8)
Other comprehensive income			
<i>Items that will not be reclassified to profit or loss:</i>			
Remeasurements of defined benefit liability	22	96.4	80.5
Income tax on items that will not be reclassified to profit or loss	9	(24.1)	(57.2)
		72.3	23.3
<i>Items that are or may be reclassified subsequently to profit or loss:</i>			
Foreign currency translation differences – foreign operations		(0.4)	0.2
		(0.4)	0.2
Other comprehensive income for the year, net of income tax		71.9	23.5
Total comprehensive income for the year		116.7	(5.3)
Profit attributable to:			
Equity holders of the parent		45.3	(29.0)
Non-controlling interest		(0.5)	0.2
Profit/(loss) for the year		44.8	(28.8)
Total comprehensive income attributable to:			
Equity holders of the parent		117.2	(5.5)
Non-controlling interest		(0.5)	0.2
Profit/(loss) for the year		116.7	(5.3)

Statements of financial position
At 30 June 2022

	Note	Group 2022 £m	Group 2021 £m (Restated, Note 2)	Group 2020 £m (Restated, Note 2)	Company 2022 £m	Company 2021 £m
Non-current assets						
Property, plant and equipment	12	4,123.3	4,024.1	3,889.6	-	-
Intangible assets	13	55.1	53.7	60.1	-	-
Investment properties	15	98.8	110.3	88.7	-	-
Investments in subsidiaries	14	-	-	-	351.3	351.3
Non-current financial assets	16	2.2	0.5	-	-	-
Retirement benefit surplus	22	33.5	-	-	-	-
		4,312.9	4,188.6	4,038.4	351.3	351.3
Current assets						
Inventories	17	41.6	29.8	20.0	-	-
Trade and other receivables	18	235.9	226.6	208.7	148.9	137.1
Corporation tax receivable		9.6	5.7	3.0	-	-
Other financial assets		-	-	98.0	-	-
Cash and short-term deposits	19	6.5	337.3	37.2	0.4	0.7
		293.6	599.4	366.9	149.3	137.8
Total assets		4,606.5	4,788.0	4,405.3	500.6	489.1
Current liabilities						
Bank overdraft	19	(17.9)	(4.5)	(8.6)	-	-
Other interest-bearing loans and borrowings	20	(48.3)	(401.6)	(8.6)	-	-
Trade and other payables	21	(320.3)	(316.9)	(273.3)	(213.4)	(212.2)
Provisions	24	(1.2)	(0.1)	(0.1)	-	-
		(387.7)	(723.1)	(290.6)	(213.4)	(212.2)
Non-current liabilities						
Other interest-bearing loans and borrowings	20	(2,673.6)	(2,525.8)	(2,599.3)	(200.9)	(189.4)
Contract liabilities	21	(5.4)	(5.6)	(5.0)	-	-
Retirement benefit deficit	22	(0.8)	(76.1)	(165.1)	-	-
Deferred grants & contributions	23	(309.8)	(313.6)	(307.3)	-	-
Deferred tax liabilities	25	(631.6)	(591.8)	(420.7)	-	-
		(3,621.2)	(3,512.9)	(3,497.4)	(200.9)	(189.4)
Total liabilities		(4,008.9)	(4,236.0)	(3,788.0)	(414.3)	(401.6)
Net assets	3	597.6	552.0	617.3	86.3	87.5
Equity						
Share capital	26	-	-	-	-	-
Retained earnings		597.5	549.4	613.9	86.3	87.5
Non-controlling interests	26	0.1	2.6	3.4	-	-
Total equity		597.6	552.0	617.3	86.3	87.5

These financial statements were approved by the Board of Directors on 21 September 2022 and were signed on its behalf by:

Colin Skellett – Director



Consolidated Statement of changes in equity
For the year ended 30 June 2022

Group

	<i>Note</i>	Share capital (Note 26)	Retained earnings	Non- controll- ing interests	Total equity
		£m	£m	£m	£m
Balance at 1 July 2020		-	615.6	3.4	619.0
Effect of change in accounting policy	2	-	(1.7)	-	(1.7)
Balance at 1 July 2020 (restated)		-	613.9	3.4	617.3
Total comprehensive income for the year					
(Loss) for the year (restated)		-	(29.0)	0.2	(28.8)
Other comprehensive income		-	23.5	-	23.5
Total comprehensive income for the year		-	(5.5)	0.2	(5.3)
Acquisition of subsidiaries					
Further investment in existing subsidiaries		-	-	(1.0)	(1.0)
Transactions with owners, recorded directly in equity					
Dividends	10	-	(59.0)	-	(59.0)
Total contributions by and distributions to owners		-	(59.0)	-	(59.0)
Balance at 30 June 2021 (restated)		-	549.4	2.6	552.0
Balance at 1 July 2021 (restated)		-	549.4	2.6	552.0
Total comprehensive income for the year					
Profit for the year		-	45.3	(0.5)	44.8
Other comprehensive income		-	71.9	-	71.9
Total comprehensive income for the year		-	117.2	(0.5)	116.7
Acquisition of subsidiaries					
Further investment in existing subsidiaries		-	-	(2.0)	(2.0)
Transactions with owners, recorded directly in equity					
Dividends	10	-	(69.1)	-	(69.1)
Total contributions by and distributions to owners		-	(69.1)	-	(69.1)
Balance at 30 June 2022		-	597.5	0.1	597.6

Statement of Changes in Equity
for the year ended 30 June 2022

Company

	<i>Note</i>	Share capital (Note 26)	Retained earnings	Non- controll- ing interests	Total equity
		£m	£m	£m	£m
Balance at 1 July 2020		-	86.6	-	86.6
Total comprehensive income for the year					
Profit for the year		-	59.9	-	59.9
Other comprehensive income		-	-	-	-
Total comprehensive income for the year		-	59.9	-	59.9
Transactions with owners, recorded directly in equity					
Dividends	10	-	(59.0)	-	(59.0)
Total contributions by and distributions to owners		-	(59.0)	-	(59.0)
Balance at 30 June 2021		-	87.5	-	87.5
Balance at 1 July 2021		-	87.5	-	87.5
Total comprehensive income for the year					
Profit for the year		-	67.9	-	67.9
Other comprehensive income		-	-	-	-
Total comprehensive income for the year		-	67.9	-	67.9
Transactions with owners, recorded directly in equity					
Dividends	10	-	(69.1)	-	(69.1)
Total contributions by and distributions to owners		-	(69.1)	-	(69.1)
Balance at 30 June 2022		-	86.3	-	86.3

Statements of cash flows
for year ended 30 June 2022

	<i>Note</i>	Group 2022 £m	Group 2021 £m (Restated, Note 2)	Company 2022 £m	Company 2021 £m
Cash flows from operating activities					
Profit/(loss) for the year		37.0	(28.8)	67.9	59.9
<i>Adjustments for:</i>					
Depreciation, amortisation and impairment	5	138.1	133.0	-	-
(Gain) on disposal of property, plant and equipment	5	(3.5)	(5.9)	-	-
(Gain) on disposal of subsidiary		(0.9)	-	-	-
Decrease in Fair Value of investments	16	0.3	-	-	-
(Increase) in Fair Value of investment properties	15	(3.5)	(15.2)	-	-
Financial income	8	(0.1)	(0.5)	(80.7)	(70.4)
Financial expense	8	96.6	91.0	8.0	6.7
Taxation		12.3	117.9	-	-
		276.3	291.5	(4.8)	(3.8)
(Increase) in trade and other receivables		(9.3)	(23.5)	(12.9)	(14.0)
(Increase) in inventories		(11.8)	(9.8)	-	-
Increase/(decrease) in trade and other payables		13.4	48.9	1.2	5.0
(Decrease) in provisions and employee benefits		(12.4)	(10.7)	-	-
		(20.1)	4.9	(11.7)	(9.0)
Tax paid		-	(6.8)	-	-
Net cash from operating activities		256.2	289.6	(16.5)	(12.8)
Cash flows from investing activities					
Proceeds from sale of property, plant and equipment		4.2	10.2	-	-
Proceeds from infrastructure charges and capital contributions		5.5	6.8	-	-
Acquisition of property, plant and equipment		(215.6)	(271.3)	-	-
Acquisition of intangible assets		(11.7)	(3.8)	-	-
Interest received		0.2	0.4	-	-
Dividends received		-	-	79.7	59.0
Acquisition of investments		-	(0.2)	-	-
Acquisition of investment property		-	(1.4)	-	-
Proceeds from disposal of subsidiary		0.7	-	-	-
Proceeds from sale of financial instruments		-	98.0	-	-
Net cash from investing activities		(216.7)	(161.3)	79.7	59.0
Cash flows from financing activities					
Proceeds from borrowings		171.3	314.2	11.5	14.0
Interest paid		(79.5)	(71.8)	(6.9)	(3.5)
Repayment of borrowings		(407.1)	(8.9)	-	-
Payment of principal portion of lease liabilities		(0.3)	(1.1)	-	-
Dividends paid		(68.1)	(56.5)	(68.1)	(56.5)
Net cash from financing activities		(383.7)	175.9	(63.5)	(46.0)
Increase/(decrease) in cash and cash equivalents		(344.2)	304.2	(0.3)	0.2
Cash and cash equivalents at 1 July		332.8	28.6	0.7	0.5
Cash and cash equivalents at 30 June	18	(11.4)	332.8	0.4	0.7

Notes to the financial statements

1. Accounting policies

1.1 Basis of preparation

YTL Utilities (UK) Limited (the "Company") is a private company incorporated, domiciled and registered in England in the UK. The registered number is 04341837 and the registered address is Wessex Water Operations Centre, Claverton Down Road, Bath, BA2 7WW.

The group financial statements consolidate those of the Company and its subsidiaries (together referred to as the "Group") and equity account the Group's interest in associates and joint ventures. The parent company financial statements present information about the Company as a separate entity and not about its group. Both the parent company financial statements and the group financial statements have been prepared and approved by the Directors in accordance with UK adopted international accounting standards. On publishing the parent company financial statements here together with the group financial statements, the Company is taking advantage of the exemption in s408 of the Companies Act 2006 not to present its individual income statement and related notes that form a part of these approved financial statements.

In preparing these financial statements the Directors have considered the impact of climate change including but not limited to the impairment of assets and compliance with regulations and are satisfied there is currently no material impact on the group's financial performance and position.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these consolidated financial statements. Judgements made by the Directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 34.

1.2 Measurement convention

The consolidated financial statements have been prepared on a historical cost basis, except for investment properties and investments that have been measured at fair value. The consolidated financial statements are presented in pounds sterling which is the groups functional and presentational currency.

1.3 Going concern

The Directors have considered the financial position of the group and have concluded that they will be able to meet their liabilities as they fall due. For these purposes this is taken to mean a period of 12 months from the date of approval of these accounts to 30 September 2023. In coming to this conclusion, the directors have evaluated the impact post the pandemic on revenues and debt collectability and reviewed the financing requirements of the group for the 12-month period from the date of the approval of these accounts to 30 September 2023.

The Directors have noted there is a need for refinancing subsidiary debt falling due within 12 months, in particular a £50m index linked bond due in July 2023. In order to facilitate this repayment, the group secured a £75m term loan facility in February 2022. The group also continues to have access to £130m of undrawn bank facilities if required. The impact of high inflation has had a negative effect on the Company's index linked debt and by association the interest cover ratios. In light of this, the Company has agreed a covenant amendment with its lenders for the testing periods to the 31 March 2024. After this date the covenants will revert to their original status pending an ongoing renegotiation of the covenant calculation.

As part of these financial statements, a long-term viability statement for the largest subsidiary has been prepared which extends to March 2030 and against which 27 scenarios of varying severity have been modelled, all of which include the impact of the pandemic. In the few most severe cases where multiple shocks were modelled, the impacts were short lived and did not affect the underlying viability of the group during the going concern period to the end of September 2023.

Therefore, the Directors have prepared the accounts on a going concern.

1.4 Foreign currency

Transactions in foreign currencies are translated into sterling at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Notes to the financial statements (*continued*)

1. Accounting policies (*continued*)

1.5 Financial instruments

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and bank deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. The Group initially measures a financial asset at its fair value plus transaction costs.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Subsequent measurement

Financial assets at amortised cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and;
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to expected credit loss. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's financial assets at amortised cost includes intercompany loans repayable in more than 12 months, and interest receivable.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or;
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.5 Financial instruments (continued)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables and loans and borrowings.

Subsequent measurement - Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

This category generally applies to interest-bearing loans and borrowings. For more information, refer to Note 20.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

1.6 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Leases in which the Company assumes substantially all the risks and rewards of ownership of the leased asset are classified as finance leases. Where land and buildings are held under leases the accounting treatment of the land is considered separately from that of the buildings. Leased assets acquired by way of finance lease are stated at an amount equal to the lower of their fair value and the present value of the minimum lease payments at inception of the lease, less accumulated depreciation and less accumulated impairment losses.

Under IFRS 15 sewers adopted at nil cost to the Group are included in property, plant and equipment at a fair value, which is the estimated cost of construction and depreciated at the same rate as infrastructure assets.

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Land is not depreciated. The estimated useful lives are as follows:

- Land and buildings 10 to 80 years
- Infrastructure assets 60 to 150 years
- Plant, equipment and vehicles 2 to 30 years
- Office & IT equipment 3 to 10 years

Infrastructure assets comprise 8 components:

Impounding reservoirs 150 years, raw water mains 100 years, treated water mains 100 years, communication pipes 60 years, sewers 125 years, sewage pumping stations 60 years, combined sewer overflows 80 years and sea outfalls 60 years.

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.7 Intangible assets and goodwill

Goodwill

Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to cash-generating units and is not amortised but is tested annually for impairment.

Research and development

Expenditure on research activities is recognised in the income statement as an expense as incurred.

Other intangible assets

Other intangible assets that are acquired by the Group are stated at cost less accumulated amortisation and less accumulated impairment losses.

Amortisation

Amortisation is charged to the income statement on a straight-line basis over the estimated useful lives of intangible assets unless such lives are indefinite. Intangible assets with an indefinite useful life are systematically tested for impairment at each balance sheet date. Other intangible assets are amortised from the date they are available for use. The estimated useful lives are as follows:

- | | |
|--|----------|
| • External customer lists | 10 years |
| • Specialised computer software | 10 years |
| • In-house computer software development | 5 years |
| • Other computer software development | 3 years |

Impairment of intangible assets

Determining whether intangible assets are impaired requires an estimation of the value in use of those assets. The value in use calculation requires the Group to estimate the future cash flows expected to arise from those assets and apply a suitable discount rate in order to calculate the present value.

1.8 Investment property

Investment properties include those portions of buildings that are held for long term rental yields and/or for capital appreciation and freehold land and/or land under leases that is held for long-term capital appreciation or for a currently indeterminate use. Investment properties include properties that are being constructed or developed for future use as investment properties.

Investment properties are measured initially at cost and subsequently at fair value with any change therein recognised in profit or loss for the period in which they arise. Where the fair value of the investment property under construction is not reliably determinable, the investment property under construction is measured at cost until either its fair value becomes reliably determinable or construction is complete, whichever is earlier.

Cost included expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

An investment property is derecognised on its disposal, or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The difference between the net disposal proceeds and the fair value is recognised in profit or loss in the period in which the item is derecognised. The amount of consideration to be included in the gain or loss arising from the derecognition of investment property is determined in accordance with the requirements for determining the transaction price in IFRS 15.

Transfers are made to (or from) investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use. For a transfer from investment property to inventories, the deemed cost for subsequent accounting is the fair value at the date of change in use.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.9 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of overheads based on normal operating capacity.

1.10 Impairment excluding inventories and deferred tax assets

Financial assets (including receivables)

For trade receivables and contract assets that are expected to have a maturity of one year or less, the Group has applied the practical expedient and followed the simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., customer type, payment method, rating and coverage by letters of credit and other forms of credit insurance).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., average earnings) are expected to deteriorate over the next year which can lead to an increased number of defaults in the sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Group's trade receivables and contract assets is disclosed in Note 27.

The Group considers a financial asset in default when contractual payments are 80 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories, deferred tax assets and investment properties are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

1.11 Employee benefits

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit pension plans and other post-employment benefits are calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets are deducted. The Group determines the net interest on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.11 Employee benefits (continued)

The discount rate is the yield at the reporting date on bonds that have a credit rating of at least AA that have maturity dates approximating the terms of the Group's obligations and that are denominated in the currency in which the benefits are expected to be paid.

Re-measurements arising from defined benefit plans comprise actuarial gains and losses and the return on plan assets. The Group recognises them immediately in other comprehensive income and all other expenses related to defined benefit plans in employee benefit expenses in profit or loss. When the benefits of a plan are changed, or when a plan is curtailed, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment, is recognised immediately in profit or loss when the plan amendment or curtailment occurs.

The calculation of the defined benefit obligations is performed by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognised asset is limited to the present value of benefits available in the form of any future refunds from the plan or reductions in future contributions and takes into account the adverse effect of any minimum funding requirements.

The assets of the scheme are held separately from those of the Group. The scheme has been closed to new members since 2009.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Group pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement in the periods during which services are rendered by employees.

Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

1.12 Provisions

A provision is recognised in the balance sheet when the Group has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

1.13 Revenue

Supply of water and sewerage services

The nature of the water industry in the UK is such that revenue recognition is subject to a degree of estimation. The assessment of water sales to customers is based on internal data where final settlement data is not yet available. At the end of each period, amounts of water delivered to customers are estimated and the corresponding billed and unbilled revenue is assessed and recorded in Revenue. For the purpose of the judgement various factors are considered such as seasonality, historic billing profiles, leakage data and general economic conditions.

The company, under the license granted by the Government, has the right to supply water and sewerage services to customers, together with an obligation to maintain and develop the network and ensure its continued availability. Revenue from contracts with customers is recognised when control of these goods or services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.13 Revenue (continued)

For metered customers this amount is determined by the meter reading. For unmetered customers, the amount to which the Company has a right to receive is determined by the passage of time during which the customer occupies a property within the Company's licensed region. Revenue represents income receivable in the ordinary course of business, excluding VAT, for services provided. Revenue is recognised to the extent that it is probable that economic benefits will flow to the Company.

Variable Consideration

Unbilled receivables is considered to be a variable consideration which is not constrained as the Company considers it to be highly probable that a significant amount will not be reversed after year end. Unbilled receivables and the variable consideration is estimated using the most likely outcome approach.

Other Revenue - Developer Services

These are services related to the obligation under statute to allow property developers to establish an authorised connection to the water and/or sewerage network. In obtaining the connection the developer may require the Company to undertake one or more of the of the following:

- (i) Connections and meter installation in exchange for payment;
- (ii) Requisitions of water mains in exchange for payment; and
- (iii) Adoptions of water and wastewater mains.

The developer is also required to pay infrastructure charges being a contribution to network reinforcement.

Period over which performance obligations are satisfied

From the perspective of the Company these activities are not separable nor distinct and instead form a bundle of activities necessary to establish an authorised connection from which the network access can be obtained. Also, the Company has an additional obligation under statute to keep the connection in place for all current and future occupiers and facilitate ongoing access to the network for as long as the property requires service provision. Consequently, revenue from Developer Services will be deferred over the shorter of expected period of service provision or the need to replace the assets at the end of their useful life (typically in the range 60 to 125 years).

Financing Component

Under IFRS 15 the transaction price needs to be adjusted if the timing of payments provides the customer or supplier with a significant benefit of financing the transfer of goods or services. In relation to this the Group has adopted the practical expedient available where the interval between transfer of the promised goods or services and payment by the customer is expected to be less than 12 months.

Other Revenue - Sale of Residential Dwellings

The company generates revenue from the development and sale of residential dwellings on the Brabazon development site in Filton, Bristol.

Revenue is recognised in the period the dwelling legally completes as this constitutes fulfilment of the performance obligation. In line with IFRS 15 any reservation fees and deposits received from customers prior to legal completion are held on the balance sheet as a contract liability until legal completion takes place and the full revenue is recognised in the Income Statement.

A contract liability is recognised if a payment is received, or a payment is due (whichever is earlier) from a customer before the company transfers the related goods or services. Contract liabilities are recognised as revenue when the company performs under the contract (i.e., transfers control of the related goods or services to the customer).

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.13 Revenue (continued)

Other Revenue - Renewable Obligation Certificates (ROC) and Renewable Heat Incentives (RHI)

A subsidiary of the group generates green electricity and gas from combined heat and power plants along with the Biomethane plants which are accredited with government incentive schemes. The schemes run for twenty years from application and are based on fixed tariffs plus inflation each year. ROCs are issued monthly relating to the supply of green electricity to the grid with meter readings and submissions subsequently checked by OFGEM. Revenue is therefore recognised in the period to which it relates.

Other Revenue - Liquid Waste Treatment

Customer's waste is categorised as domestic or controlled. The agreements for treatment of controlled waste are short term and acceptance of all waste is determined by available treatment capacity at Wessex Water Services Ltd sewage treatment works.

Domestic waste has an annual fixed tariff which has three tiers for strength of waste based on suspended solids and chemical oxygen demand. Waste is either measured using sludge loggers or from samples taken from the tanker sent to Wessex Water laboratory for analysis. Controlled waste is organic waste coming from industrial processes such as food processing and landfill leachate. Each individual waste stream is sampled with the suspended solids and chemical oxygen demand determining a treatment charge which is agreed with the customer.

Revenue is recognised in the period the waste was treated, the acceptance of waste from the customer being the fulfilment of the performance obligation.

Other Revenue - Property Searches

The group trades under the brand 'Wessex Searches' delivering the CON29DW product, a drainage and water search. Solicitors, search agencies and individuals are supplied with mapping information of water supply and sewage pipes relating to an individual residential or commercial property. Associated products are also procured from third parties such as local councils, mining authority and environmental search providers and sold as a package within the CON29DW product.

The fee charged for these services covers a specific product supplied at a particular point with the revenue being recognised at this point.

Other Revenue - General

General other revenue which includes income from related parties is recognised by reference to each distinct performance obligation promised in the contract with customer. Depending on the substances of the respective contract with the customer, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time.

1.14 Contract Balances

Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.15 Deferred Grants and Contributions

Grants and contributions in respect of specific expenditure on non-infrastructure fixed assets are treated as contract liability and recognised in the profit and loss account over the expected useful economic lives of the related assets.

Grants and contributions relating to infrastructure assets are amortised over an average of 108 years (see 1.6).

Sewers adopted at nil cost to the Group are shown in deferred income at a fair value, which is the estimated cost of construction, and amortised at the same rate as infrastructure assets are depreciated.

1.16 Expenses

Lease payments

Lease payments on short-term leases and leases of low value assets are recognised as expenses on a straight-line basis over the lease term.

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Variable lease payments that do not depend on an index or a rate are recognised as expenses. In addition, depreciation is charged on a straight-line basis on a right-of-use asset recognised at the inception of the lease (or the date of adoption of IFRS 16 if later).

Financing income and expenses

Financing expenses comprise interest payable, finance charges on shares classified as liabilities, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the income statement (see foreign currency accounting policy). Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial time to be prepared for use, are capitalised as part of the cost of that asset. Financing income comprises interest receivable on funds invested, dividend income, and net foreign exchange gains.

Interest income and interest payable is recognised in profit or loss as it accrues, using the effective interest method. Dividend income is recognised in the income statement on the date the entity's right to receive payments is established. Foreign currency gains and losses are reported on a net basis.

1.17 Taxation

Tax on the profit 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 directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.18 Dividends

Dividends are proposed by the board and immediately afterwards are authorised by the shareholder and are therefore recognised as a liability in the accounts until paid.

1.19 Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that are currently exercisable. The acquisition date is the date on which control is transferred to the acquirer. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Joint venture

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The consolidated financial statements account for joint ventures using the equity method, initially recognising the investment at cost. Subsequently the carrying amount is adjusted to recognise changes in the Group's share of net assets, after adjustments to align the accounting policies with those of the Group, from the date that joint control commences until the date that joint control ceases.

1.20 Fair value measurement

The Group measures investment properties, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset takes place either:

- In the principal market for the asset or;
- In the absence of a principal market, in the most advantageous market for the asset

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset is measured using the assumptions that market participants would use when pricing the asset, assuming that market participants act in their economic best interest.

A fair value measurement of investment properties takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.20 Fair value measurement (continued)

The Group has determined that the fair value measurement of its investment properties would be categorised as Level 3.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period

1.21 Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- | | |
|--------------------------------------|---------------|
| • Land and property | 4 to 97 years |
| • Plant and machinery | 3 to 30 years |
| • Motor vehicles and other equipment | 3 to 4 years |

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (1.9) Impairment of non-financial assets.

ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in Interest-bearing loans and borrowings (see Note 20).

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.21 Leases (continued)

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging a lease is added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Where the lease terms require, we maintain adequate insurance to cover all risks retained by the Group as a lessor.

As a lessor, the Group does not have any items of property, plant or equipment that are subject to leases.

1.22 Software-as-a-Service (SaaS)

SaaS arrangements are service contracts providing the Group with the right to access the cloud provider's application software over the contract period. Costs incurred to configure or customise, and the ongoing fees to obtain access to the cloud provider's application software, are recognised as operating expenses when the services are received.

Some of the costs incurred relate to the development of software code that enhances or modifies, or creates additional capability to, existing on-premise systems and meets the definition of, and the recognition criteria for, an intangible asset. These costs are recognised as intangible software assets and amortised over the useful life of the software on a straight-line basis. The useful lives of these assets are reviewed at least at the end of each financial year, and any change accounted for prospectively as a change in accounting estimate.

1.23 Adopted IFRS not yet applied

There are no adopted IFRS not yet applied in these financial statements

2. Changes in accounting policies and disclosures

During the year, the group revised its accounting policy in relation to upfront configuration and customisation costs incurred in implementing SaaS arrangements in response to the IFRS Interpretations Committee agenda decision clarifying how IFRS Standards apply to these types of arrangements. The new accounting policy is shown in note 1.22. Historical financial information has been restated to reflect the impact of the change.

Retrospective restatement

As disclosed above, the group revised its accounting policy in relation to SaaS arrangements during the year as a result of the implementation of agenda decisions issued by the IFRS Interpretations Committee. Comparative financial information has been restated to reflect the impact of the change in accounting policy, as follows.

Note 1.22 describes the Company's accounting policy in respect of customisation and configuration costs incurred in implementing SaaS arrangements. In applying the Company's accounting policy, the directors made the following key judgements that may have the most significant effect on the amounts recognised in financial statements.

Capitalisation of configuration and customisation costs in SaaS arrangements

Part of the customisation and configuration activities undertaken in implementing SaaS arrangements may entail the development of software code that enhances or modifies or creates additional capability to the existing on-premises software to enable it to connect with the cloud-based software applications (referred to as bridging modules or APIs). Judgement was applied in determining whether the additional code meets the definition of, and the recognition criteria for, an intangible asset in IAS 38 Intangible Assets. During the year, the Company recognised £0 (2021: £0) as intangible assets in respect of customisation and configuration costs incurred in implementing SaaS arrangements.

Notes to the financial statements *(continued)*

2. Changes in accounting policies and disclosures *(continued)*

Comparative financial information has been restated to reflect the impact of the change in accounting policy, as follows.

(Decrease)/increase	30 June 2021 £m	1 July 2020 £m
Statement of financial position		
Intangible assets	(5.6)	(5.4)
Prepayments	2.6	3.7
Total assets/net assets	(3.0)	(1.7)
Retained earnings	(3.0)	(1.7)
Total equity	(3.0)	(1.7)
Statement of comprehensive income		
Operating costs	2.1	–
Depreciation and amortisation	(0.8)	–
Profit before tax	(1.3)	–
Statement of cash flows		
Profit for the year	(1.3)	
Depreciation and amortisation	(0.8)	
Prepayments	2.1	
Payments to suppliers and employees	1.3	–
Net cash generated by operating activities	1.3	–
Acquisition of intangible assets	(1.3)	–
Net cash used in investing activities	(1.3)	–

Determination whether configuration and customisation services are distinct from the SaaS access

Costs incurred to configure or customise the cloud provider's application software are recognised as operating expenses when the services are received. In a contract where the cloud provider provides both the SaaS configuration and customisation, and the SaaS access over the contract term, the directors applied judgement to determine whether these services are distinct from each other or not, and therefore, whether the configuration and customisation costs incurred are expensed as the software is configured or customised (i.e., upfront), or over the SaaS contract term.

Taxation impact

The change in accounting policy will result in an additional deduction on the first day of the current accounting period. As the assets have been treated as intangible assets for book and tax purposes, the adjustment should crystallise a one-off tax deduction.

Notes to the financial statements *(continued)*

3. Segmental Analysis

	2022 £m	2021 £m (Restated, Note 2)
<i>Turnover</i>		
Regulated	630.1	594.2
Unregulated	116.6	91.3
	<u>746.7</u>	<u>685.5</u>
<i>Operating profit</i>		
Regulated	152.8	159.8
Unregulated	0.8	19.8
	<u>153.6</u>	<u>179.6</u>
<i>Net assets</i>		
Regulated	500.5	452.4
Unregulated	97.1	99.6
	<u>597.6</u>	<u>552.0</u>

For management purposes, the group is organised into units based on the business environment it operates in and has two reportable segments, Regulated and Unregulated.

The board monitors the operating results of business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on a combination of Turnover, Operating profit and Net Asset value and is measured consistently with the consolidated financial statements.

Notes to the financial statements (continued)

4. Revenue from contracts with customers

Current year	House- hold £m	Non- house- hold £m	Total £m
Wholesale revenue - Water Supply			
Unmeasured	45.9	4.9	50.8
Measured	76.9	99.6	176.5
	<u>122.8</u>	<u>104.5</u>	<u>227.3</u>
Wholesale revenue - Waste Water			
Unmeasured	94.0	24.9	118.9
Measured	153.3	80.2	233.5
	<u>247.3</u>	<u>105.1</u>	<u>352.4</u>
Retail revenue			
Unmeasured	8.7	1.4	10.1
Measured	24.7	4.6	29.3
	<u>33.4</u>	<u>6.0</u>	<u>39.4</u>
Other revenue			
Regulated			11.0
Unregulated			116.6
Total revenue			<u><u>746.7</u></u>
Prior year	House- hold £m	Non- house- hold £m	Total £m
Wholesale revenue - Water Supply			
Unmeasured	47.7	30.4	78.1
Measured	78.4	58.4	136.8
	<u>126.1</u>	<u>88.8</u>	<u>214.9</u>
Wholesale revenue - Waste Water			
Unmeasured	96.2	15.0	111.2
Measured	152.8	59.2	212.0
	<u>249.0</u>	<u>74.2</u>	<u>323.2</u>
Retail revenue			
Unmeasured	10.1	2.2	12.3
Measured	25.9	2.0	27.9
	<u>36.0</u>	<u>4.2</u>	<u>40.2</u>
Other revenue			
Regulated			15.9
Unregulated			91.3
Total revenue			<u><u>685.5</u></u>

In accordance with IFRS 15, revenue has been disaggregated based on what is recognised in relation to the core services of supplying clean water and the removing and treating of wastewater. Each of these services is deemed to give rise to a distinct performance obligation under the contract with customers, though following the same pattern of transfer to the customer who simultaneously receives and consumes both of these services over time. Residential retail charges relate solely to the margin applied to the wholesale amounts charged to residential customers. The wholesale charges and retail margin are combined in arriving at the total revenues relating to water and wastewater services provided to household customers.

Notes to the financial statements (continued)

4. Revenue from contracts with customers (continued)

Other revenues comprise a number of smaller non-core income streams including those relating to activities, typically performed opposite property developers, which impact the Group's capital network assets including activities that facilitate the creation of an authorised connection through which properties can obtain water and wastewater services.

Contract balances

Contract cost assets of £4.5m (2021: £4.1m), see note 18 are included in the statement of financial position under trade and other receivables. At the year-end there were contract liabilities for receipts in advance relating to contracts of £75.3m (2021: £59.5m), see note 21.

5. Operating costs and auditor's remuneration

Included in the income statement are the following:

	2022 £m	2021 £m (Restated, Note 2)
Employee costs (note 6)	153.1	149.6
Power	38.3	34.3
Raw Materials and consumables	125.6	95.3
Rates	26.6	31.6
Charge for bad and doubtful debts	18.2	15.9
Service charges	6.5	6.5
Depreciation of property, plant and equipment (note 12)	129.0	124.5
Depreciation of right-of-use assets (note 11)	0.4	0.8
Amortisation of intangible assets (note 13)	10.4	10.4
Property, plant and equipment written off	1.6	0.7
Impairment of goodwill	-	0.2
Short term lease expense (note 11)	12.0	10.2
Infrastructure maintenance expenditure	20.8	22.8
Ofwat licence fee	1.2	1.7
Cost of finished goods and work-in-progress	6.4	7.2
Other operating costs	163.8	121.3
	713.9	633.0
Own work capitalised	(109.7)	(102.6)
	604.2	530.4
Other income		
(Gain) on disposal of property, plant and equipment	(3.5)	(5.9)
Amortisation of deferred income (note 23)	(3.3)	(3.4)
	(6.8)	(9.3)

Notes to the financial statements (continued)

5. Operating costs and auditor's remuneration (continued)

	2022	2021
	£000	£000
<i>Auditor's remuneration:</i>		
Audit of these financial statements	40	42
Audit of the financial statements of subsidiaries	461	315
Other services pursuant to legislation	298	217
	<u>799</u>	<u>574</u>

6. Staff numbers and costs

	Number of employees	
	2022	2021
Average number of employees	<u>3,194</u>	<u>3,151</u>
The aggregate payroll costs of these employees was:		
	2022	2021
	£m	£m
Wages and salaries	122.0	119.8
Social security costs	13.5	12.7
Pension costs - defined contribution	7.3	6.5
Pension costs - defined benefit	10.3	10.6
	<u>153.1</u>	<u>149.6</u>

7. Directors' remuneration

	2022	2021
	£000	£000
Total Directors' remuneration including benefits in kind	<u>1,225</u>	<u>2,579</u>
Remuneration of highest paid Director	<u>982</u>	<u>1,542</u>

Details of Directors' remuneration can be found in the Directors' Report. Directors' remuneration is in respect of two Executive Directors and four YTL appointed Directors (2021 - two Executive Directors and four YTL appointed Directors).

Notes to the financial statements *(continued)*

8. Finance income and expense

Recognised in the income statement

	2022 £m	2021 £m
<i>Finance income</i>		
Interest receivable on short-term bank deposits	<u>0.1</u>	<u>0.5</u>
Total finance income	<u>0.1</u>	<u>0.5</u>
<i>Finance expense</i>		
Net interest on net defined benefit pension plan liability	(1.1)	(2.5)
On borrowings	<u>(95.5)</u>	<u>(88.5)</u>
	<u>(96.6)</u>	<u>(91.0)</u>
Net interest payable	<u>(96.5)</u>	<u>(90.5)</u>

In accordance with IAS 23 borrowing costs of £6.4m (2021 - £4.3m) associated with the funding of eligible capital projects have been capitalised at an interest rate of 3.8% (2021 – 3.7%).

Notes to the financial statements *(continued)*

9. Taxation

Recognised in the income statement

	2022 £m	2021 £m
<i>Current tax expense</i>		
Current year	0.5	10.8
Overseas taxation	-	-
Adjustments for prior years	(3.9)	(6.8)
Current tax expense	(3.4)	4.0
<i>Deferred tax expense</i>		
Origination and reversal of temporary differences	12.2	11.0
Increase in tax rate	-	97.3
Adjustments for prior years	3.5	5.6
Deferred tax expense / (credit)	15.7	113.9
Tax expense in income statement	12.3	117.9

Recognised in other comprehensive income

	2022 £m	2021 £m
Remeasurements of defined benefit liability	(24.1)	(20.1)
Change in tax rate	-	(37.1)
Tax (debit) / credit	(24.1)	(57.2)

Reconciliation of effective tax rate

	2022 £m	2021 £m
Profit/(loss) for the year	44.8	(27.7)
Total tax expense / (credit)	12.3	117.9
Profit excluding taxation:	57.1	90.2
Tax using the UK corporation tax rate of 19% (2020 - 19%)	10.8	17.1
Impact of change in rate	-	97.3
Rate difference on current year earnings	2.9	2.7
Capital allowance super deduction	(1.8)	-
Non-deductible expenses	1.7	3.1
(Over) / under provided in prior years	(0.4)	(1.3)
Capital transaction	(0.9)	(1.0)
Total tax expense	12.3	117.9

The statutory rate of corporation tax was 19% for the current and prior period. The prior period reflects the increase to 25% of the statutory rate of corporation tax from 1 April 2023. This resulted in a £97.3m charge to the income statement and a £37.1m charge to Other Comprehensive Income being reflected in the year to 30 June 2021.

Notes to the financial statements (*continued*)

10. Dividends

The dividend policy is to declare dividends consistent with the Group's performance and prudent management of the economic risk of the business.

	2022 £m	2021 £m
Interim dividends for the current year	52.8	43.7
Final dividend for the current year	<u>16.3</u>	<u>15.3</u>
	<u>69.1</u>	<u>59.0</u>

Dividend payments are reviewed and approved on a quarterly basis by the board after taking into account both current and projected business performance. In particular the board takes into account:

- the group's current and projected performance in delivering the level of service customers expect from an efficient water and sewerage company and that where that level of service has not been delivered, that customers have been adequately compensated
- that the group is delivering the required quality and environmental outputs and making sufficient investment in its infrastructure to maintain and, where necessary, increase resilience
- that appropriate payments have been made and can continue to be made into the group's final salary pension scheme as agreed with the scheme's trustees
- that the correct amount of tax has been paid
- that the group has met any unexpected additional expenditure needs that may have arisen during the year to date, as new operational risks emerge
- the level of regulatory gearing and its comparison with Ofwat's expectations pertaining at the time
- sufficiency of distributable reserves

The company will maintain a solid investment grade credit rating at all times.

11. Leases

Group as a lessee

The Group has lease contracts for various items of property, plant, machinery, vehicles and other equipment used in its operations. Leases of plant and machinery generally have lease terms between 3 and 15 years, while motor vehicles and other equipment generally have lease terms between 3 and 5 years. The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets. There are several lease contracts that include extension and termination options and variable lease payments, which are further discussed below.

The Group also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases. Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

Notes to the financial statements (continued)

11. Leases (continued)

	Land & buildings £m	Plant & machinery £m	Motor vehicles £m	Total £m
As at 1 July 2021	2.5	0.3	0.2	3.0
Additions	0.1	-	0.4	0.5
Reclassification	(0.1)	-	0.1	-
Terminated	-	(0.3)	-	(0.3)
Depreciation expense	(0.2)	-	(0.2)	(0.4)
As at 30 June 2022	2.3	-	0.5	2.8

Set out below are the carrying amounts of lease liabilities (included under interest-bearing loans and borrowings) and the movements during the year:

	£m
As at 1 July 2021	3.0
Additions	0.5
Accretion of interest	0.1
Terminated	(0.3)
Payments	(0.4)
As at 30 June 2022	2.9
Current	0.4
Non-current	2.5

The maturity analysis of lease liabilities is also disclosed in Note 20.

The following are the amounts recognised in profit or loss:

	2022 £m	2021 £m
Depreciation expense of right-of use assets	0.4	0.8
Interest expense on lease liabilities	0.1	0.1
Expenses relating to short-term leases	12.0	10.2
	12.5	11.1

The Group had total cash outflows for long-term leases of £0.4m in 2022. Cash outflows for short-term and low-value leases were £12.0m. The Group also had non-cash additions to right-of-use assets and lease liabilities of £0.5m in 2022.

Group as a lessor

The Group has entered into leases consisting of certain land and buildings. Rental income recognised by the Group during the year is £1.9m (2021: £2.3m).

Future minimum rentals receivable under non-cancellable leases as at 30 June 2022 are as follows:

	2022 £m	2021 £m
Within one year	0.4	0.5
After one year but not more than five years	1.5	1.7
More than five years	1.5	1.6
	3.3	3.8

Notes to the financial statements (continued)

12. Tangible assets – Group

	Land & buildings £m	Infra- structure assets £m	Plant & equipment £m	Motor vehicles £m	Office & IT equipment £m	Assets under construction £m	Total £m
Cost							
Balance at 1 July 2020	952.6	2,376.3	1,992.9	44.4	46.3	-	5,412.5
Cost of ROU assets	1.1	-	-	0.2	-	-	1.3
Transfer between categories ¹	(4.1)	(83.3)	(187.5)	-	(5.6)	280.5	-
Additions in year	-	-	-	-	-	268.3	268.3
Transfers on commissioning	55.9	110.7	140.3	7.8	3.7	(318.4)	-
Disposals	(4.6)	-	(33.5)	(8.0)	(0.2)	-	(46.3)
Transfer to inventories	-	(5.5)	-	-	-	-	(5.5)
Balance at 30 June 2021	1,000.9	2,398.2	1,912.2	44.4	44.2	230.4	5,630.3
Balance at 1 July 2021	1,000.9	2,398.2	1,912.2	44.4	44.2	230.4	5,630.3
Transfer between categories	2.4	(2.9)	(8.2)	0.3	3.8	4.6	-
Additions in year	-	7.5	0.2	-	-	239.5	247.2
Transfers on commissioning	21.7	64.4	96.7	5.6	6.0	(194.4)	-
Disposals	(1.2)	(0.7)	(6.3)	(4.0)	(9.5)	-	(21.7)
Sale of subsidiary	(1.1)	(12.0)	(1.7)	-	-	(3.5)	(18.3)
Cost of ROU assets	0.1	-	-	0.4	-	-	0.5
ROU assets terminated	-	-	(0.4)	-	-	-	(0.4)
Balance at 30 June 2022	1,022.8	2,454.5	1,992.5	46.7	44.5	276.6	5,837.6
Depreciation and impairment							
Balance at 1 July 2020	(326.5)	(131.0)	(1,016.7)	(26.1)	(22.6)	-	(1,522.9)
Transfer between categories	-	-	-	-	-	-	-
Depreciation charge for the year	(15.7)	(22.2)	(75.7)	(5.4)	(5.5)	-	(124.5)
Depreciation on disposals	2.3	-	33.0	6.5	0.2	-	42.0
Depreciation on ROU assets	(0.3)	-	(0.5)	-	-	-	(0.8)
Depreciation on ROU assets terminated	-	-	-	-	-	-	-
Balance at 30 June 2021	(340.2)	(153.2)	(1,059.9)	(25.0)	(27.9)	-	(1,606.2)
Balance at 1 July 2021	(340.2)	(153.2)	(1,059.9)	(25.0)	(27.9)	-	(1,606.2)
Transfer between categories	(0.1)	(0.6)	4.6	(0.1)	(3.8)	-	-
Depreciation charge for the year	(15.8)	(23.1)	(78.9)	(5.4)	(5.8)	-	(129.0)
Depreciation on disposals	0.5	0.1	6.1	3.2	9.4	-	19.3
Depreciation on sold subsidiary assets	0.4	1.1	0.3	-	-	-	1.8
Depreciation on ROU assets	(0.2)	-	-	(0.2)	-	-	(0.4)
Depreciation on ROU assets terminated	-	-	0.2	-	-	-	0.2
Balance at 30 June 2022	(355.4)	(175.7)	(1,127.6)	(27.5)	(28.1)	-	(1,714.3)
Net Book Value							
At 1 July 2020	626.1	2,245.3	976.2	18.3	23.7	-	3,889.6
At 30 June 2021	660.7	2,245.0	852.3	19.4	16.3	230.4	4,024.1
At 30 June 2022	667.4	2,278.8	864.9	19.2	16.4	276.6	4,123.3

Infrastructure assets comprise a network of systems of mains and sewers, impounding and pumped raw water storage reservoirs, dams, sludge pipelines, sea outfalls and infrastructure investigations and studies.

There are no impairment losses recognised in these financial statements.

Cumulative borrowing costs capitalised and included above were £24.5m (2021 - £18.5m).

Included in freehold land and buildings above is an amount of £15.6m (2021 - £15.6m) in respect of land which is not depreciated.

Notes to the financial statements (continued)

13. Intangible assets – Group

	Goodwill £m	External Customer Lists £m	Contractual Trading Rights £m	Other Intangible assets £m	Software development £m	Assets In development £m	Total £m
Cost							
Balance at 30 June 2020	0.4	2.1	4.4	2.1	81.9	-	90.9
Adjusted for SaaS	-	-	-	-	(6.9)	-	(6.9)
Balance at 1 July 2020 (restated)	0.4	2.1	4.4	2.1	75.0	-	84.0
Additions (restated)	-	-	-	0.1	4.1	-	4.2
Balance at 30 June 2021 (restated)	0.4	2.1	4.4	2.2	79.1	-	88.2
Balance at 1 July 2021 (restated)	0.4	2.1	4.4	2.2	79.1	-	88.2
Transfer between categories	-	-	-	-	(10.2)	10.2	-
Transfer on commissioning	-	-	-	-	6.5	(6.5)	-
Additions	-	-	-	-	-	11.7	11.7
Disposals	-	-	-	-	(2.1)	-	(2.1)
Balance at 30 June 2022	0.4	2.1	4.4	2.2	73.3	15.4	97.8
Amortisation and Impairment							
Balance at 30 June 2020	(0.2)	(0.2)	(1.8)	(0.7)	(22.5)	-	(25.4)
Adjusted for SaaS	-	-	-	-	1.5	-	1.5
Balance at 1 July 2020 (restated)	(0.2)	(0.2)	(1.8)	(0.7)	(21.0)	-	(23.9)
Amortisation charge for the year (restated)	-	(0.2)	(0.3)	(0.6)	(9.2)	-	(10.3)
Impairment charge	(0.2)	-	-	-	-	-	(0.2)
Balance at 30 June 2021 (restated)	(0.4)	(0.4)	(2.1)	(1.3)	(30.2)	-	(34.4)
Balance at 1 July 2021 (restated)	(0.4)	(0.4)	(2.1)	(1.3)	(30.2)	-	(34.4)
Amortisation charge for the year	-	(0.2)	(0.3)	-	(9.9)	-	(10.4)
Disposals	-	-	-	-	2.1	-	2.1
Balance at 30 June 2022	(0.4)	(0.6)	(2.4)	(1.3)	(38.0)	-	(42.7)
Net Book Value							
At 1 July 2020	0.2	1.9	2.6	1.4	54.0	-	60.1
At 30 June 2021	-	1.7	2.3	0.9	48.9	-	53.8
At 30 June 2022	-	1.5	2.0	0.9	35.3	15.4	55.1

Notes to the financial statements (continued)

14. Investments in subsidiaries and joint ventures

The Group and Company have the following investments in subsidiaries and joint ventures:

	Country	Number	Principal activity	Shares held	2022 %	2021 %
Company - subsidiary						
Wessex Water Ltd	England & Wales	02366633	Investment holding	£1 ordinary	100	100
YTL Events Ltd	England & Wales	04776317	Dormant	£1 ordinary	100	100
YTL Land and Property (UK) Ltd	England & Wales	10015163	Investment holding	£1 ordinary	100	100
Group - subsidiary						
Albion Water Ltd 1	England & Wales	03102176	Water supply and waste water services	£1 ordinary	-	100
Enterprise Laundry Services Ltd 4	England & Wales	08488681	Laundry services	£1 ordinary	-	100
GENeco Ltd	England & Wales	06842738	Food waste treatment	£1 ordinary	100	100
GENeco South West Ltd	England & Wales	09326393	Food waste treatment	£1 ordinary	100	100
SC Technology GmbH	Switzerland	-	Investment holding	CHF ordinary	100	100
SC Technology Nederlands BV	Netherlands	-	Waste treatment	Euro ordinary	100	100
SC Technology Deutschland GmbH	Germany	-	Waste treatment	Euro ordinary	100	100
Water 2 Business Ltd	England & Wales	08518831	Non-household water retailer	£1 ordinary	70	70
Wessex Concierge Ltd	England & Wales	10826537	Investment holding	£1 ordinary	100	100
Flipper Ltd 3	England & Wales	10826922	Utility switching services	£1 ordinary	100	65
Turnbull Infrastructure & Utilities Ltd	England & Wales	03652435	Engineering services	£1 ordinary	100	100
Entrade Ltd 2	England & Wales	13829768	Dormant	£1 ordinary	100	-
Wessex Utility Solutions Ltd	England & Wales	06718997	Engineering services	£1 ordinary	100	100
Wessex Water Engineering Services Ltd	England & Wales	02286860	Dormant	£1 ordinary	100	100
Wessex Water Enterprises Ltd	England & Wales	02279151	Power generation and waste treatment	£1 ordinary	100	100
Wessex Water Pension Scheme Trustee Ltd	England & Wales	03913589	Dormant	£1 ordinary	100	100
Wessex Water Services Ltd	England & Wales	02366648	Water supply and waste water services	£1 ordinary	100	100
Wessex Water Services Finance PLC	England & Wales	03704265	Issue of bonds	£1 ordinary	100	100
Wessex Water Trustee Company Ltd	England & Wales	02278257	Dormant	£1 ordinary	100	100
YTL Developments (UK) Ltd	England & Wales	10495341	Housing development	£1 ordinary	100	100
YTL Engineering Ltd	England & Wales	03696600	Dormant	£1 ordinary	100	100
YTL Homes Ltd	England & Wales	10017065	Housing development	£1 ordinary	100	100
YTL Places Ltd	England & Wales	10539227	Dormant	£1 ordinary	100	100
YTL Property Holdings (UK) Ltd	England & Wales	09676296	Housing development	£1 ordinary	100	100
Brabazon Estates Ltd	England & Wales	12374097	Dormant	-	100	100
YTL Services Ltd	England & Wales	02277608	Dormant	£1 ordinary	100	100
YTL Arena Holdings Ltd	England & Wales	013311127	Investment holding	£1 ordinary	100	100

Notes to the financial statements (continued)

14. Investments in subsidiaries and joint ventures (continued)

	Country	Number	Principal activity	Shares held	2022 %	2021 %
YTL Arena Ltd	England & Wales	13289074	Arena Development	£1 ordinary	100	100
YTL Arena (Filton) Ltd s	England & Wales	13285714	Dormant	£1 ordinary	-	100
Navigator at Brabazon Management Company Ltd	England & Wales	13047596	Dormant	-	100	100
Dials at Brabazon Management Company Ltd	England & Wales	13048641	Dormant	-	100	100
Group – joint venture						
Bristol Wessex Billing Services Ltd	England & Wales	04143955	Billing services	£1 A ordinary	50	50
Searchlight Collections Ltd	England & Wales	07940022	Billing services	£1 ordinary	50	50

¹ On 8 March 2022 WWL sold its shareholding in Albion Water Ltd.

² Incorporated 5 January 2022.

³ On 30 November 2021 Wessex Concierge Ltd acquired the remaining 35% of Flipper Ltd from the existing shareholder.

⁴ On 26 April 2022 Enterprise Laundry Services Ltd was dissolved and its trading activities transferred to another company within the wider YTL Corporation group.

⁵ Dissolved on 26 April 2022.

The registered address of the England & Wales subsidiary companies is Wessex Water Operations Centre, Claverton Down Road, Bath, BA2 7WW apart from Water 2 Business Ltd which is 21e Somerset Square, Nailsea, Bristol BS48 1RQ.

Bristol Wessex Billing Services Ltd is considered a Joint Venture because Wessex Water Ltd and Bristol Water Holdings Ltd each hold 50% of the equity share capital and voting rights of the company and as a result, it has no single controlling party. The registered address is 1 Clevedon Walk, Nailsea, Bristol BS48 1WA.

Searchlight Collections Ltd is considered a Joint Venture because it is a 100% owned subsidiary of Bristol Wessex Billing Services Ltd. The registered address is PO Box 930, Galmington Trading Estate, Cornishway West, Taunton, Somerset TA1 9LQ.

Summary aggregated financial information on joint venture

	2022 £m	2021 £m
<i>Bristol Wessex Billing Services Ltd</i>		
Assets	1.6	1.9
Liabilities	(1.6)	(1.9)
Profit/(loss)	-	-

Notes to the financial statements (continued)

15. Investment properties

a) Measurement gains and losses

	2022	2021
	£m	£m
Balance at 1 July	110.3	88.7
Transfer to Assets under construction	(15.0)	-
Acquisitions	-	6.7
Net gain from fair value measurement	3.5	14.9
Balance at 30 June	98.8	110.3

The Group's investment properties consist of land at Filton Airfield, Bristol. During the year the Group transferred the Brabazon Hangars to assets under construction following the decision to proceed with the YTL Arena development.

As at 30 June 2022, the fair value of the Filton Airfield is based on a valuation performed by Savills (UK) Limited, an accredited independent valuer. Savills (UK) Limited is a specialist in valuing these types of investment properties.

b) Operating gains and losses

	2022	2021
	£m	£m
Rental derived from investment properties	1.2	1.6
Direct operating expenses generating rental income	(1.2)	(3.1)
	-	(1.5)

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties.

c) Description of valuation techniques used and key inputs to valuation of investment properties

	Valuation technique	Significant unobservable inputs	Range
Airfield	Discounted Cashflow	Unit density per acre	18-28

In determining the fair value, the valuers have used valuation techniques which involve certain estimates. In relying on the valuation reports, the Group has exercised its judgement and is satisfied that the valuation methods and estimates are reflective of current market conditions. The valuation reports are prepared in accordance with recognised appraisal and International Valuation Standards. The estimates underlying the valuation techniques in the next financial year may differ from current estimates, which may result in valuations that may be materially different from the valuations as at reporting date. The sensitivity to a change in the discount rate of 0.5% is reflected in a movement of £1.8m in the valuation.

Notes to the financial statements (continued)

15. Investment properties (continued)

Management is satisfied the valuation reflected in these statements is reasonable. In making this assessment, management have reviewed the estimated cash flows for the development and the future rent roll which continue to support the valuation presented within the financial statements. Management constantly monitors market data which shows conditions have been strong since the loosening of restrictions following the pandemic, further justifying the valuation included in these statements.

d) Fair value measurement

The following table provides the fair value measurement hierarchy of the Group's investment properties.

	Level 1	Level 2	Level 3
	£m	£m	£m
Assets measured at fair value			
Filton Airfield	-	-	98.8

16. Non-Current Financial Assets

Financial assets at fair value through profit or loss

	2022	2021
	£m	£m
<i>Non-listed equity investments</i>		
Industrial Phycology Limited	-	0.3
Inheriting Earth Limited	0.2	0.2
	<u>0.2</u>	<u>-</u>
	<u>0.2</u>	<u>0.5</u>
Deferred consideration on disposal of subsidiary	<u>2.0</u>	<u>-</u>

Financial assets at fair value through profit or loss include equity shares of non-listed companies. The Group holds non-controlling interests (between 4% and 8%) in these companies. The Group consider these investments to be strategic in nature.

During the year, a revaluation loss on the investments of £0.3m was reported (2021: £0.3m gain).

Notes to the financial statements (continued)

17. Inventories

	Group		Company	
	2022	2021	2022	2021
	£m	£m	£m	£m
Land held for development	34.4	24.6		
Raw materials and consumables	5.2	4.3	-	-
Work in progress	2.0	0.9	-	-
	41.6	29.8	-	-

Raw materials, consumables and work in progress recognised as cost of sales in the year amounted to £7.1m (2021 - £7.7m). There was no write-down of inventories to net realisable value in either year.

18. Trade and other receivables

	Group		Company	
	2022	2021	2022	2021
	£m	£m	£m	£m
		(Restated, Note 2)		
Amounts receivable from customers	191.9	187.5	-	-
Owed by subsidiary companies	-	-	148.9	137.1
Owed by other group companies	7.0	4.4	-	-
Owed by associate company	1.2	0.9	-	-
Prepayments	21.9	18.7	-	-
VAT debtors	8.9	8.8	-	-
Contract cost assets	4.5	4.1	-	-
Other debtors	0.5	2.2	-	-
	235.9	226.6	148.9	137.1

Amounts receivable from customers are expected to be recovered in no more than 12 months (see note 27b).

All outstanding related party receivable balances are owed on commercial terms and arise through normal business operations. The Group has considered the present value of the contractual cash flows and compared this to a prudent assessment of the present value of the cash flows that are expected to be received. Having performed this assessment, the Group has determined that no material expected credit loss allowance is required as at year-end for related party balances owed.

Contract cost assets

	2022	2021
	£m	£m
Balance at 1 July	4.1	4.7
Incurred during the year	6.8	6.3
Recognised as costs during the year	(6.4)	(6.9)
Balance at 30 June	4.5	4.1

Notes to the financial statements (continued)

19. Cash and cash equivalents

	Group		Company	
	2022	2021	2022	2021
	£m	£m	£m	£m
Current assets				
Short-term bank deposits	-	310.0	-	-
Cash at bank	6.5	27.3	0.4	0.7
	<u>6.5</u>	<u>337.3</u>	<u>0.4</u>	<u>0.7</u>
Current liabilities				
Bank overdraft	<u>(17.9)</u>	<u>(4.5)</u>	<u>-</u>	<u>-</u>

The Group and the Company seek to invest cash and cash equivalents safely and profitably with creditworthy local and offshore licensed banks. The local and offshore licensed banks used have credit ratings of A1/P1 as rated by Moody's Investors Service, Inc., respectively.

20. Other interest-bearing loans and borrowings

This note provides information about the contractual terms of the Group and Company's interest-bearing loans and borrowings, which are measured at amortised cost. For more information about the Group and Company's exposure to interest rate and foreign currency risk, see note 27.

	Group		Company	
	2022	2021	2022	2021
	£m	£m	£m	£m
Current liabilities				
Short term bank borrowing	38.3	101.1	-	-
Other loans	9.6	-	-	-
Current portion of lease liabilities	0.4	0.4	-	-
Listed Bonds	-	300.1	-	-
	<u>48.3</u>	<u>401.6</u>	<u>-</u>	<u>-</u>
Non-current liabilities				
Bank loans	561.6	434.1	31.0	19.5
Other loans	-	9.9	-	-
Lease liabilities	2.5	2.6	-	-
Loan from other group company	169.9	169.9	169.9	169.9
Listed Bonds	<u>1,939.6</u>	<u>1,909.3</u>	<u>-</u>	<u>-</u>
	<u>2,673.6</u>	<u>2,525.8</u>	<u>200.9</u>	<u>189.4</u>

Notes to the financial statements (continued)

20. Other interest-bearing loans and borrowings (continued)

Terms and debt repayment schedule

	Currency	Nominal interest rate	Year of maturity	Issue Value 2022 £m	Carrying amount 2022 £m	Issue Value 2021 £m	Carrying amount 2021 £m
<i>Long-term borrowing</i>							
Bank loans - EIB	Sterling	2.05%-2.36%	2024-25	200.0	200.0	200.0	200.0
Bank loans - KfW	Sterling	2.00%	2026	176.0	174.9	176.0	174.7
Bank loans - Natwest	Sterling	2.04%	2024	12.5	12.5	-	-
Revolving credit facilities	Sterling	1.65%-2.76%	2023-25	190.1	190.1	59.4	59.4
<i>Related party loans</i>							
Loan from group	Sterling	4.47%	2024	169.9	169.9	169.9	169.9
<i>Listed bonds</i>							
Bond	Sterling	5.38%	2028	200.0	199.1	200.0	199.0
Bond	Sterling	5.75%	2033	350.0	346.9	350.0	346.7
Bond	Sterling	1.50%	2029	250.0	248.0	250.0	247.7
Bond	Sterling	1.25%	2036	300.0	295.2	300.0	294.9
Index Linked Bond	Sterling	3.52%	2023	50.0	87.0	50.0	84.1
Index Linked Bond	Sterling	2.19%	2039	50.0	75.7	50.0	69.4
Index Linked Bond	Sterling	1.75%	2046	75.0	117.1	75.0	113.1
Index Linked Bond	Sterling	1.75%	2051	75.0	117.1	75.0	113.1
Index Linked Bond	Sterling	1.37%	2057	75.0	117.0	75.0	113.1
Index Linked Bond	Sterling	1.37%	2057	75.0	117.0	75.0	113.1
Index Linked Bond	Sterling	1.49%	2058	50.0	73.2	50.0	71.7
Index Linked Bond	Sterling	1.50%	2058	50.0	73.2	50.0	71.7
Index Linked Bond	Sterling	1.50%	2058	50.0	73.1	50.0	71.7
<i>Short-term borrowing</i>							
Other loans	Sterling	5.77%	2023	9.6	9.6	9.9	9.9
Bank loans - EIB	Sterling	0.94%-2.16%	2021	-	-	75.0	75.0
Bond	Sterling	4.00%	2021	-	-	300.0	300.1
Revolving credit facilities	Sterling	2.81%	2023	22.4	22.4	26.2	26.1
				2,430.5	2,719.0	2,666.4	2,924.4

The Index-linked Bonds accrue annually in line with the Retail Prices Index each year.

During the year the Company completed the conversion of all of its LIBOR based debt instruments to the Sterling Overnight Index Average (SONIA).

Lease liabilities

Lease liabilities are payable as follows:

	Minimum lease payments 2022 £m	Interest 2022 £m	Principal 2022 £m	Minimum lease payments 2021 £m	Interest 2021 £m	Principal 2021 £m
Less than one year	0.5	0.1	0.4	0.5	(0.1)	0.4
Between one and five years	1.1	0.1	1.0	1.3	(0.1)	1.2
More than five years	1.9	0.4	1.5	2.0	(0.6)	1.4
	3.5	0.6	2.9	3.8	(0.8)	3.0

Notes to the financial statements (continued)

20. Other interest-bearing loans and borrowings (continued)

Changes in liabilities arising from financing activities

Group	1 July 2021	Cash flows	New leases	Other	30 June 2022
	£m	£m	£m	£m	£m
Current interest-bearing loans and borrowings (excluding items listed below)	401.2	(407.1)	-	53.8	47.9
Current obligations under leases and hire purchase contracts	0.4	(0.3)	0.2	0.1	0.4
Non-current interest-bearing loans and borrowings (excluding items listed below)	2,523.2	91.8	-	56.1	2,671.1
Non-current obligations under leases and hire purchase contracts	2.6	-	0.3	(0.4)	2.5
Total liabilities from financing activities	2,927.4	(315.6)	0.5	109.6	2,721.9

Group	1 July 2020	Cash flows	New leases	Other	30 June 2021
	£m	£m	£m	£m	£m
Current interest-bearing loans and borrowings (excluding items listed below)	7.9	(8.9)	-	402.2	401.2
Current obligations under finance leases and hire purchase contracts	0.7	(1.1)	0.8	-	0.4
Non-current interest-bearing loans and borrowings (excluding items listed below)	2,597.5	242.4	-	(316.7)	2,523.2
Non-current obligations under finance leases and hire purchase contracts	1.8	-	0.8	-	2.6
Total liabilities from financing activities	2,607.9	232.4	1.6	85.5	2,927.4

The 'Other' column includes the effect of reclassification of the non-current portion of interest-bearing loans and borrowings, including obligations under leases and hire purchase contracts to current due to the passage of time and the effect of accrued but not yet paid interest on interest-bearing loans and borrowings. The group classifies interest paid as cash flows from financing activities.

Changes in liabilities arising from financing activities

Company	1 July 2021	Cash flows	New leases	Other	30 June 2022
	£m	£m	£m	£m	£m
Non-current interest-bearing loans and borrowings	189.4	11.5	-	-	200.9
Total liabilities from financing activities	189.4	11.5	-	-	200.9

Company	1 July 2020	Cash flows	New leases	Other	30 June 2021
	£m	£m	£m	£m	£m
Non-current interest-bearing loans and borrowings	175.4	14.0	-	-	189.4
Total liabilities from financing activities	175.4	14.0	-	-	189.4

Notes to the financial statements (continued)

21. Trade and other payables

	Group 2022 £m	2021 £m	Company 2022 £m	2021 £m
Current				
Trade payables	24.2	27.4	-	-
Owed to immediate holding company	16.3	15.3	16.3	15.3
Owed to subsidiary companies	-	-	97.9	97.5
Owed to other group companies	97.3	98.0	97.3	98.0
Owed to associate company	1.8	1.2	1.8	1.2
Other creditors	7.7	2.8	-	-
Taxation and social security	3.6	3.1	-	-
Accrued expenses	99.5	115.2	0.1	0.2
Contract liabilities	69.9	53.9	-	-
	<u>320.3</u>	<u>316.9</u>	<u>213.4</u>	<u>212.2</u>
Non-current				
Contract liabilities	5.4	5.6	-	-
	<u>325.7</u>	<u>322.5</u>	<u>213.4</u>	<u>212.2</u>

Our standard payment terms for trade payables is end of month plus 30 days. Corporation tax is paid quarterly, other taxation is normally payable within one month.

Analysis of contract liabilities

	2022 £m	2021 £m
At 1 July	59.5	61.3
Deferred during the year	69.9	48.1
Recognised as revenue during the year and included at the beginning of the year	(54.1)	(49.9)
At 30 June	<u>75.3</u>	<u>59.5</u>

The contract liabilities within current payables all relate to performance obligations due to be settled within the following 12 months. Non-current contract liabilities relate to performance obligations due to be settled over a 15-year period from June 2016.

Notes to the financial statements (continued)

22. Retirement benefits

Pension Plans

Defined Benefit Plans

	2022 £m	2021 £m
Fair value of scheme assets	632.9	744.5
Present value of defined benefit obligations	(599.4)	(819.7)
Net surplus/(liability) for defined benefit obligations	33.5	(75.2)
Unfunded and compensatory added years pension	(0.8)	(0.9)
Total employee benefits	32.7	(76.1)

The Group sponsors a funded defined benefit pension plan for qualifying UK employees. The plan is administered by a separate board of Trustees which is legally separate from the Group. The Trustees are composed of representatives of both the employer and employees. The Trustees are required by law to act in the interest of all relevant beneficiaries and are responsible for the investment policy with regard to the assets plus the day to day administration of the benefits.

Under the plan, employees are entitled to annual pensions on retirement using an accrual rate, final pensionable salary and service. Benefits are also payable on death and following other events such as withdrawing from active service. No other post-retirement benefits are provided to these employees.

Liabilities for an unfunded arrangement and a compensatory payment for added years' service are held outside the defined benefit scheme. The Group also operates a defined contribution section within the main pension scheme.

a. Profile of the Scheme

The defined benefit obligation includes benefits for current employees, former employees and current pensioners. Broadly, about 26% of the liabilities are attributable to current employees, 15% to former employees and 59% to current pensioners. The Scheme duration is an indicator of the weighted-average time until benefit payments are made. For the Scheme as a whole, the duration is around 17-18 years reflecting the approximate split of the defined benefit obligation between current employees (duration of c23-24 years), deferred members (duration of c23-24 years) and current pensioners (duration of c13 years).

b. Funding requirements

UK legislation requires that pension schemes are funded prudently. The last funding valuation of the Scheme was carried out by a qualified actuary as at 30 September 2019 and showed a deficit of £157.0 million. The Group is paying deficit contributions of:

- £16.60m by 1 July 2022
- £18.40m by 1 July 2023; £20.20m by 1 July 2024; £22.00m by 1 July 2025
- £23.80m by 1 April 2026;

which, along with investment returns from return-seeking assets, is expected to make good this shortfall by 1 April 2026. The next funding valuation is due no later than 30 September 2022 at which progress towards full funding will be reviewed.

The Group also pays contributions of 24.6% of pensionable salaries in respect of current accrual and non-investment related expenses, with active members paying a further 7.4% of pensionable salaries on average. A contribution of £16.6m is expected to be paid by the Group during the year ending on 30 June 2023.

Notes to the financial statements (continued)

22. Retirement benefits (continued)

c. Risks associated with the Scheme

Asset volatility - The liabilities are calculated using a discount rate set with reference to corporate bond yields; if assets underperform this yield, this will create a deficit. The Scheme holds a significant proportion of growth assets (equities including a diversified growth fund and a global absolute return fund) which, though expected to outperform corporate bonds in the long-term, create volatility and risk in the short-term. The allocation to growth assets is monitored to ensure it remains appropriate given the Scheme's long-term objectives.

Changes in bond yields - A decrease in corporate bond yields will increase the value placed on the Scheme's liabilities for accounting purposes, although this will be partially offset by an increase in the value of the Scheme's bond holdings.

Inflation risk - The majority of the Scheme's benefit obligations are linked to inflation and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect against extreme inflation). The majority of the assets are either unaffected by or only loosely correlated with inflation, meaning that an increase in inflation will also increase the deficit.

Life expectancy - The majority of the Scheme's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the liabilities.

The Trustees insure certain benefits payable on death before retirement.

d. Reporting at 30 June 2022

The results of the latest funding valuation at 30 September 2019 have been adjusted to the balance sheet date taking account of experience over the period since 30 September 2019, changes in market conditions, and differences in the financial and demographic assumptions. The present value of the defined benefit obligation, and the related current service cost, were measured using the Projected Unit Cost Method.

The principal assumptions used to calculate the liabilities under IAS 19 are set out below. The major assumptions used by the actuary were:

	30.06.22	30.06.21
Rate of increase in salaries – long term	1.90%	1.90%
Rate of increase in pensions		
- WWPS and 1/80ths members	2.90%	2.90%
- MIS members	2.50%	2.50%
- Reduced level members	2.10%	2.10%
- Post 88 GMP	2.10%	2.10%
Discount rate	3.80%	1.90%
Inflation assumption – RPI	3.00%	3.00%
Inflation assumption – CPI	2.50%	2.50%

Notes to the financial statements (continued)

22. Retirement benefits (continued)

Mortality assumptions:

The mortality assumptions are based upon the recent actual mortality experience of Scheme members and allow for expected future improvements in mortality rates.

	2022	2022	2021	2021
	Male	Female	Male	Female
	years	years	years	years
Life expectancy - current age 60	25.9	28.5	25.9	28.4
Life expectancy - current age 40	47.2	49.7	47.1	49.6

The mortality table adopted is based upon 105% of standard tables S3P(M/F)A adjusted to allow for individual years of birth. Future improvements are assumed to be in line with the CMI 2018 core projection, with a long-term improvement rate of 1.0% p.a. for all members.

Sensitivity analysis:

The key assumptions used for IAS 19 are: discount rate, inflation and mortality. If different assumptions are used, this could have a material effect on the results disclosed. The sensitivity of the results to these assumptions are set out below. For the purposes of these sensitivities it has been assumed that the change in the discount rate and inflation has no impact on the value of Scheme assets.

- A reduction in the discount rate of 0.1% would increase the scheme liabilities by £10.0m from £599.4m to £609.4m, reducing the scheme surplus to £23.5m.
- An increase in the inflation assumption of 0.1% would increase the scheme liabilities by £7.8m from £599.4m to £607.2m, reducing the scheme surplus to £25.7m.
- An increase in life expectancy of 1 year would increase the scheme liabilities by £19.9m from £599.4m to £619.3m, reducing the scheme surplus to £13.6m.

e. The value of the assets as follows:

	2022	2021
	£m	£m
Equities	200.9	311.1
Property	46.7	41.8
Government Bonds	167.9	107.2
Corporate Bonds	186.3	257.3
Other	31.1	27.1
	632.9	744.5

All assets are quoted in an active market except those classed as "Other".

Notes to the financial statements (continued)

22. Retirement benefits (continued)

f. The amounts recognised in comprehensive income:

	2022	2021
	£m	£m
Operating cost – service cost		
Current service cost	9.3	10.1
Administration expenses	0.9	0.6
Past service cost	-	0.1
Financing cost		
Interest on net benefit liability	1.1	2.5
Pension expense recognised in Income Statement	11.3	13.3
Re-measurements in OCI		
Return on plan assets (in excess of) that recognised in net interest	121.7	(62.7)
Actuarial (gains) due to changes in financial assumptions	(230.1)	(6.9)
Actuarial losses/(gains) due to liability experience	12.0	(10.9)
(Gains) recognised in OCI	(96.4)	(80.5)
(Gains) recognised in Income Statement and OCI	(85.1)	(67.2)

g. Changes to the present value of the defined benefit obligations during the year:

	2022	2021
	£m	£m
Opening defined benefit obligation	819.7	839.1
Current service cost	9.3	10.1
Interest expense on defined benefit obligation	15.7	13.6
Actuarial (gains) due to changes in financial assumptions	(230.1)	(6.9)
Actuarial losses/(gains) due to liability experience	12.0	(10.9)
Net benefits paid out	(27.2)	(25.4)
Past service (credit)	-	0.1
Closing defined benefit obligation	599.4	819.7

Notes to the financial statements *(continued)*

22. Retirement benefits *(continued)*

h. Changes to the fair value of scheme assets during the year:

	2022 £m	2021 £m
Opening fair value of scheme assets	744.5	675.0
Interest income on scheme assets	14.6	11.1
Re-measurement (losses)/gains on scheme assets	(121.7)	62.7
Contributions by employer	23.6	21.7
Net benefits paid out	(27.2)	(25.4)
Administration costs incurred	(0.9)	(0.6)
Closing fair value of scheme assets	632.9	744.5
Additional analysis:	2022 £m	2021 £m
Actual return on scheme assets		
Interest income on scheme assets	14.6	11.1
Re-measurement (losses)/gains on scheme assets	(121.7)	62.7
Actual return on scheme assets	(107.1)	73.8
Analysis of amounts recognised in Other Comprehensive Income		
Total re-measurement gains	96.4	80.5
Total gain	96.4	80.5

Defined contribution plans

The Group also operates a defined contribution pension plan.

The total contribution relating to this plan in the current year was £7.3m (2021 - £6.5m).

Notes to the financial statements (continued)

23. Deferred Grants and Contributions

	Requisi- tions £m	Other contribu- tions £m	Sewer adoptions £m	Infra- structure charges £m	Total £m
Balance at 1 July 2020	33.1	31.5	111.0	131.7	307.3
Received during the year	2.3	2.0	2.9	2.5	9.7
Amortisation	(0.3)	(0.6)	(1.3)	(1.2)	(3.4)
Balance at 30 June 2021	35.1	32.9	112.6	133.0	313.6
Balance at 1 July 2021	35.1	32.9	112.6	133.0	313.6
Received during the year	1.9	1.1	7.8	2.4	13.2
Amortisation	(0.3)	(0.5)	(1.4)	(1.3)	(3.5)
Disposal of subsidiary	-	(3.4)	(10.1)	-	(13.5)
Balance at 30 June 2022	36.7	30.1	108.9	134.1	309.8

24. Provisions

	Claim costs	Restructuring costs £m	Total £m
Balance at 1 July 2021	-	0.1	0.1
Provisions made during the year	1.1	0.1	1.2
Provisions used during the year	-	(0.1)	(0.1)
Balance at 30 June 2022	1.1	0.1	1.2
Non-current	-	-	-
Current	1.1	0.1	1.2
Balance at 30 June 2022	1.1	0.1	1.2

In the ordinary course of business, the Group is sometimes subject to claims and potential litigation, whether from regulatory bodies, individuals or particular groups, related to one off matters. The Directors consider that, where it is possible to be estimated, a reasonable and appropriate position has been taken in reflecting such items in these Financial Statements in the note above.

It is not currently possible to estimate the financial effect and likely timing of any associated outflow of some matters, given that some are in early stages of discussion, the limited likelihood of the claims against the Group being successful, or the potential range of possible outcomes, and accordingly no provision has been made in the Financial Statements. No reasonably possible financial outcome that would be significant to the Financial Statements has been identified in relation to these remaining matters at the date of the issue of these Financial Statements.

Notes to the financial statements (continued)

25. Deferred tax assets and liabilities

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Liabilities		Assets		Net	
	2022	2021	2022	2021	2022	2021
	£m	£m	£m	£m	£m	£m
Property, plant and equipment	668.7	651.9	(45.5)	(42.9)	623.2	609.0
Employee benefits	8.4	-		(17.2)	8.4	(17.2)
Tax (assets) / liabilities	677.1	651.9	(45.5)	(60.1)	631.6	591.8
Net of tax liabilities/(assets)	(45.5)	(60.1)	45.5	60.1	-	-
Net tax (assets) / liabilities	631.6	591.8	-	-	631.6	591.8

Movement in deferred tax during the year

	1 July 2021	Recognised in income	Recognised in OCI	30 June 2022
	£m	£m	£m	£m
Property, plant and equipment	609.0	14.2	-	623.2
Employee benefits	(17.2)	1.5	24.1	8.4
	591.8	15.7	24.1	631.6

Movement in deferred tax during the prior year

	1 July 2020	Recognised in income	Recognised in OCI	30 June 2021
	£m	£m	£m	£m
Property, plant and equipment	452.9	113.4	42.7	609.0
Employee benefits	(32.2)	0.5	14.5	(17.2)
	420.7	113.9	57.2	591.8

Notes to the financial statements (continued)

26. Capital and Reserves

Share capital

Ordinary shares

	2022 £	2021 £
Authorised		
100 Ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>
	2022 £	2021 £
Allotted, called up and fully paid		
2 Ordinary shares of £1 each	2	2
Shares classified in shareholders' funds	<u>2</u>	<u>2</u>

Non-controlling interests

Non-controlling interests in the equity of subsidiary companies are as follows:

Company	Share of gains or (losses)	
	2022 £m	2021 £m
Balance at 1 July	(2.6)	(3.4)
Water 2 Business Ltd	0.5	0.1
Albion Water Limited	-	1.6
Flipper Limited	2.0	(0.9)
	<u></u>	<u></u>
Balance at 30 June	(0.1)	(2.6)

27. Financial instruments

(a) Fair values of financial instruments

Fair value is the amount at which a financial instrument could be exchanged in an arms-length transaction between informed and willing parties, other than a forced or liquidation sale. The fair value of short term and floating rate borrowings approximate to book value. The fair value of long-term fixed rate borrowings has been calculated using market values or discounted cash flow techniques.

The IFRS 13 fair value hierarchy is a categorisation relating to the extent that the fair value can be determined by reference to comparable market values. The hierarchy ranges from level 1 where instruments are quoted on an active market through to level 3 where the assumptions used to derive fair value do not have comparable market data.

The fair value of long term bonds is classified as level 1 in the IFRS 13 fair value hierarchy and have a carrying value of £1,939.6m and a fair value of £2,079.4m. Bank loans are classified as level 2 and have a carrying value of £602.8m and fair value of £602.8m. Parent and other group company loans are classified as level 2 and have a carrying and fair value of £169.9m. All other loans are classified as level 2 and have a carrying and fair value of £9.6m.

It is the Group's policy to recognise all the transfers into the levels and transfers out of the levels at the date of the event or change in circumstances that caused the transfer. No liabilities are classified as level 3.

Notes to the financial statements (continued)

27. Financial instruments (continued)

(a) Fair values of financial instruments

Set out below is a comparison, by class, of the carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

	Carrying amount 2022 £m	Fair value 2022 £m	Level 1 2022 £m	Level 2 2022 £m	Carrying amount 2021 £m	Fair value 2021 £m	Level 1 2021 £m	Level 2 2021 £m
Financial liabilities								
<i>Interest-bearing loans and borrowings:</i>								
Fixed rate borrowings	1,192.1	1,101.2	998.4	102.9	1,491.4	1,621.9	1,518.9	103.0
Floating rate borrowings	679.4	679.4	-	679.4	615.0	615.0	-	615.0
Indexed-linked borrowings	850.4	1,081.0	1,081.0	-	821.0	1,132.5	1,132.5	-
Total financial liabilities	2,721.9	2,861.6	2,079.4	782.3	2,927.4	3,369.4	2,651.4	718.0

The management assessed that the fair values of cash and short-term deposits, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

(b) Credit risk

Financial risk management

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers and investment securities.

Other financial assets are short term deposits with terms of more than three months. The counterparties have a credit rating of A1+/P1 or A1/P1, and hence there is no exposure to credit risk for these values.

Cash and cash equivalents are short term deposits with counterparties that have a credit rating of A1+/P1 or A1/P1, and hence there is no exposure to credit risk for these values.

	2022 £m	2021 £m
Other financial assets	-	-
Cash and cash equivalents	6.5	337.3
	6.5	337.3

The concentration of credit risk for amounts receivable from customers at the balance sheet date by geographic region was:

South West England	190.7	187.0
South East England	-	0.2
Netherlands	1.2	0.3
	191.9	187.5

Notes to the financial statements (continued)

27. Financial instruments (continued)

Billed and unbilled receivables are from domestic and business customers. No individual customer or industrial sector has a material balance outstanding at either year end.

Set out below is the information about the credit risk exposure on the Group's receivables from customers using a provision matrix:

Amounts receivable from customers

	2022	2021	
	£m	£m	
Billed receivables	140.4	137.6	
Unbilled receivables	103.0	94.6	
Expected credit losses	(51.5)	(44.7)	
	<u>191.9</u>	<u>187.5</u>	
	Gross 2022 £m	ECL rate 2022 %	ECL 2022 £m
Less than 1 year	173.6	6.0%	(10.4)
1 to 2 years	20.7	42.5%	(8.8)
2 to 3 years	18.1	45.9%	(8.3)
3 to 4 years	15.3	54.2%	(8.3)
More than 4 years	15.7	100.0%	(15.7)
	<u>243.4</u>	<u>21.2%</u>	<u>(51.5)</u>
	Gross 2021 £m	ECL rate 2021 %	ECL 2021 £m
Less than 1 year	178.5	10.3%	(18.4)
1 to 2 years	19.6	31.1%	(6.1)
2 to 3 years	15.8	41.1%	(6.5)
3 to 4 years	11.4	59.6%	(6.8)
More than 4 years	6.9	100.0%	(6.9)
	<u>232.2</u>	<u>19.3%</u>	<u>(44.7)</u>

The expected credit loss rate resulting from varying billing and payment methods was as follows;

Payment Method	Measured Billing			Unmeasured Billing		
	Direct	Normal	Other	Direct	Normal	Other
	Debit %	%	%	Debit %	%	%
Less than 1 year	10.1%	12.4%	20.7%	27.8%	16.2%	13.6%
1 to 2 years	25.5%	30.7%	28.9%	26.7%	29.0%	20.3%
2 to 3 years	18.3%	42.6%	40.0%	3.7%	39.1%	29.7%
3 to 4 years	24.4%	57.9%	58.4%	12.4%	53.7%	52.4%
More than 4 years	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Notes to the financial statements (continued)

27. Financial instruments (continued)

The expected credit loss policy is shown in the accounting policies (note 1).

The movement in the expected credit loss allowance in respect of trade receivables during the year was as follows:

	2022 £m	2021 £m
Balance at 1 July	(44.7)	(47.9)
Written off	11.0	20.5
Adjustment for non-paying customers	0.8	-
Non-payers subsequently becoming payers	(0.4)	(1.4)
Charge to income statement	(18.2)	(15.9)
Balance at 30 June	(51.5)	(44.7)

(c) Cash flow hedges

The Group does not have any cash flow hedges (2021 – none).

(d) Liquidity risk

Financial risk management

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The main subsidiary of the Group is a regulated utility with a five-year settlement with the industry regulator, which allows it to plan to a certain degree of accuracy the financial obligations in the medium term. The Group has also secured long-term funding through bonds issued by its subsidiary company. This means that the need to obtain additional finance has been spread over future years and is not considered onerous in any one regulatory period.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the effect of netting agreements:

	Carrying amount	Contractual cash flows	Year 1	Years 2 to 5	Over 5 years
	2022 £m	2022 £m	2022 £m	2022 £m	2022 £m
Non derivative financial instruments					
Bank overdraft	17.9	17.9	17.9	-	-
Lease liabilities	2.9	3.5	0.5	1.1	1.9
Secured bank loans	599.9	631.6	50.9	580.8	-
Other loans	9.6	9.8	9.8	-	-
Loan from other group company	169.9	177.5	7.6	169.9	-
Listed Bonds	1,939.6	3,796.8	53.8	308.8	3,434.2
Total financial instruments	2,739.8	4,637.2	140.5	1,060.6	3,436.1

Notes to the financial statements *(continued)*

27. Financial instruments *(continued)*

	Carrying amount	Contractual cash flows	Year 1	Years 2 to 5	Over 5 years
	2021 £m	2021 £m	2021 £m	2021 £m	2021 £m
Non derivative financial instruments					
Bank overdraft	4.5	4.5	4.5	-	-
Lease liabilities	3.0	3.8	0.5	1.3	2.0
Secured bank loans	545.1	565.0	134.8	430.2	-
Loan from other group company	169.9	176.2	-	176.2	-
Listed Bonds	2,209.4	3,851.5	365.3	293.8	3,192.4
Total financial instruments	2,931.9	4,601.0	505.1	901.5	3,194.4

(e) Market risk

There is minimal exposure to equity or foreign currency risk, the interest rate risk is shown below.

Interest rate risk

At the year end the interest rate profile of the Group's interest-bearing financial instruments was:

	2022 £m	2021 £m
Fixed rate instruments	1,192.1	1,491.4
Floating rate instruments	697.3	619.5
Index linked instruments	850.4	821.0
	2,739.8	2,931.9

The Group policy is to keep a significant proportion of total financial instruments in each of the three categories.

Sensitivity

Interest rate sensitivity

The floating rate instruments are sensitive to interest rate movements. If there was a 1% increase in interest rates on those floating rate instruments at the balance sheet date, there would be an additional interest charge to the income statement of £7.0m.

Inflation sensitivity

Index linked bonds are sensitive to movements in the inflation rate. A 1% increase in the inflation rate at the balance sheet date would result in an additional interest charge to the income statement of £8.5m.

Notes to the financial statements (continued)

28. Capital Management

For the purpose of the Group's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio for the principle subsidiary Wessex Water Services Ltd (WWSL), which is net debt divided by Regulatory Capital Value (RCV). The Group's policy is to keep the gearing ratio of WWSL at or below 70%. The Group includes within net debt, interest bearing loans and borrowings, less cash and short-term deposits, excluding discontinued operations.

	2022	2021
	£m	£m
	WWSL	WWSL
Cash at bank	-	(18.3)
Short term deposits (less than 3 months)	-	(310.0)
Bank overdraft	10.9	-
Bank Loans	519.9	465.6
Leases	2.3	2.1
Bonds	1,939.6	2,209.4
Total Net Debt	2,472.7	2,348.8
RCV at 30 June	3,696.7	3,355.2
Gearing	66.9%	70.0%

The RCV for each Regulated Water and Sewerage Company is published by Ofwat here:
<https://www.ofwat.gov.uk/publication/regulatory-capital-values-2022/>

In order to achieve this overall objective, the Group's capital management, among other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 30 June 2022 and 2021.

Notes to the financial statements (continued)

29. Commitments

Capital commitments

Group

Capital expenditure contracted but not provided at 30 June 2022 was £129.1m (2021 - £50.3m).

The Group has guaranteed Bonds of £1,939.6m (2021 - £2,209.4m) issued by its wholly owned subsidiary company Wessex Water Services Finance Plc.

Wessex Water Ltd has provided performance guarantees on behalf of subsidiary companies of £1.1m (2021 - £1.1m).

Made by	Beneficiary	Amount (£m)	Expiry date
SCT Ned BV	Ministry of Housing	0.3	N/A
GENeco (SW) Ltd	Bristol City Council	0.5	N/A
Wessex Water Enterprises Ltd	Somerset County Council	0.1	N/A
Wessex Water Services Ltd	Highways England Co Ltd	0.2	31/03/2025

30. Contingencies

Claims under the Environmental Information Regulations 2001 (EIR)

The Group has been notified of a potential claim under the EIR relating to charges levied for drainage and water searches carried out since 2004, which it is argued should have been provided free of charge. The potential value of the claims is unclear, as very little detail has been provided, however the Group intends to defend all claims.

Innovation competition

As part of the regulatory settlement for 2020-2025 Ofwat established a £200 million Innovation competition to grow the water sector's capacity to innovate. The competition is to be funded from additional revenues collected from customer's bills, of which the Group's share is approx. £8 million.

Each year companies are invited to submit projects which if successful are awarded funding from the revenues already collected. If the company is unsuccessful the revenues are to be transferred to those companies that were successful. If at the end of the regulatory period the revenues have not been fully utilised the balance is returned to customers over the subsequent regulatory period.

Due to the uncertainty surrounding the nature, timing and value of any spend and the early stage of the competition, the Group does not believe a provision is appropriate.

Incident at Avonmouth Water Recycling Centre

Investigations into the incident at Avonmouth in December 2020 are ongoing and it is uncertain when they will be concluded. We continue to co-operate with the investigating authorities. No proceedings have been started and, as such, it is not possible to assess whether any financial penalties or related costs could be incurred.

Flow to full treatment investigation

In November 2021, Ofwat and the Environment Agency announced separate industry-wide investigations into Flow to Full Treatment at waste water recycling centres. Ofwat has since opened enforcement cases into five companies, including Wessex Water Services Ltd. WWSL continues to work with Ofwat and the Environment Agency as they gather further information to inform the investigations and next steps.

Notes to the financial statements (continued)

31. Significant transactions with related parties

	Group 2022 £m	2021 £m	Company 2022 £m	2021 £m
Sales of goods and services:				
Other group companies	0.1	0.4	-	-
Associate company	0.8	0.6	-	-
Dividend income:				
Subsidiaries	-	-	80.0	87.0
Interest income:				
Subsidiaries	-	-	0.7	0.2
Interest expense:				
Subsidiaries	-	-	2.1	1.5
Other group companies	5.9	5.5	5.9	8.1
Purchase of goods and services from subsidiaries:				
Management services	-	-	1.0	0.6
Purchase of goods and services from other group companies:				
Hotel and accommodation	-	-	-	-
Telecommunications related charges	0.3	0.3	-	-
Purchase of goods and services from associate company				
Billing and debt collection	10.7	11.0	-	-
Purchase of goods and services from joint venture companies:				
Information technology consultancy	0.9	2.6	-	-
Year-end balances owing by:				
Subsidiaries	-	-	148.9	137.1
Other group companies	7.0	4.4	-	-
Associated company	1.2	0.9	-	-
Year-end balances owing to:				
Immediate holding company	16.3	15.3	16.3	15.3
Subsidiaries	-	-	97.9	97.5
Other group companies	267.2	267.9	267.2	267.9
Associated company	1.8	1.2	1.8	1.2

There were no transactions with key management personnel.

Directors' emoluments have been disclosed in the Directors' Report.

There have been no transactions with pre-penultimate, penultimate and ultimate holding companies described in note 32.

All other transactions with related parties and balances at the year-end are summarised in the table above.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.

Notes to the financial statements *(continued)*

32. Ultimate parent company and parent company of larger group

The Company is controlled by YTL Utilities Holdings Ltd, the immediate holding company, registered in the Cayman Islands.

The pre-penultimate, penultimate and ultimate holding companies are YTL Corporation Berhad, Yeoh Tiong Lay & Sons Holdings Sdn Bhd (both registered in Malaysia) and Yeoh Tiong Lay & Sons Family Holdings Ltd registered in Jersey.

The largest group in which the results of the Company are consolidated is that headed by YTL Corporation Berhad incorporated in Malaysia. The consolidated financial statements of these groups are available to the public and can be obtained from Menara YTL, 205, Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia.

33. Subsequent events

The final dividend for the year of £16.3m was declared in June 2022 and paid in July 2022.

34. Accounting estimates and judgements

In preparing the financial statements and applying the accounting policies, the Group is required to make reasonable estimates and judgements based on the available information, the most significant of which are;

Significant estimates

a) Defined benefit pension scheme deficit

In recognising the deficit on the balance sheet there are a number of assumptions concerning inflation, rate of increase of salaries and pensions, mortality rates and interest rates that can have a significant effect on the deficit recorded. These assumptions are discussed with independent qualified actuaries and disclosed in note 21 to the financial statements. The sensitivities around these assumptions are also reflected in the note.

b) Expected credit loss allowance

The expected credit loss on outstanding receivables is a key estimate under IFRS 9. We base our estimate of recoverability by grouping customers into similar economic profiles and applying a percentage loss rate based on forward looking judgements on the future collection rates that are likely to be achieved. In particular for the year ended 30 June 2022 this has included additional considerations of the possible impact of the ongoing economic uncertainty on the expected collection rates of outstanding receivables at the balance sheet date. These assumptions are discussed in note 27. A 1% reduction in collection rates would increase the expected credit loss allowance by £4.1m.

c) Revenue recognition

The unbilled income accrual from metered water services requires an estimation of the amount of unbilled charges at the period end. This is calculated based on average customer volume usage adjusted for seasonality and regulatory price changes. A 2% movement in average consumption equates to a £1m movement in the unbilled income accrual.

d) Asset lives

Assets recorded in the Group's fixed asset register are depreciated systematically using asset lives assigned to the classification of the asset into a number of standard asset types. These asset lives are subject to review based on historical performance, new technologies or new areas of capital investment. A reduction in the average asset life for property, plant and equipment of 1 year would increase the depreciation charge by £3m.

Notes to the financial statements *(continued)*

34. Accounting estimates and judgements *(continued)*

Other estimates

e) Investment properties

The group carries its investment properties at fair value, with changes in fair value being recognised in the income statement. For investment properties, a valuation methodology is adopted which involves comparison to developments of a similar nature, location and condition. The Group engaged an independent valuation specialist to assess fair values as at 30 June 2022. The sensitivities around the valuation are discussed in note 15.

Significant judgements

f) Classification of capital expenditure

Due to the high value of capital expenditure the judgements made on the classification of expenses as operating or capital, and within capital between maintenance and enhancement, are key to the preparation of the accounts. These judgements are based on engineering experience of differentiating between treatment as a 'repair' or a 'replacement' of an infrastructure asset. The Group follows both accounting standards and guidelines issued by Ofwat in making these judgements.