

YTL UTILITIES (UK) LIMITED

Annual Report and Financial Statements 30 June 2023

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 reduced by £71.9m from a profit of £44.8m to a loss of £27.1m, due to the factors shown below.

Turnover increased by £64.1m or 8.6% to £810.8m. 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 £80.2m from £604.2m to £684.4m. In WWSL the increases in repair costs, site operations, exceptional power and chemical prices and general inflationary pressures exceeded cost savings made, and there were additional wholesale costs associated with the Water 2 Business contracts.

Interest charges, including other finance charges, increased by £69.0m from £96.5m to £165.5m. There was a significant increase in the level of interest from index-linked debt reflecting exceptional inflation levels in the year. The overall cost of debt increased from 3.8% to 5.9%.

There was a £21.4m reduction in taxation from a charge last year of £12.3m to a credit of £9.1m this year. The main driver for this being the carry back of losses and the introduction by the UK Government of the 130% super-deduction capital allowance.

Net Debt (consisting of cash deposits, bank overdrafts and other interest-bearing loans and borrowings), increased from £2,733.3m to £3,000.4m, an increase of £267.1m and included, but was not limited to:

- cash flow from operating activities of £240.3m
- less interest payments of £86.3m
- less net investing activities of £276.4m
- less dividend payments of £61.8m.

Dividends declared in the year amounted to £61.2m compared to £69.1m last year.

STRATEGIC REPORT (continued)

Under IAS 19 the pension scheme surplus of £33.5m at the start of the year has reduced to a surplus of £11.6m at 30 June 2023, the reduction in asset values of £69.4m outweighing the £43.0m reduction in obligations.

As noted above, the principal subsidiary of the company is WWSL. 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 15.9% (2022: 20.6%), the fall was due to the profit reduction in WWSL, resulting from increasing cost pressures and the regulatory price cap. Interest cover reduced to 0.8 times (2022: 1.6 times) as operating profit reductions were compounded by net interest costs increases.

The following sections A to E provide an overview of the key subsidiaries within the group.

A. WESSEX WATER SERVICES LTD

About us

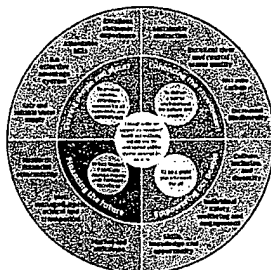
We are a regional water and sewerage business serving 2.9 million customers across the south west of England. We are recognised by our regulators as one of the leading water and sewerage companies in England and Wales.

We play a critical role that goes beyond providing an essential public service. We aim to help tackle the climate emergency, support the communities we serve and contribute to the growth of the UK economy. These aims form the core of our long-term commitment to build a sustainable future with the support of our customers, communities, employees, and stakeholders.

Our long-term plan for delivery of our purpose is set out in our Strategic Direction Statement, published on our website [here](#). The statement sets out our vision and ambitions through to 2050, to give all our stakeholders trust and confidence that we intend to rise to unprecedented challenges, now and in the future.

At its heart are eight outcomes that our customers and stakeholders have told us are their priorities.

- safe and reliable water supply
- an effective sewerage system
- affordable bills
- excellent customer experience
- sustainable abstraction
- excellent river and coastal water quality
- net zero carbon
- increased biodiversity



Our eight outcomes are underpinned by six enablers centred around strong financing and governance, and empowered people, that we need to embed in our business over the long term. These are:

- Culture, inclusion, and diversity: we will have an inclusive workforce that reflects the cultures and diversity of the region we serve
- Individual safety, wellbeing, and engagement: our colleagues will be safe at work, proud to work for us and fully engaged in their roles
- Skills, knowledge, and opportunity: our colleagues will have all the skills and knowledge they need to confidently carry out their roles.
- Market-led outcomes: we will harness the power of markets to drive the most efficient solutions
- Resilient financial stewardship: we will demonstrate long-term financial stability
- Strong governance, ethics, and accountability: we will prove that we are honest and ethical in the way we conduct our business

STRATEGIC REPORT (continued)

The performance indicators that follow show the performance over the regulatory year ended 31 March 2023.

Serving people and places

To provide reliable, affordable services for all customers and communities

OUTCOMES	Target 2050	Actual 22/23	Previous year	Progress
Safe and reliable water supply				
Water supply interruptions (mm:ss)	0:00	04:10	04:12	↑
Compliance risk index score	0:00	1.04	0.37	↓
An effective sewerage system				
Sewer flooding impact score	264	496	533	↑
Affordable bills				
Percentage of customers spending more than 5% of their disposable income on their water bill*	0%	6.5%	6.5%	↔
Great customer experience				
Position in the UK Customer Satisfaction Index	Top 10	93rd	221st	↑

*Based on the March 2021 CEPA report - <https://www.water.org.uk/wp-content/uploads/2021/04/Quantitative-analysis-of-water-poverty-in-England-and-Wales.pdf>

Overview

It is our duty to provide safe, reliable, and affordable water and wastewater services to all our customers, and to protect the environment in which they live.

Last year was testing. Drought and unprecedented heat in the summer required careful operational management. Meanwhile, our customers faced a rapidly accelerating cost of living which inevitably squeezed their budgets. This made affordability difficult for many, but particularly for those in vulnerable circumstances.

Against that challenging backdrop, we remained among the best in the water industry in terms of drinking water quality and managed to improve our performance on supply interruptions and sewer flooding.

We devoted a lot of attention to our range of support packages, which are collectively called our tailored assistance programme (tap), to help our customers afford their bills through very difficult times. We made several changes to tap to enable quicker and easier access and to make it available to more people.

Over the years, we have forged a reputation as a top performer on customer service and were the top water company in the latest UK Customer Satisfaction Index (UKCSI) survey. We are also excited to be piloting a brand-new engagement scheme, Community Connectors, through which we aim to transform how we work with communities in our area. We are identifying shared priorities which we can deliver together.

However, we were extremely disappointed that we failed to maintain our record on environmental performance. The Board is determined to do whatever it takes to restore our industry-leading position.

STRATEGIC REPORT (continued)

Enhancing the environment

To deliver a better environment for nature and people

OUTCOMES	Target 2050	Actual 22/23	Previous year	Progress
Sustainable abstraction				
Compliance with abstraction licences	100%	96%	97%	⬆️
Great river and coastal water quality				
Number of pollution incidents	0	110	72	⬇️
Total tonnes of phosphorous removed from rivers and coastal waters per day	*	1.7	1.4	⬆️
Total tonnes of nitrogen removed from rivers and coastal waters per day	*	3.7	4.1	⬇️
Net zero carbon				
Total ktCO ₂ e per year (operational)	0**	104	106	⬆️
Increased biodiversity				
Number of biodiversity units	Double our contribution	613	613	⬆️

*Target will depend on what is required, which we cannot forecast.

**Zero target is 2040 for net zero carbon.

Overview

Our performance against our commitments to enhance the environment was mixed. We made improvements in some areas but failed to advance in others. We are taking urgent steps to improve our record across all our environmental activities.

This is particularly true of our pollution performance, which deteriorated significantly. There were some relevant contextual factors. The rollout of our monitoring programme increased our ability to identify pollutions. Moreover, the dry summer and subsequent low river levels meant discharges were not as diluted as in normal conditions and the environmental impact was greater. We are resolute in our intention to regain our industry-leading position on environmental performance, including through greater use of intelligent monitoring.

More widely, 2022 demonstrated the extent to which weather affects our business and the water environment. The shadow of the severe drought of the summer can be seen in many aspects of our performance.

The dry weather benefited our storm overflow discharge rates, with discharge hours falling 45% from 2020. That was very welcome, but we are working on robust plans to reduce and ultimately eliminate spills whatever the weather, chiefly by separating rainwater from sewerage infrastructure. We are making innovative use of data to give water users near real-time information on discharges and water quality.

Leakage increased as the ground around pipes dried. Conversely, awareness of the drought stimulated customers to engage with our water saving messages, lowering average per capita consumption across the year to pre-Covid levels. We beat our performance commitment target for the volume of water saved through water efficiency activities.

Thankfully, we head into 2023-24 with our water resources recovered. We worked hard in 2022 making robust preparations for the future. It was a milestone year for water resources planning, with the publication of both our own draft Water Resources Management Plan and the first ever water resource plan for the West Country region. Our operational carbon emissions continued to fall and our work to boost biodiversity on our landholdings continued apace.

STRATEGIC REPORT (continued)

Empowering our people

To be a great place to work for all.

Overview

Our staff are valuable, skilled, and caring people, motivated by a strong sense of public service. They strive day in day out to do their very best for our customers, communities and environment. Last year was a difficult year to work in water with extreme operational conditions and an unprecedented amount of negative publicity about the wider sector, which we appreciate has been challenging as a backdrop to their work.

We appreciate everything our staff do to make possible the delivery of all the outcomes we provide for society and the environment. In return, we work hard to keep them safe, treat them well and fairly, and ensure they have all the training and support they need to do their jobs.

Society's growing focus on equality, diversity and inclusion rightly continued in 2022-23. We know we have work to do to make our workforce reflective of the community we serve, and we continue our focus on achieving that goal. In 2022, we formed new groups to champion and advocate for those from ethnic minority communities and those with disabilities. We also appointed executive sponsors for all underrepresented groups, to provide senior support for initiatives to improve opportunities for all.

We are committed to ensuring Wessex Water is a safe, welcoming, and inclusive workplace.

Financial performance

Overview

Last year was a tumultuous one for the economy, featuring extraordinarily high inflation and soaring interest rates. This proved a challenging backdrop for both us and our customers. A multitude of scenarios affected our financial performance, including the cost-of-living crisis for our customers, and inflationary and global market pressures.

We have remained steady through the storm and our strong financial foundations have continued to underpin the delivery of leading service provision for our customers and communities.

Our pro-competition ethos has also remained firm, and we continue to seek to unlock efficiencies and innovation through markets. We expanded our pioneering work creating nutrient markets and trading for other environmental services. We also put two new 'challenges' through our online platform, the Wessex Water Marketplace. This is where we issue a competitive invitation to tender for projects to address specific challenges we have. One challenge concerned sewer network monitoring and the other bioresources capacity. These two initiatives had very different outcomes, but both have yielded valuable lessons.

Our Sustainable Financing Framework is now in place, providing opportunities for investors to ally with us in delivering tangible environmental and social benefits.

Our journey

We always aim to exhibit exemplary governance, transparency, accountability, efficiency, and financial resilience. YTL has now owned Wessex Water for over 20 years, making us the longest single owner of a UK water and sewerage company. We have a simple financial structure and do not engage in any aggressive or artificial tax planning.

STRATEGIC REPORT (continued)

We stand ready to invest into Wessex Water, for a fair return, to help finance the much-enlarged investment programme. Building on this, in our strategic direction statement to 2050 we have committed to:

- being the most efficient water company in the industry – harnessing the power of markets and real competition and championing an outcomes-based approach to regulation where efficiency can be maximised through flexibility and choice
- keeping gearing below 70%
- providing fair returns to investors and being well-regarded by financial stakeholders
- delivering for wider society and the environment through sustainable financing, measured using ESG metrics

Resilient financial stewardship

Corporate Structure

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 all debt raised by the Company at market rates provided by external third parties.

Overall performance

Household consumption was lower as we successfully encouraged people to consume less and they were spurred on to do so by awareness of the summer drought and high energy prices, which prompted more frugal use of hot water. Simultaneously, our operating costs were affected by inflationary and global market pressures, including energy and chemicals costs. We also saw a near-term impact on earnings driven by inflationary pressures, especially on indexed debt.

Financial Highlights as at 30 June 2023

	2022-23	2021-22	2020-21	2019-20	2018-19
Revenue (£m)	541.8	517.8	516.9	540.8	556.0
Profit Before Tax (£m)	(35.4)	54.0	75.2	109.7	131.5
Equity (£m)	609.0	747.1	700.1	768.4	838.6
Total Assets (£m)	4,644.1	4,317.7	4,506.6	4,170.2	3,911.6
Net Debt (£m)	2,734.0	2,472.7	2,348.8	2,244.2	2,107.1
Regulatory Gearing	66.3%	66.9%	70.0%	67.1%	64.6%

- operating profit decreased by £26.8m from £144.2m to £117.4m
- revenue increased by £24.0m or 4.6% while underlying operating costs increased by £49.9m or 13.1%. Increasing costs resulted from inflationary pressures on energy and raw materials, operational drivers such as supporting improvements to leakage and pollutions performance and extreme weather events
- the average cost of debt increased from 3.8% to 5.9%. We maintained a balanced mix of financial instruments and maturities
- Interest costs increased by £67.5m (74.8%) to £157.8m primarily reflecting the impact of inflation on index linked borrowings
- capital expenditure on tangible and intangible assets (including infrastructure maintenance expensed through the income statement) delivered during the year was £319.9m, an increase of £61.0m over £258.9m last year and in line with expectations

STRATEGIC REPORT (continued)

- profit before tax fell by £89.4m from £54.0m last year to a loss of £35.4m. This was primarily due to the underlying increase in operating and interest costs
- interest cover, as measured by net interest payable excluding indexation to earnings before interest, tax and depreciation reduced from 4.68x to 3.58x

Return on Regulatory Equity ('RoRE')

RoRE is a performance indicator for the regulated business and reflects our combined performance on totex, customer ODI's and financing against the base return allowed in Ofwat's Final Determination.

The Company delivered a RoRE of 11.3% in the year to March 2023, outperforming the base return by 7.4% because of:

- Our broadly neutral ODI performance;
- Underperforming our totex position by 5.6% reflecting the impact of high energy prices and inflationary pressures; and
- Financing outperformance of 13.0%, driven by our financing strategy and the tax benefit of super deduction capital allowances.

Sustainable Finance Framework

Our ability to create value for all stakeholders in a sustainable manner is core to our beliefs. Our Sustainable Finance Framework, which supports our financing ambitions to deliver tangible environmental and social benefits, is now in place. The framework aligns our purpose – to support our customers' health and well-being and enhance the environment and the diverse communities we serve – and our business plan commitments to our financing ambitions through targeted financing.

Under the framework, we may issue environmental or social debt instruments to support our environmental and social objectives, enabling investors to participate in the provision of a sustainable future. Through a Sustainable Finance Framework to finance our plans, investors will be able to monitor how the funding supports delivery of Wessex Water's environmental and sustainability goals.

We need certainty to remain attractive for private investment and to plan for the future. We will continue to ensure customers' bills are affordable while investing in our infrastructure, protecting the environment, and innovating to find the best, cost-effective solutions. Our commitment to delivering a better future will allow our investors to participate in funding our provision of water and waste water services on a sustainable basis, helping to achieve global climate change targets and contributing to the United Nations' Sustainable Development Goals.

We launched an inaugural £300m sustainability bond in March 2023, re-opening the sterling primary markets following recent financial sector volatility. The strong execution dynamics on show demonstrate the willingness of the UK investor base to look through the current financial environment for names which are more insulated from the financial sector volatility.

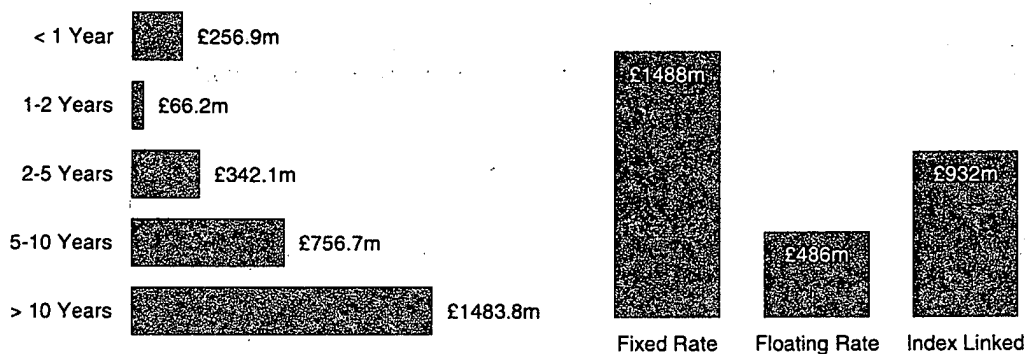
Financing

The company's liquidity position comprises cash and cash equivalents held on the balance sheet along with undrawn bank facilities, giving the company instant access to funding if needed. We invest cash in deposits with highly rated banks which are regularly reviewed.

STRATEGIC REPORT (continued)

On 31 March 2023, Wessex Water Services Finance Plc agreed terms for the issue of £300m of bonds under its aforementioned Sustainable Financing Framework with a tenure of 9 and half years and at a coupon of 5.125%. The net proceeds from the issue of these bonds were loaned to Wessex Water to fund its investment programme and repay a £50m index linked bond due in July 2023.

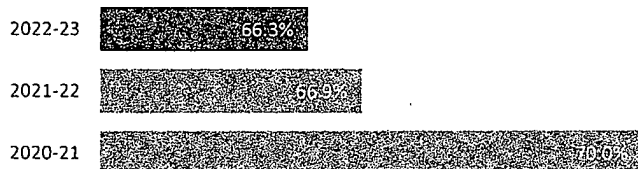
Total borrowings, including amounts owed to subsidiary companies, were £2,905.7m as of 30 June 2023 (2022: £2,472.7m). The maturity and interest rate profile of our borrowings are as follows:



Gearing

Gearing, as measured by net debt to regulatory capital value (RCV), stands at 66.3% which the Board considers 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 covers 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.



Credit ratings

Wessex Water and its financing subsidiary have credit ratings assigned by two ratings agencies. These provide an external view on creditworthiness for our debt investors. The latest published ratings are as follows:

Credit rating agency	Rating	Outlook	Date of Publication
Fitch	BBB+	Stable	November 2022
Moody's	Baa1	Stable	December 2022

STRATEGIC REPORT (continued)

Pensions

The latest actuarial valuation of the Wessex Water Services Limited pension scheme took place on 30 September 2022, showing a deficit of £35.3m. The Company has agreed with the scheme's trustees a payment recovery plan in respect of the deficit comprising employer contributions of 15.5% and special contributions over the next two years to reduce the deficit. The Company paid a special contribution of £18.4m on 30 June 2023 and is committed to the schedule of future contributions through to 1 July 2024.

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 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 Chief Finance Officer is ultimately responsible for our tax strategy and engages with relevant individuals within the Company to ensure the strategy is implemented, monitored, and reported to the Board. 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.

Our total tax contribution

We are committed to paying the right amount of tax at the right time. We pay a range of taxes, including business rates, employers' national insurance and environmental taxes such as the climate change levy as well as the corporation tax showing in our tax charge on the income statement. In his 2021 Budget, the Chancellor introduced the 'super deduction' of 130% of capital allowances. As expected, the benefits of this reduced our current tax payable in the year to nil.

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 a summary of the corporate risk register and a report on the Principal risks to the Executive Leadership Team (ELT), comprising the Executive Directors.

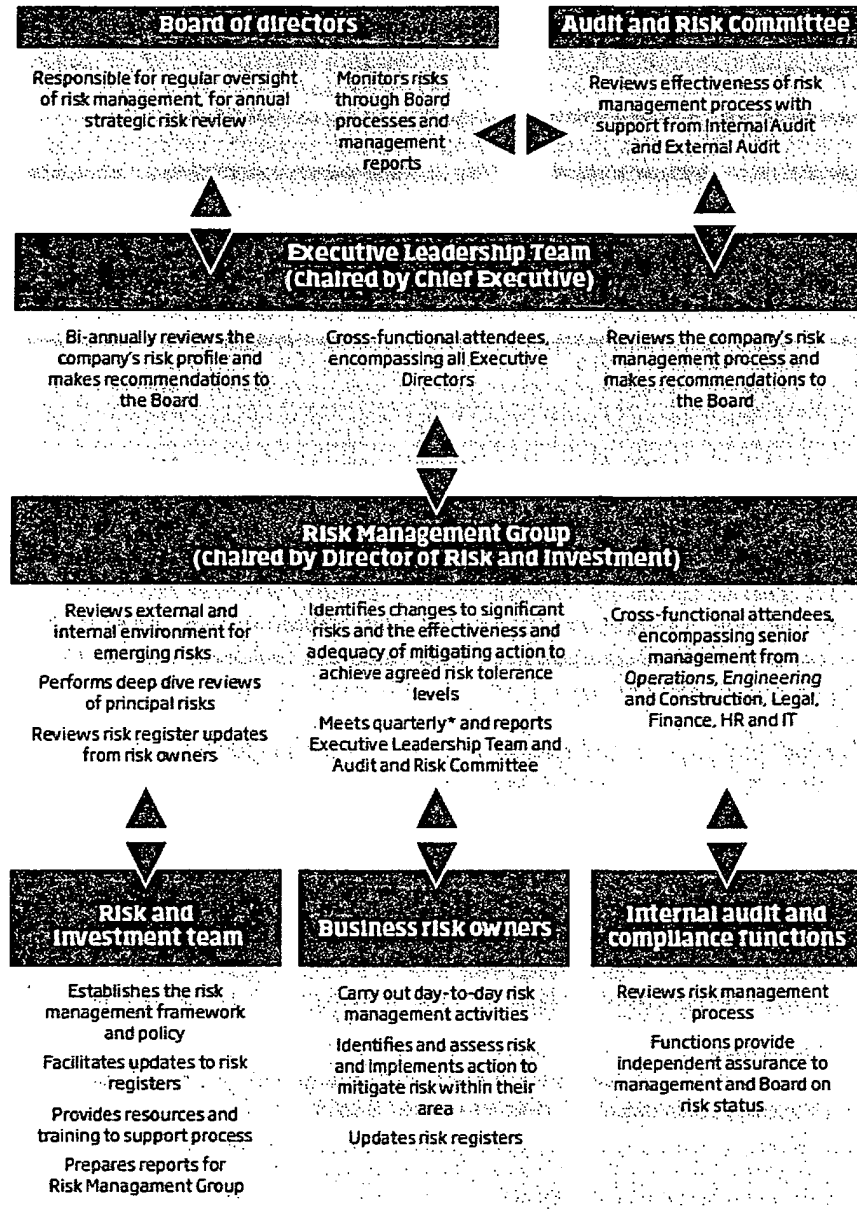
The ELT scrutinises and challenges the risks, ensuring that we have comprehensively classified and assessed our risks and have appropriate mitigation methods. Any significant emergent risks or material changes in existing risks are reported to the ELT and the Board as they arise.

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.

STRATEGIC REPORT (continued)

Risk management governance

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



*Changed to quarterly from December 2022

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 Group is taking appropriate action to mitigate the severity and likelihood of those risks to an acceptable level.

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 and the mitigation in place to address each risk.

Principal risks - strategic

Principal risk	Description	Risk exposure
Reputation & positioning	National or regional issues that impact the perception of the business and the trust the public have in us	Increasing
Political action	Actions taken by government that fundamentally change our operating environment affecting the business and/or cash flows.	Increasing
Regulatory action	Actions taken by regulators that fundamentally change our operating environment affecting the business and/or cash flows.	Increasing
Environment & public value	The expectation on the business to create value beyond a focus on short term performance	Increasing
Climate volatility	The need to adapt to changing climate and weather patterns	Increasing

STRATEGIC REPORT (continued)

Principal risks – compliance, financial and operational

Principal risk	Description	Risk exposure
Environmental harm	Acute (e.g. major pollutions) or chronic harm to the natural environment as a result of activities conducted by or on behalf of the company	Increasing
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
Supply chain resilience	Resource scarcity or disruptions to supply chains which prevent the procurement of products or services at the expected cost, availability, or quality	Increasing
Health and safety	Failure of operational controls or an external hazard that affects the health and safety of employees, contractors, or the public	Stable
Technology resilience	Technology fails to be available, secure (e.g. to cyber-attack), reliable or perform as expected resulting in the corruption or loss of data, reputational impact and/or inefficient operations	Stable
Supply of unfit or insufficient water	Inability to provide a reliable source of water to customers when they need it in line with quality standards	Stable
Financial viability	Inability to raise finance at appropriate levels and/or manage cash/gearing to maintain financial viability and provide a sufficient return on investment	Stable
Uninformed action	Inadequate information (e.g. poor asset data) resulting in sub-optimal decision-making, unsatisfactory day to day business operation/ performance and/or an increase in cost and risk	Stable
Governance and ethics	Non-compliance with our own values, behaviours, and standards, or with statutory and regulatory obligations, either unintentionally, intentionally or maliciously (e.g. insider threat)	Stable

STRATEGIC REPORT (continued)

B. WESSEX WATER ENTERPRISES LTD

The Group generated turnover of £44.5m (2022: £34.5m) 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.

C. SC TECHNOLOGY GMBH

Trading under the name Swiss Combi the turnover of the company for the year was £6.0m (2022: £6.3m). The principal subsidiary in Holland operates two sludge drying plants and has long term contracts with two major customers.

D. 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 primarily of activities at the Hinkley Point C construction site on behalf of Wessex Water Ltd. Turnover for the year was £30.5m, all of which was internal within the Group and therefore eliminated on consolidation (2022: £23.1m).

E. 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 86 homes were legally completed and occupied and the construction of the final apartment block is progressing toward completion in 2024. Detailed planning consents have now been approved for a second residential phase and a community building to be located within a listed hangar next to the first residential phase. Both projects are expected to begin construction in FY24.

The detailed design of the YTL Arena now includes an increased 19,000 capacity and 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 2023. This resulted in a value for development land of £98.2m, which produced a £0.6m revaluation loss as disclosed in note 15, driven predominantly by the increased underlying cost of capital used in the valuation.

STRATEGIC REPORT (continued)

Non-Financial and Sustainability Information Statement

Introduction

This report is aligned to the principles set out by the Task Force on Climate Related Financial Disclosures (TCFD). The disclosures that follow show the performance over the regulatory year ended 31 March 2023 to align with the reporting of the primary subsidiary.

Compliance Statement

The extent of consistency with the TCFD framework

Our climate-related financial disclosures meet and are consistent with the four TCFD recommendations and the eleven recommended disclosures set out in Figure 4 of Section C of the TCFD's June 2017 report "Recommendations of the Task Force on Climate-related Financial Disclosures". We have also taken on board the findings and recommendations of the Financial Reporting Council's "Thematic Review of TCFD disclosures and climate in the financial statements", published in 2022.

1. Governance

Our Board is responsible for our risks and through two committees of the primary subsidiary (the Environment and Public Value Committee and the Audit and Risk Committee) who manage our principal risk of climate volatility. The Environment and Public Value committee advises the Board on the development and delivery of the Company's purpose, strategy, and values, which drive change and influence the group's environment and social purpose. The Audit and Risk Committee provides assurance and challenges the overall risk, control, and governance framework on behalf of the Board including for our principal risk of climate volatility. Our governance arrangements are outlined in WWSL's Governance Report and how we meet the Ofwat Better Leadership, Transparency and Governance objectives as well as the Wates Principles. The Board reviews and monitors the group's progress against numerous environmental performance commitments, including our greenhouse gas emissions.

Responsibility for responding to climate related risk and opportunities is shared across the Directorates and is part of our overall approach to risk and resilience. The WWSL Director of Planning, Risk and Investment manages our resilience framework through two groups: the Risk Management Group, who manage the overall risk and resilience process; and the Investment Solutions Group, who review and approve capital-based mitigations to improve our resilience. Climate change and volatility is one of the stresses identified in our resilience action plan.

We have produced three climate change adaptation reports, meeting the Government's adaptation reporting duty. These cover the physical climate risks, identified, and graded, and the management measures being used (outlined in the strategy and risk management sections in more detail). Management review the progress being made toward our net zero carbon route map annually. WWSL reports its carbon footprint each year to Ofwat and within its report.

2. Strategy

We are a long-term business and aim to be a genuinely sustainable Group. As such, we are attuned to changes that will take place over several decades. Our management plans for water resources and, drainage and wastewater have a 25-year timescale, and we reflect UK climate projections running to the end of the 21st century. Meanwhile our emissions reduction targets cover the period to 2040, in context of the UK's 2050 net zero aims and successive national carbon budgets. These long-term plans are translated into short- and medium-term delivery through the five-year investment plan cycles.

STRATEGIC REPORT (continued)

In 2019 we announced our aim to achieve net zero operational emissions by 2030 and net zero total emissions by 2040. This applies to Wessex Water Services Limited and the emissions associated with its appointed activities. The 2030 aim was based on the items within scope at that time:

- Scope 1: burning of fossil fuels; process emissions; company vehicles
- Scope 2: purchased electricity (generation)
- Scope 3: purchased electricity (transmission & distribution); business travel; outsourced activities.

Our 2030 aim is not a science-based target, but we consider it to be aligned with the principles of the Paris Agreement and the United Nations Convention on Climate Change 1.5°C pathway.

Policies and Strategies

Our services and operations are affected by weather patterns, so our climate change and resilience action plan are crucial to our business. Climate impacts have a bearing on many of the core services that we provide – it will affect water availability, water quality, and the efficacy of sewerage and surface water management, among other things. Heatwaves and drought have clear impacts on water supply and demand, while prolonged or intense rainfall affects the quality of water sources and the capacity of our wastewater network. Adapting to a changing climate is integral therefore to our long-term strategic direction, five-year business plans, and subject-specific exercises such as water resources planning. Our [climate change adaptation report](#) sets out overall strategy and our programme of work in the short and long term, in relation to our main physical climate risks.

Alongside physical risks associated with climate, we will be affected by the necessary transition to a low carbon economy. Transition risks and opportunities are also evident for both functions, especially when we include embodied emissions in construction materials and consumables. Our wastewater emissions are larger and are also likely to be harder to abate, especially in relation to process emissions. Providing water and wastewater services involves significant amounts of energy use and emissions of methane and nitrous oxide as well as carbon dioxide. We are committed to reducing our carbon footprint, reflecting the expectations of our external stakeholders – including investors, NGOs and the public – as well as mitigating the physical risks of climate change. Our [net zero carbon route map](#) sets out how we plan to address our operational emissions during the 2020s and signal the need for tackled embodied carbon emissions.

Implications for the Company's strategy and finances

Climate change and decarbonisation considerations are among the many factors that influence our strategic and financial planning. Specifically, physical climate risks inform the functional plans (e.g. our 25-year water resources and drainage and wastewater management plans) that underpin our business plans that set out the investment we will undertake to maintain or enhance the services we provide. These investments are dominated by regulatory requirements. Costed plans for decarbonisation are part of our 2024 business plan submission. There will be market or fiscal drivers behind most investment; but where these are absent (e.g. nitrous oxide emissions) a particular case will need to be made to justify expenditure based on the extent of the environmental impact.

We are increasingly looking at whole life carbon impacts, with an addition focus on the embodied carbon of capital projects and consumables. This is already part of our annual reporting and will feature also in our 2024 business plan and future investment appraisal. It is clear, however, that a large investment programme to improve river quality will have a significant carbon footprint if it is dominated by conventional solutions such as storm tanks.

STRATEGIC REPORT (continued)

The most significant climate-related financial impacts are likely to result from disruption caused by extreme weather events. In the short term these can take various forms, for example:

- heatwaves that increase water demand: necessary use of water sources with the highest unit costs of treatment, plus additional pumping costs.
- extreme rainfall: costs associated with respond to localised site flooding, additional water treatment at sources affected by runoff and leaching, and additional pumping in the sewerage network.

We estimate that the 2022 drought and the July heatwave added circa £1-2m to WWSL's operating costs during 2022-23. In the longer term we expect the financial impact to grow in real terms, as extreme weather events become more frequent, and pressure grows to maintain resilient services. We expect very large associated capital investment i.e. £500m to reduce storm overflow discharge frequency and volume, and £250m to reduce water abstraction; in both cases the long-term impacts of climate change are not the sole contributor but are nonetheless part of our financial modelling.

We are currently appraising the financial effects of our planned decarbonisation work and will set these out in WWSL's 2024 business plan submission. Across the full range of potential measures there will be a significant value to the marginal abatement cost to reduce greenhouse gas emissions. This reflects the maturity of the technologies involved, the makeup of the supply chain, and the changing economics of the default, traditional approach. Overall, our direction of travel is to internalise carbon costs, and we will prioritise options that are impactful, best value on a whole life cost basis, or preferably both.

Dependencies upon unproven technologies

Our transition plans are based on a range of technologies. Many are readily available and operating at scale – especially in relation to energy and transport. However, some options are still in development, or not yet readily available in the UK utilities sector. These include:

- availability of low carbon versions of heavy goods vehicles required to carry/tow loads;
- robust cost-effective and scalable advanced thermal conversion of sewage sludge;
- ammonia recovery as way to reduce treatment energy while producing a hydrogen carrying substance; and
- low carbon concrete and steels, where 'grey' solutions are required.

3. Risk management

Identifying and Assessing Risk

We prioritise investment or other action to address risk of any nature according to the likelihood and consequence of the hazard occurring. For climate-related risks, our thinking is also informed by the UK Climate Projections, the UK Climate Risk Assessment, the findings of the IPCC and the National Adaptation Plan. We also use an inventory of UK water sector-specific climate hazards for our wider climate risk assessments presented in our [climate change adaptation report](#).

The UK Climate Projections (UKCP18) provides the most up-to-date assessment of how the climate of the UK may change over the 21st century. It provides data based on:

- different levels of probability;
- four emissions scenarios based on the representative concentration pathways (RCPs) used by the Intergovernmental Panel on Climate Change (IPCC); and
- several overlapping time periods to cover the 21st century.

STRATEGIC REPORT (continued)

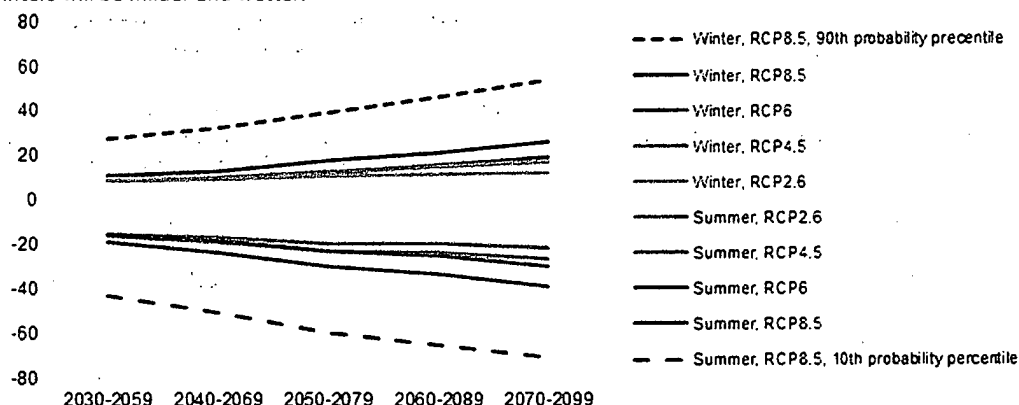
We use UKCP18 outcomes to inform the 25-year long-term delivery strategies (Water Resources Management Plan and the Drainage and Wastewater Management Plan) as part of WWSL's 2024 price review and provide the context for the proposed investment during an initial period of 2025-30. The strategies refer to common reference scenarios for climate change, technology, demand, and abstraction reductions with a benign (RCP2.6) and adverse (RCP 8.5) version of each, analogous to the atmospheric concentration of greenhouse gases that would result from low and high emissions globally.

UKCP18 outputs

The table and chart below summarise UKCP18 projections (between the low emissions RCP2.6 pathway and the high emissions RCP8.5 pathway) for changes to average rainfall and summer temperature in our region, relative to a 1961-90 reference period.

50 th percentile for probability	2030-59	2050-79	2070-99
Summer (Jun-Aug) precipitation	-15% to -19%	-19% to -30%	-21% to -39%
Winter (Dec-Feb) precipitation	+9% to +11%	+11% to +18%	+12% to +26%
Summer average daily temperature	+1.9 to +2.2°C	+2.1 to +3.6°C	+2.3 to +5.4°C
Least likely, more extreme outcomes			
Summer precipitation	-36% to -43%	-43% to -60%	-46% to -71%
Winter precipitation	+24% to +28%	+28% to +39%	+29% to +54%
Summer average daily temperature	+3.1 to +3.6°C	+3.7 to +6.0°C	+4.2 to +8.7°C

It is clear that across all scenarios and timescales, average summers will become drier and warmer, and average winters will be milder and wetter.



Future average rainfall: % change vs 1961-1990 reference period

Overlying these trends, during short term time horizons we expect a lot of variation from one year to the next. Moreover, the resilience of our services is affected more by *extreme* weather events - such as heatwaves, droughts, intense storm events and prolonged rainfall - than by changes to averages. As background warming takes place, weather events previously considered extreme or unusual are likely to occur more frequently. This is the most critical issue for our resilience and adaptability.

Our experience dealing with acute weather-related impacts helps us factor them into our planning activities and company risk assessments. Notable examples include:

- summer 1995 - the driest summer since 1911 and the driest three-month period since 1938. Efforts to reduce leakage were stepped up following this event;
- the prolonged rainfall of summer 2007 that required widespread emergency response and led to a fundamental national review of surface water management;

STRATEGIC REPORT (continued)

- the heavy rainfall of 2012, with the wettest summer since 1911, followed a year later by the wettest three-month period since 1911 from December 2013 to February 2014;
- the 2018 'Beast from the East' cold wave and the subsequent thaw which caused widespread outbreaks of leaks and pipe bursts; and
- Heatwaves in 2021 and 2022, the second of which coincided with the driest January to August period since 1976.

Further details can be found in pages 5-7 of WWSL's [climate change adaptation report](#).

Climate-related risks will affect the reliability and quality of the services we provide to customers and communities, and place greater stress on water environment. This in turn will likely lead to greater pressure on our activities.

Principal Climate-related Risks

Water resources - quantity

Acute heatwaves lead to peaks in water demand which can challenge the throughput and capacity of water treatment and distribution. Droughts reduce yields from groundwater and reservoirs; while we have not had to impose restrictions since 1976 to maintain public water supplies, droughts lead to pressure to reduce abstraction to protect the freshwater environment and alleviate low river flows.

Detailed climate risk assessments are carried out for our Water Resources Management Plans, for which climate change scenario are an integral part. We estimate the impact of changing rainfall, evaporation and temperature patterns and the impact that these may have on river flows, reservoirs, groundwater recharge and ultimately on deployable output; and impacts on water demand. Our most recent water supply vulnerability assessment included the following conclusions:

- the impact of the median impact climate change scenario on deployable output was low for both the dry year annual average and dry year critical period scenarios;
- the baseline impact of climate change in the 2080's is estimated at -3.69 Ml/d on average (1% of base year deployable output) and +1.07 Ml/d for the peak scenario (0.2% of base year deployable output); and
- by 2045, the increase in overall consumption resulting from climate change amounts to 1.7 Ml/d representing a small proportion of overall distribution input (c. 0.5%).

We are supporting research projects to improve our modelling of the relationship between weather and demand. Such models may be driven with climate forecast changes to weather conditions in the future, leading to revised predictions of climate change impacts on demand.

Water resources - quality

Extreme wet conditions can increase turbidity in water sources, while warm or dry conditions can lead to reductions in quality due to biological activity. Our experience also shows that heavy rainfall – both in prolonged episodes or short, sharp spells – can result in contaminants being washed into reservoirs or groundwater sources. Past episodes have given rise to high levels of nitrates in relation to extremely wet autumn and winter conditions.

Sewerage, sewage treatment and sludge

The highest risks for our wastewater activities relate to inundation of sewers during intense or prolonged rainfall, with adverse impacts on customers and receiving watercourses. Others include odour during warm weather; reduced dilution in receiving waters during drought leading to tighter end-of-pipe standards at water recycling centres; and sedimentation in sewers, also due to drought. Because of these risks, climate change impact assessments are increasingly used in wastewater investment planning, such as the drainage and wastewater management plans. Overall, with a changing climate and an increase in impermeable areas connected to the sewer system, we need to make sure that our pipes have sufficient capacity to cope.

STRATEGIC REPORT (continued)

Climate change projections and assessments of risk involve recognised uncertainties, including:

- the future return period of unpredictable extreme weather events such as multi-season droughts;
- future emissions, atmospheric greenhouse gases concentration, and the pace of climate change;
- the specific influence of climate change for issues such as flooding and water demand where there are many factors involved;
- the costs and benefits of adaptation options and the suitability of the measures we choose; and
- the potential for new issues.

Further details can be found in appendix 5 of WWSL's [climate change adaptation report](#).

Transition Risks

While the UK transition to a low carbon economy presents several opportunities, there are some evident risks in relation to energy use and our greenhouse gas emissions. Most of these risks are expressing themselves in the short to medium term (i.e. under five years), shaped by current policy and economic factors, although we expect them to persist and intensify in the longer term.

Energy use

Since the late 1990s our electricity use increased by 40% due to higher effluent quality standards (which often require energy intensive treatment such as mechanical aeration and ultraviolet disinfection), and the need for a more resilient water supply network. Concerted energy efficiency work has been necessary to prevent even higher energy use. Our electricity consumption is also extremely sensitive to the weather. High rainfall increases the volume of sewage moving through our sewerage network, and heatwaves increase public water demand and the energy required for treating and pumping water. With the backdrop of this and higher energy prices, the economic and financial rationale for self-generation is more compelling. Renewable energy generation from our appointed business in 2022-23 amounted to 20 gigawatt hours of electricity and 140 gigawatt hours of biomethane, providing financial benefits in terms of sold energy and reduced energy purchase, as well as the subsidies that are offered.

Regulatory

Through a performance commitment agreed with Ofwat, we pay customers £19,500 for every kilotonne of carbon dioxide equivalent emissions if we exceed our annual target. Carbon footprint reporting is also required for our Annual Report to Ofwat; for Streamlined Energy and Carbon Reporting and as part of the UK Emissions Trading Scheme. Our annual reporting to Ofwat will extend to embodied carbon emissions from 2022-23 onwards. From 2025 there will be a common greenhouse gas emissions performance commitment for water companies in England and Wales, with an expanded list of items being included (affecting scope 3 in particular) and a fixed emission factor for scope 2.

Market/investor pressures

We are seeing more interest in our carbon footprint, than has been the case historically, from institutional investors, fund managers and ratings agencies. In response we will provide an initial disclosure via the Carbon Disclosure Project during 2022.

Customers and other stakeholders

The BEIS public attitudes tracker shows that concern about climate change has risen steadily over the last ten years. In the most recent survey (winter 2022-23), 82% of people said they are concerned about climate change, with 44% nationally (and 45% in the southwest) saying they are "very concerned". Alongside, a survey conducted in autumn 2021 by Business in the Community and YouGov (*The Right Climate For Business: leading a just transition*), 72% of respondents said it is important that the businesses they buy from take climate action. We believe that there will be growing expectation that we reduce our carbon footprint and increase our resilience to climate risks, alongside other areas of environmental delivery.

STRATEGIC REPORT (continued)

Quantification of emissions

We are confident in the level of emissions related to energy and transport. However, emissions of methane and nitrous oxide (within scope 1) are much less certain, as they are estimated by water companies in the absence of direct measurement methods. Work is underway nationally to better quantify methane and nitrous oxide, and initial findings suggest that historically they have been under-estimated. Looking ahead, it is probable that the emission factor for nitrous oxide emitted from every kilogramme of nitrogen in the sewage that we receive, will be revised upwards. A literature review carried out in 2020 for UK Water Industry Research, and the base assumptions used by the Intergovernmental Panel on Climate Change, suggest that a more accurate estimate of nitrous oxide emissions overall could be four times higher than currently reported. Monitoring work underway by UK water and sewerage companies will provide more accurate estimates of nitrous oxide emissions at water recycling centres; a revised national emissions factors will result in the need to revise our own historical and forecast carbon footprint.

Emissions associated with construction materials and products and services that we consume via our supply chain are uncertain. We are working to gain a better high-level understanding of these scope 3 emissions, acknowledging that the calculations involved often carry many assumptions and estimates. For example, the carbon footprint of one tonne of steel or cement can vary substantially depending on the types of energy used at the point of manufacture, and the distances involved in the supply chain.

Managing physical climate-related risks

Typically, the climate-related risks that we have identified are convergent with our core services and activities and their associated KPIs. Also, climate change acts as a threat multiplier, rather than an entirely free-standing set of risks.

The table provides a summary of control measures and actions to manage climate-related physical risks. The risks selected here are those profiled in the 2022 UK Climate Change Risk Assessment that we consider have the most bearing on our activities.

	Our Controls (examples)	Our Actions (examples)
UKCCRA 2022 – PRIORITY RISK AREAS		
Risks to the viability and diversity of terrestrial and freshwater habitats and species from multiple hazards.	<ul style="list-style-type: none">• Drought planning• Long term water resource planning• Dialogue with regulators on abstraction and river water quality	<ul style="list-style-type: none">• Abstraction reduction at sensitive sites• Integrated supply grid to allow transfers within the region• Enhanced treatment at Water Recycling Centres
Risks to people and the economy from climate-related failure of the power system	<ul style="list-style-type: none">• Following Cabinet Office good practice guidance for integrated emergency management• Emergency Tactical Planning Group• Incident management procedures• Involvement in Local resilience forums• Back-up generators	<ul style="list-style-type: none">• Continued review of business continuity arrangements• Emergency planning; emergency simulation exercises

STRATEGIC REPORT (continued)

UKCCRA 2022 - MORE ACTION NEEDED		
I1 Risks to infrastructure networks (water, energy, transport, ICT) from cascading failures	<ul style="list-style-type: none"> • Following Cabinet Office good practice guidance for integrated emergency management • Emergency Tactical Planning Group • Incident management procedures • Involvement in Local resilience forums • Back-up generators 	<ul style="list-style-type: none"> • Continued review of business continuity arrangements • Emergency planning; emergency simulation exercises
I2 Risks to infrastructure services from river, surface water and groundwater flooding H3a Risks to people, communities and buildings from river and surface flooding B1 Risks to business sites from flooding	<ul style="list-style-type: none"> • Adapting maintenance plans • Water supplies: ability to rezone; blend water sources; move water via our integrated grid • Response and recovery plans • Site flood risk assessments; designation of sites needing defences/alterations • Monitoring of vulnerability of sites and assets 	<ul style="list-style-type: none"> • Water supplies: rezoning; blending; transfers via our integrated grid • Investments in bunding, flap valves, alarms and drainage improvements at high-risk sites • Moving electrical equipment above flood levels
I8 Risks to public water supplies from reduced water availability	<ul style="list-style-type: none"> • Long term water resource planning • Drought planning • Dialogue with regulators on abstraction • Network monitoring, leakage detection • Intra-regional water movements via the integrated supply grid 	<ul style="list-style-type: none"> • Publication of plans, following detailed analysis of risk and stakeholder engagement • Promotion of water efficiency • Replacement of older water mains • Completion of integrated supply grid
H3b Risks to people, communities and buildings from coastal flooding B2 Risks to business locations and infrastructure from coastal change from erosion, flooding and extreme weather events	<ul style="list-style-type: none"> • Adapting maintenance plans • Water supplies: ability to rezone; blend water sources; move water via our integrated grid • Response and recovery plans • Site flood risk assessments; designation of sites needing defences/alterations • Monitoring of vulnerability of sites and assets • Assessed as low likelihood for our sites 	<ul style="list-style-type: none"> • Water supplies: rezoning; blending; transfers via our integrated grid • Investments in bunding, flap valves, alarms and drainage improvements at high-risk sites • Moving electrical equipment above flood levels

STRATEGIC REPORT (continued)

UKCCRA 2022 - FURTHER INVESTIGATION		
H3 Risks to infrastructure services from coastal flooding and erosion	<ul style="list-style-type: none"> • See H3b and B2 	<ul style="list-style-type: none"> • See H3b and B2
H4 Risks to bridges and pipelines from flooding and erosion	<ul style="list-style-type: none"> • Water supply rezoning 	<ul style="list-style-type: none"> • Watching brief
H7 Risks to subterranean and surface infrastructure from subsidence	<ul style="list-style-type: none"> • Proactive network monitoring inspections • Reactive responses 	<ul style="list-style-type: none"> • Reactive maintenance in the event of sewer collapses
H10a Risks to health from water quality	<ul style="list-style-type: none"> • Continuous monitoring of water supplied from our sources • Source to tap risk assessments; water safety plans • Investment in infrastructure and systems to limit the number of customers reliant on a single source 	<ul style="list-style-type: none"> • Rezoning in the event of failing samples • Catchment management to protect drinking water sources • Blending water supplies • Additional treatment where necessary to keep risk to a satisfactory level
B3 Risks to businesses from water scarcity	<ul style="list-style-type: none"> • Long term water resource planning • Drought planning • Networks management to maintain resilience • Dialogue with regulators on abstraction 	<ul style="list-style-type: none"> • Publication of plans, following detailed analysis of risk and stakeholder engagement • Promotion of water efficiency

Additionally, the following items of relevance featured in UKCCRA 2017, but not UKCCRA 2022:

Risks of sewer and surface water flooding due to heavy rainfall	<ul style="list-style-type: none"> • Drainage and wastewater management plans • Infiltration reduction plans • Modelling sewer catchments • Topographic mapping; rainfall modelling. • Monitoring networks and overflows • Work with lead local flood authorities on surface water management • Promoting sustainable drainage methods • Property level protection 	<ul style="list-style-type: none"> • Sewer sealing to reduce groundwater infiltration • Sewer maintenance e.g. jetting • Improvements at individual storm overflows (SOs) • Behavioural engagement to reduce sewer blockages • Sewer separation where possible and effective
Potential benefits to water, transport, digital and energy infrastructure from reduced frequency of extreme cold events	<ul style="list-style-type: none"> • Levels of benefit not assessed • Extreme weather business continuity arrangements • Response to future cold wave events informed by learning points from the 2018 'Beast from the East' 	<ul style="list-style-type: none"> • No action linked to <u>reduced</u> frequency

STRATEGIC REPORT (continued)

Managing our greenhouse gas emissions

We use various methods for managing our greenhouse gas emissions, summarised below but detailed on p7-8 of WWSL's [net zero carbon route map](#).

- Avoiding emissions – our preferred option to reduce our emissions by looking at catchment based and natural-based solutions and reducing volumes of water and sewage
- Optimisation – through transport and energy efficiency and through process emission savings
- Renewable energy - by generating energy from waste and using other renewable solutions including partnerships with third parties for energy generation

Looking ahead, decarbonisation of the UK electric grid and of road vehicles by 2030 will reduce our emissions but these would be insufficient for reaching net zero emissions. We will need to pursue a wide range of opportunities for cutting carbon that will require additional effort and investment (especially during 2025-30). These will include some readily available options, using established methods and known technologies, which have a favourable balance of costs and carbon reduction benefits. Beyond these are more innovative options involving emerging science and technology; it is likely that these will need to play a part if we are to achieve a net zero carbon position.

Integration of climate-related risks into the Company's resilience

Our resilience action plan (approved by the Audit and Risk Committee) aligns with Ofwat's concept of 'Resilience in the Round' and considers the resilience of our operational, corporate, and financial systems. Our resilience approach will allow us to focus our effort on the areas where improvement is needed to maintain or strengthen our resilience.

We conduct horizon scanning to identify emerging shocks and stresses; climate change is one of the ten stresses identified in our resilience action plan and is linked to some of the shocks such as power failure, extreme weather, and flooding. We manage risk at strategic, tactical, and operational levels, each of which involves resilience assessments. Climate change scenarios and extreme weather events contribute to these, such as the analyses underlying our Water Resource Management Plan and Drainage and Wastewater Management Plan.

We use a hierarchy of interventions to systematically encourage the development of mitigations which are appraised using a capitals-based service measures framework. We have developed this framework to capture and understand the risk to service and value of investing to our customers, environment, and operations. In this way we aim to ensure that our investment decisions can deliver against our Performance Commitments and resilience metrics.

4. Metrics and targets

Climate related metrics

Our climate related performance commitments and key performance indicators relate to our strategic objectives as set out in our strategic direction, which in turn are related to customers' priorities, and statutory objectives for the environment and social provision as transposed into regulation.

We published our [net zero carbon route map](#) in Summer 2021 setting out options for achieving net zero operational emissions, monitored by our operational carbon reporting. Our emission trajectory has been downwards in that last ten years; however, much of this has been due to decarbonisation of UK grid electricity, as well as our own efforts. Consequently, we are looking closely at other solutions and techniques, e.g. nitrous oxide from sewage treatment. Further decarbonisation of our activities will need to align with other environmental priorities to promote sustainable land use, protect biodiversity and the water environment, improve resource efficiency, and reduce air pollution. This in turn will benefit our customers and the communities we serve.

STRATEGIC REPORT (continued)

Performance commitments are agreed with our regulators and reported against annually in WWSL's annual performance review. The main climate-related metrics include the following:

Water supply <ul style="list-style-type: none"> • Compliance with abstraction licences • Water supply restrictions • Water supply interruptions • Avoided water use from water efficiency measures • Water quality compliance; Events Risk Index; water quality customer contacts • Leaks repaired within 24 hours 	Wastewater <ul style="list-style-type: none"> • Properties at risk of sewer flooding • Sewer flood risk score • Internal flooding per 10,000 connected properties • External flooding per 10,000 connected properties • Sewer collapses per 1,000km
Cross cutting <ul style="list-style-type: none"> • Operational greenhouse gas emissions 	

Targeted improvement for most of these is mainly driven by other environmental and social factors e.g. customer experience, river ecology – but our assumption is that success in managing each contributes to our resilience in the face of climate change.

Performance against these and other performance commitments are focused on environmental and social delivery and do contribute to performance related pay and bonus arrangements, monitored by the Remuneration Committee.

Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks

We use a well-established process for greenhouse gas, being the UK water sector's carbon accounting workbook commissioned by UK Water Industry Research (UKWIR). The workbook is updated annually with emission factors issued by the government and periodic updates of sector-specific emission factors from other sources such as research and industry databases. It is aligned with the Greenhouse Gas Protocol and with substantive updates has included more scope 3 items.

Emissions for 2022-23 are shown on page 27, integrated with disclosures that fulfil the requirements of the Streamlined Energy and Carbon Reporting framework. All the emissions shown use location-based reporting and represent an April to March year as this is consistent with the company's regulatory year. The group does not yet purchase certified renewable electricity from grid suppliers, and therefore we are not yet providing market-based data in this report. We will continue to review this option at future buying rounds.

In WWSL our emissions during 2022-23 fell by 9,141 tonnes compared with 2021-22. While multiple factors have to be taken into account, certain aspects had a notable influence. In particular:

- natural gas consumption fell by 6 GWh;
- raw sludge volumes fell by 2 kt dry solids; and
- the carbon intensity of grid electricity fell by 20g / kilowatt hour.

A customised methodology was agreed with Ofwat in 2019 for calculating performance in relation to our bespoke performance commitment during 2020-25. This includes a fixed set of items within scope, a predetermined profile for grid electricity emission factors, and the use of the 2019 UKWIR carbon accounting workbook, all of which gives rise to different figures to those reported overleaf.

We are seeing the growth of scope 3 in accounting terms, as items have been added to our regulatory reporting as per the previous table. This acts as an upward pressure on our baseline position. Moreover, it should be noted that the inventory of items reported here is longer than those included in our 2030 target (as detailed in section 2).

STRATEGIC REPORT (continued)

Energy consumption (as per SECR requirements)

	Year to March 23		unit
	UK& offshore	Global (excl. UK & offshore)	kWh
Energy consumption used to calculate emissions	437,673,438	18,397,677	

Greenhouse gas emissions (tonnes CO ₂ equivalent)	Year to March 23
OPERATIONAL EMISSIONS	
Scope one¹	58,866
Burning of fossil fuels (location-based)	13,070
Process and fugitive emissions	33,607
Company vehicles	12,189
Scope two	
Purchased electricity (location-based)	44,345
Scope three²	43,151
Business travel	838
Outsourced activities	7,402
Purchased electricity: extraction, production, transmission & distribution	15,534
Purchased fuels: extraction, production, transmission and distribution	5,859
Treatment chemicals	5,115
Reuse of biosolids on third party land	8,403
Gross operational emissions	146,361
Subtractions: exported renewable electricity	-
Net operational emissions	146,361

¹ Scope 1 process emissions for 2021-22 have been restated, correcting the form of conventional digestion selected in the carbon accounting workbook, which increases the value from 32,247 to 35,993 tonnes CO₂e. The items included in our operational emissions reported below have also been expanded in 2022-23. This is a result of Ofwat increasing the number of scope 3 items to be included in regulatory reporting within the annual performance report, with the following being added: well-to-tank factors for electricity generation, electricity transmission and distribution, and purchased fuels; treatment chemicals; and re-use of biosolids on third party land.

² A scope 3 capital carbon figure has been included for whole life carbon estimates for our PR24 business plan submission. As the 2022-23 figure is a first-time disclosure, we are unable to compare with previous years.

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.
- **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	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 they are during times of hardship.
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 – Company Strategic Direction and Stakeholder Expectations and Needs

In 2021-22, the Board refreshed its strategic direction setting out the Company's vision and ambitions through to 2050. This long-term strategic direction is centred around eight outcomes that reflect our stakeholders' priorities which in turn determines the investment programme and the business plan for PR24. The Board have included c£550m of investment into storm overflow improvements which is part of a wider c£4.5bn investment programme for the environment. The Board has taken these decisions in light of its environmental commitment but in doing so has considered the impact on the customer bill in detail, also committing to the introduction of additional social tariffs. The Board considered the investment programme to be in the best interests of all stakeholders but has understood and agreed measures to further protect customers in vulnerable circumstances.

Principal decision 2 – Environmental Performance

The Board was extremely disappointed that its leading environmental performance was not maintained and is committed to restoring its industry-leading position. The Board made several Director and management changes, including creating a separate compliance directorate with Board level leadership. A Pollution and Compliance Taskforce was formed to focus on driving down pollutions, including detailed root cause analysis. The taskforce meets weekly and focusses on the implementation of the Company's Pollution Incident Reduction Plan including detailed reporting to the Board. The Board decided that the changes reflected the priority the Company places on the environment and were necessary to deliver its vision, ethics, ambitions, and long-term strategy for the wider benefit of all stakeholders, in particular the environment.

STRATEGIC REPORT (continued)

Principal decision 3 – Capital Investment Decision – Shepton Mallet

The Water Framework Directive includes a requirement to reduce the amount of ammonia and phosphates being discharged. The Company considered three options to deliver these tightening targets at its Shepton Mallet Water Recycling Centre. The scheme was particularly complex due to the limitations of the site and surrounding land, the permitted discharge levels, and the increased seasonal trade effluent discharges for around 6-12 weeks of the year. Several options were reviewed including one which fully addressed all seasonal discharges. However, at an estimated cost of c£35m, this option was not considered to be in the best interests of bill-paying customers. The Board considered the best interests of both the environment and customers, having regard to the permitted discharge levels and expectations of the regulator, and approved a scheme phased over three stages at a cost of £15.5m. In addition, the Board approved pro-active engagement with local traders to further improve discharges. The Board agreed that this scheme would meet interests for the longer term environmental and regulatory stakeholders whilst balancing the needs of the customer.

Principal decision 4 – Corporate Financing

The Board developed its Sustainable Financing Framework last year supported by positive feedback and ESG scores. Following the successful launch of the framework the Board sought to issue its first sustainable Sterling bond of £300m, overseen by a sub-committee of the Board. In making the decision the Board considered its financing and resourcing duties to ensure the long-term viability of the Company; its credit arrangements and borrowing facilities; the maturity of current financial arrangements and respective liquidity. The Board considered the issue of the sustainable bond to align with its sustainable financing strategy and its wider ESG principles and aims, as well as in the interests of all stakeholder groups.

The strategic report was approved by the Board of Directors on 15 September 2023 and signed on its behalf by:



Colin Skellett
Director

DIRECTORS' REPORT

The Directors present their Directors' Report and the financial statements for the year to 30 June 2023.

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 2022-23	Total 2021-22
	£000	£000	£000	£000	£000	£000	£000
Colin Skellett	484	370	-	37	-	891	982
Mark Watts	261	-	-	25	-	286	243
Total	745	370	-	62	-	1,177	1,225

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 2022	Movements	At 30 June 2023
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 Group meets its day-to-day working capital requirements and medium- and long-term funding requirements through the cash and short term deposits described in note 19 and the facilities described in note 20. In addition the Group has access to £256m of undrawn bank facilities if required until August 2025. Under some of the facilities the Group is required to comply with an interest cover and gearing covenant tested quarterly.

The Directors have considered the financial position of the Group and cash flow forecasts for the period from the date of approval of these Financial Statements through 30 September 2024 (the going concern review period) and have concluded they will be able to meet their liabilities as they fall due and comply with the covenants for the going concern review period. In coming to this conclusion, the directors have evaluated the impact of the 'cost of living' crisis and climate change on revenues and debt collectability, the repayment of the £50m index linked bond which took place in July 2023 from the proceeds of the March 2023 bond issue and reviewed the financing requirements of the Group.

The Directors have noted there is further debt falling due for repayment within 12 months, in particular £150m of European Investment Bank loans due in early 2024. Based on the Group's credit rating, consistently strong operating performance, market experience for the Group and other water companies and a successful history of issuing bonds and raising debt over the past 20 years, most recently in March 2023, the Directors are satisfied that the issuance of debt included within the forecasts prepared for the going concern period is achievable.

In order to facilitate the future issuance of bonds the Group established a £5bn Euro medium-term note programme on 6 September 2023. The first issuance under the new programme taking place in Autumn 2023.

As part of the main subsidiaries' financial statements, a long-term viability statement has been prepared which extends to March 2035 and against which 33 scenarios of varying severity have been modelled. In the few most severe cases where multiple shocks were modelled, these downsides have been considered as part of the going concern assessment. The impacts were short lived and given the controllable mitigations available did not affect the underlying continued liquidity of the Group during the going concern period to 30 September 2024.

Accordingly, after considering the forecasts, appropriate sensitivities, available facilities, and the ability to raise additional debt and recent events in the wider water industry, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the going concern period and to comply with its financial covenants therefore, the Directors continue to adopt the going concern basis in preparing the Financial Statements.

Streamlined Energy and Carbon Reporting

Our greenhouse gas reporting uses a very well-established process, being the UK water sector's carbon accounting workbook commissioned by UK Water Industry Research (UKWIR). The workbook is updated annually with emission factors issued by the government and has had periodic updates of sector-specific emission factors from other sources such as research and industry databases.

Emissions for 2022-23 are shown on page 27. All the emissions shown use location-based reporting and represent an April to March year to align with the regulatory timeframe published by the main subsidiary.

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.

DIRECTORS' REPORT (continued)

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.

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 2023.

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 £3.9m was donated to UK charities (2022: £4.0m). 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 2023 trade creditors represented approximately 21 days trade purchases (2022: 20 days). The Group does not follow any specific external code or standard on payment policy.

DIRECTORS' REPORT (continued)

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.

Post balance sheet event

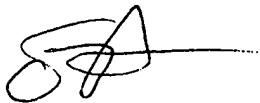
On 6 September 2023 the Group established a £5bn Euro medium-term note programme in order to facilitate the future issuance of bonds. The first issuance under the new programme will take place in Autumn 2023.

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.



By order of the Board
Colin Skellett
Director

15 September 2023

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.

**Consolidated income statement
for the year ended 30 June 2023**

	<i>Note</i>	2023 £m	2022 £m
Revenue	4	810.8	746.7
Charge for bad and doubtful debts		(15.8)	(18.2)
Other operating costs	5	(669.2)	(586.0)
Total operating costs	5	(685.0)	(604.2)
Other Income		3.8	7.9
Net valuation gains and losses	15,16	(0.3)	3.2
Operating profit	3	129.3	153.6
Financial income	8	5.4	0.1
Financial expenses	8	(170.9)	(96.6)
Net financing expense		(165.5)	(96.5)
(Loss)/profit before tax		(36.2)	57.1
Taxation	9	9.1	(12.3)
(Loss)/profit for the year		(27.1)	44.8
Attributable to:			
Equity holders of the parent		(27.8)	45.3
Non-controlling interest	26	0.7	(0.5)
(Loss)/profit attributable		(27.1)	44.8

Consolidated statement of comprehensive income
for the year ended 30 June 2023

	<i>Note</i>	2023 £m	2022 £m
(Loss)/profit for the year		(27.1)	44.8
Other comprehensive (loss)/income			
<i>Items that will not be reclassified to profit or loss:</i>			
Remeasurements of defined benefit surplus	22	(61.3)	96.4
Income tax on items that will not be reclassified to profit or loss	9	15.3	(24.1)
		(46.0)	72.3
<i>Items that are or may be reclassified subsequently to profit or loss:</i>			
Foreign currency translation differences – foreign operations		(0.4)	(0.4)
		(0.4)	(0.4)
Other comprehensive (loss)/income for the year, net of income tax		(46.4)	71.9
Total comprehensive (loss)/income for the year		(73.5)	116.7
(Loss)/profit attributable to:			
Equity holders of the parent		(27.8)	45.3
Non-controlling interest		0.7	(0.5)
(Loss)/profit for the year		(27.1)	44.8
Total comprehensive (loss)/income attributable to:			
Equity holders of the parent		(74.2)	117.2
Non-controlling interest		0.7	(0.5)
(Loss)/profit for the year		(73.5)	116.7

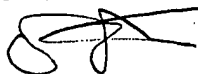
Consolidated and Company Statements of financial position
At 30 June 2023

	Note	Group 2023 £m	Group 2022 £m	Company 2023 £m	Company 2022 (restated) £m
Non-current assets					
Property, plant and equipment	12	4,281.5	4,123.3	-	-
Intangible assets	13	55.2	55.1	-	-
Investment properties	15	98.2	98.8	-	-
Investments in subsidiaries	14	-	-	351.3	351.3
Non-current financial assets	16	2.5	2.2	152.4	131.4
Retirement benefit surplus	22	11.6	33.5	-	-
		4,449.0	4,312.9	503.7	482.7
Current assets					
Inventories	17	57.2	41.6	-	-
Trade and other receivables	18	257.2	235.9	17.8	17.5
Corporation tax receivable		8.0	9.6	-	-
Other financial assets	19	45.0	-	-	-
Cash and cash equivalents	19	140.6	6.5	0.3	0.4
		508.0	293.6	18.1	17.9
Total assets		4,957.0	4,606.5	521.8	500.6
Current liabilities					
Bank overdraft	19	(1.1)	(17.9)	-	-
Other interest-bearing loans and borrowings	20	(257.1)	(48.3)	-	-
Trade and other payables	21	(367.1)	(320.3)	(213.4)	(213.4)
Provisions	24	(1.8)	(1.2)	-	-
		(627.1)	(387.7)	(213.4)	(213.4)
Non-current liabilities					
Other interest-bearing loans and borrowings	20	(2,927.8)	(2,673.6)	(221.9)	(200.9)
Contract liabilities	21	(5.9)	(5.4)	-	-
Retirement benefit deficit	22	(0.7)	(0.8)	-	-
Deferred grants & contributions	23	(316.3)	(309.8)	-	-
Deferred tax liabilities	25	(616.3)	(631.6)	-	-
		(3,867.0)	(3,621.2)	(221.9)	(200.9)
Total liabilities		(4,494.1)	(4,008.9)	(435.3)	(414.3)
Net assets	3	462.9	597.6	86.5	86.3
Equity					
Share capital	26	-	-	-	-
Retained earnings		462.3	597.5	86.5	86.3
Non-controlling interests	26	0.6	0.1	-	-
Total equity		462.9	597.6	86.5	86.3

During the year YTL Utilities (UK) Ltd (the Company) made a profit after tax of £61.4m (2022: £67.9m).

These financial statements were approved by the Board of Directors on 15 September 2023 and were signed on its behalf by:

Colin Skellett – Director



Consolidated Statement of changes in equity
For the year ended 30 June 2023

Group

	<i>Note</i>	Share capital	Retained earnings	Non- controll- ing interests	Total equity
		£m	£m	£m	£m
Balance at 1 July 2021		-	549.6	2.4	552.0
Total comprehensive income for the year					
(Loss) for the year (restated)		-	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		-	597.7	(0.1)	597.6
Balance at 1 July 2022		-	597.7	(0.1)	597.6
Total comprehensive income for the year					
(Loss) for the year		-	(27.8)	0.7	(27.1)
Other comprehensive (loss)		-	(46.4)	-	(46.4)
Total comprehensive (loss) for the year		-	(74.2)	0.7	(73.5)
Acquisition of subsidiaries					
Further investment in existing subsidiaries		-	-	-	-
Transactions with owners, recorded directly in equity					
Dividends	10	-	(61.2)	-	(61.2)
Total contributions by and distributions to owners		-	(61.2)	-	(61.2)
Balance at 30 June 2023		-	462.3	0.6	462.9

**Company Statement of Changes in Equity
for the year ended 30 June 2023**

Company

	<i>Note</i>	Share capital	Retained earnings	Non- controll- ing interests	Total equity
		£m	£m	£m	£m
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
Balance at 1 July 2022		-	86.3	-	86.3
Total comprehensive income for the year					
Profit for the year		-	61.4	-	61.4
Other comprehensive income		-	-	-	-
Total comprehensive income for the year		-	61.4	-	61.4
Transactions with owners, recorded directly in equity					
Dividends	10	-	(61.2)	-	(61.2)
Total contributions by and distributions to owners		-	(61.2)	-	(61.2)
Balance at 30 June 2023		-	86.5	-	86.5

Consolidated Statements of cash flows
for year ended 30 June 2023

	<i>Note</i>	Group 2023 £m	Group 2022 £m	Company 2023 £m	Company 2022 £m
Cash flows from operating activities					
(Loss)/profit for the year		(27.1)	44.8	61.4	67.9
<i>Adjustments for:</i>					
Depreciation, amortisation and impairment	5	141.4	138.1	-	-
(Gain) on disposal of property, plant and equipment	5	(0.5)	(3.5)	-	-
(Gain) on disposal of subsidiary		-	(0.9)	-	-
(Increase)/decrease in Fair Value of investments	16	(0.3)	0.3	-	-
Decrease/(increase) in Fair Value of investment properties	15	0.6	(3.5)	-	-
Financial income	8	(5.4)	(0.1)	(82.1)	(80.7)
Financial expense	8	170.9	96.6	16.4	8.0
Taxation		(9.1)	12.3	-	-
		<u>270.5</u>	<u>284.1</u>	<u>(4.3)</u>	<u>(4.8)</u>
(Increase) in trade and other receivables		(21.3)	(9.3)	(20.9)	(12.9)
(Increase) in inventories		(15.6)	(11.8)	-	-
Increase/(decrease) in trade and other payables		31.9	5.6	-	1.2
(Decrease) in provisions and employee benefits		(37.0)	(12.4)	-	-
		<u>(42.0)</u>	<u>(27.9)</u>	<u>(20.9)</u>	<u>(11.7)</u>
Tax received		<u>11.8</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net cash from operating activities		<u>240.3</u>	<u>256.2</u>	<u>(25.2)</u>	<u>(16.5)</u>
Cash flows from investing activities					
Proceeds from sale of property, plant and equipment		2.8	4.2	-	-
Proceeds from infrastructure charges and capital contributions		5.4	5.5	-	-
Acquisition of property, plant and equipment		(276.3)	(215.6)	-	-
Acquisition of intangible assets		(10.6)	(11.7)	-	-
Interest received		2.3	0.2	-	-
Dividends received		-	-	79.1	79.7
Purchase of financial instruments		(45.0)	-	-	-
Proceeds from disposal of subsidiary		-	0.7	-	-
Net cash from investing activities		<u>(321.4)</u>	<u>(216.7)</u>	<u>79.1</u>	<u>79.7</u>
Cash flows from financing activities					
Proceeds from borrowings		629.5	171.3	21.0	11.5
Interest paid		(86.3)	(79.5)	(13.2)	(6.9)
Repayment of borrowings		(248.6)	(407.1)	-	-
Payment of principal portion of lease liabilities		(0.8)	(0.3)	-	-
Dividends paid		(61.8)	(68.1)	(61.8)	(68.1)
Net cash from financing activities		<u>232.0</u>	<u>(383.7)</u>	<u>(54.0)</u>	<u>(63.5)</u>
Increase/(decrease) in cash and cash equivalents		150.9	(344.2)	(0.1)	(0.3)
Cash and cash equivalents at 1 July		(11.4)	332.8	0.4	0.7
Cash and cash equivalents at 30 June	19	<u>139.5</u>	<u>(11.4)</u>	<u>0.3</u>	<u>0.4</u>

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 in accordance with the provisions of the Companies Act 2006. 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 Group meets its day-to-day working capital requirements and medium- and long-term funding requirements through the cash and short term deposits described in note 19 and the facilities described in note 20. In addition the Group has access to £256m of undrawn bank facilities if required until August 2025. Under some of the facilities the Group is required to comply with an interest cover and gearing covenant tested quarterly.

The Directors have considered the financial position of the Group and cash flow forecasts for the period from the date of approval of these Financial Statements through 30 September 2024 (the going concern review period) and have concluded they will be able to meet their liabilities as they fall due and comply with the covenants for the going concern review period. In coming to this conclusion, the directors have evaluated the impact of the 'cost of living' crisis on revenues and debt collectability, the repayment of the £50m index linked bond which took place in July 2023 from the proceeds of the March 2023 bond issue and reviewed the financing requirements of the Group.

The Directors have noted there is further debt falling due for repayment within 12 months, in particular £150m of European Investment Bank loans due in early 2024. Based on the Group's credit rating, consistently strong operating performance, market experience for the Group and other water companies and a successful history of issuing bonds and raising debt over the past 20 years, most recently in March 2023, the Directors are satisfied that the issuance of debt included within the forecasts prepared for the going concern period is achievable.

In order to facilitate the future issuance of bonds the Group established a £5bn Euro medium-term note programme on 6 September 2023. The first issuance under the new programme taking place in Autumn 2023.

As part of the main subsidiaries' financial statements, a long-term viability statement has been prepared which extends to March 2035 and against which 33 scenarios of varying severity have been modelled. In the few most severe cases where multiple shocks were modelled, these downsides have been considered as part of the going concern assessment. The impacts were short lived and given the controllable mitigations available did not affect the underlying continued liquidity of the Group during the going concern period to 30 September 2024.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.3 Going concern (continued)

Accordingly, after considering the forecasts, appropriate sensitivities, available facilities, and the ability to raise additional debt and recent events in the wider water industry, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the going concern period and to comply with its financial covenants therefore, the Directors continue to adopt the going concern basis in preparing the Financial Statements.

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.

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.5 Financial instruments (continued)

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

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.6 Property, plant and equipment (continued)

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 200 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 200 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.

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.8 Investment property (continued)

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.

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.10 Impairment excluding inventories and deferred tax assets (continued)

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.

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

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.

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).

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.13 Revenue (continued)

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).

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 COND29DW 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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

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.

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.17 Taxation (continued)

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.

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. In assessing control, the Group takes into consideration:

- Power over the investee (i.e. existing rights that give it the current ability to direct relevant activities of investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.20 Fair value measurement (continued)

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

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.

Notes to the financial statements (continued)

1. Accounting policies (continued)

1.21 Leases (continued)

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.

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

1.24 Restatement of comparative information

The company has restated the amounts owed by subsidiary companies from current assets to non-current assets reflecting the expectation that the receivable will not be repaid within twelve months. The impact on comparative data is as follows:

	Previously reported 2022 £m	Adjustment to prior year comparative data £m	Restated 2022 £m
Balance Sheet			
Non-current assets	-	131.4	131.4
Non-current financial assets			
Current assets	148.9	(131.4)	17.5
Trade and other receivables			

Notes to the financial statements (continued)

2. Changes in accounting policies and disclosures

During the year the estimated useful economic lives of certain items of plant and equipment and infrastructure assets were revised, with effect from 1 April 2023. This followed a detailed review of the assets' lives coinciding with the preparation of the regulatory business plan for WWSL which occurs every 5 years. The detailed work involved in preparing the plan enabled us to gain a greater understanding of our assets and their expected lives, and to ensure they are maintained in a sustainable manner. It also ensures that any extension to those lives is reflected in reduced customer bills over the foreseeable future.

Sewer infrastructure – economic life increased from 125 years to 200 years

Water recycling plant and equipment – economic life increased from 20 years to 25 years

The revised lives were based on operational experience, revisions to design horizons and industry comparisons. The net effect of the changes in the current financial year was a reduction in the depreciation charge of £5.9m.

Assuming the assets are held until the end of their estimated useful lives, depreciation in the short term in relation to these assets will be decreased by approx. £23m per annum.

3. Business unit performance

	2023 £m	2022 £m
<i>Revenue</i>		
Regulated	704.8	630.1
Unregulated	106.0	116.6
	<u>810.8</u>	<u>746.7</u>
<i>Operating profit</i>		
Regulated	124.4	152.8
Unregulated	4.9	0.8
	<u>129.3</u>	<u>153.6</u>
<i>Net assets</i>		
Regulated	362.2	500.5
Unregulated	100.7	97.1
	<u>462.9</u>	<u>597.6</u>

For management purposes, the group is organised into units based on the business environment it operates in and has two business units, 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. Business unit performance is evaluated based on a combination of Revenues, 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	46.4	6.8	53.2
Measured	82.3	128.3	210.6
	<u>128.7</u>	<u>135.2</u>	<u>263.9</u>
Wholesale revenue - Waste Water			
Unmeasured	95.4	31.7	127.1
Measured	161.6	86.2	247.8
	<u>257.0</u>	<u>117.9</u>	<u>374.9</u>
Retail revenue			
Unmeasured	8.9	1.9	10.8
Measured	25.5	6.0	31.5
	<u>34.4</u>	<u>7.9</u>	<u>42.3</u>
Other revenue			
Regulated			23.7
Unregulated			106.0
Total revenue			<u>810.8</u>
Prior 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>746.7</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 £6.3m (2022: £4.5m), 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 £83.8m (2022: £75.3m), see note 21.

5. Operating costs and auditor's remuneration

Included in the income statement are the following:

	2023 £m	2022 £m
Employee costs (note 6)	169.1	153.1
Power	65.0	38.3
Raw Materials and consumables	223.7	125.6
Rates	26.2	26.6
Charge for bad and doubtful debts	15.8	18.2
Service charges	6.6	6.5
Depreciation of property, plant and equipment (note 12)	131.6	129.0
Depreciation of right-of-use assets (note 11)	0.7	0.4
Amortisation of intangible assets (note 13)	10.4	10.4
Property, plant and equipment written off – disposals	2.0	1.6
Short term lease expense (note 11)	15.4	12.0
Infrastructure maintenance expenditure	21.3	20.8
Ofwat licence fee	1.1	1.2
Cost of finished goods and work-in-progress	5.6	6.4
Other operating costs	109.6	163.8
	<u>804.1</u>	<u>713.9</u>
Own work capitalised	<u>(119.1)</u>	<u>(109.7)</u>
	<u>685.0</u>	<u>604.2</u>
Other income		
(Gain) on disposal of property, plant and equipment	(0.5)	(4.4)
Amortisation of deferred income (note 23)	<u>(3.3)</u>	<u>(3.5)</u>
	<u>(3.8)</u>	<u>(7.9)</u>

Notes to the financial statements (continued)

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

	2023	2022
	£000	£000
<i>Auditor's remuneration:</i>		
Audit of these financial statements	44	40
Audit of the financial statements of subsidiaries	585	461
Other assurance services	226	298
	<u>855</u>	<u>799</u>

6. Staff numbers and costs

	Number of employees	
	2023	2022
Average number of employees	<u>3,405</u>	<u>3,194</u>
The aggregate payroll costs of these employees was:		
	2023	2022
	£m	£m
Wages and salaries	138.0	122.0
Social security costs	15.3	13.5
Pension costs - defined contribution	10.1	7.3
Pension costs - defined benefit	5.7	10.3
	<u>169.1</u>	<u>153.1</u>

7. Directors' remuneration

	2023	2022
	£000	£000
Total Directors' remuneration including benefits in kind	<u>1,177</u>	<u>1,225</u>
Remuneration of highest paid Director	<u>891</u>	<u>982</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 (2022: two Executive Directors and four YTL appointed Directors).

Notes to the financial statements (continued)

8. Finance income and expense

Recognised in the income statement

	2023 £m	2022 £m
<i>Finance income</i>		
Interest receivable on deposits	3.4	0.1
Net interest on net defined benefit pension plan surplus	<u>2.0</u>	<u>-</u>
Total finance income	<u>5.4</u>	<u>0.1</u>
<i>Finance expense</i>		
Net interest on net defined benefit pension plan liability	-	(1.1)
On borrowings	<u>(170.9)</u>	<u>(95.5)</u>
	<u>(170.9)</u>	<u>(96.6)</u>
Net interest payable	<u>(165.5)</u>	<u>(96.5)</u>

In accordance with IAS 23 borrowing costs of £9.9m (2022: £6.4m) associated with the funding of eligible capital projects have been capitalised at an interest rate of 5.9% (2022: 3.8%).

9. Taxation

Recognised in the income statement

	2023 £m	2022 £m
<i>Current tax credit</i>		
Current year	0.3	0.5
Overseas taxation	-	-
Adjustments for prior years	<u>(9.4)</u>	<u>(3.9)</u>
Current tax credit	<u>(9.1)</u>	<u>(3.4)</u>
<i>Deferred tax expense</i>		
Origination and reversal of temporary differences	(10.9)	12.2
Increase in tax rate	-	-
Adjustments for prior years	<u>10.9</u>	<u>3.5</u>
Deferred tax expense	<u>-</u>	<u>15.7</u>
Tax (credit)/expense in income statement	<u>(9.1)</u>	<u>12.3</u>

Notes to the financial statements (continued)

9. Taxation (continued)

Recognised in other comprehensive income

	2023	2022
	£m	£m
Remeasurements of defined benefit surplus	15.3	(24.1)
Tax credit/(expense)	15.3	(24.1)

Reconciliation of effective tax rate

	2023	2022
	£m	£m
(Loss)/profit for the year	(27.1)	44.8
Total tax (credit)/expense	(9.1)	12.3
(Loss)/profit excluding taxation:	(36.2)	57.1
Tax using the UK corporation tax rate of 20.5% (2022: 19%)	(7.4)	10.8
Rate difference on current year earnings	(1.8)	2.9
Capital allowance super deduction	(3.3)	(1.8)
Non-deductible expenses	2.0	1.7
Under/(over) provided in prior years	1.5	(0.4)
Capital transaction	(0.1)	(0.9)
Total tax (credit)/expense	(9.1)	12.3

The statutory rate of Corporation tax increased from 19% to 25% effective 1 April 2023, resulting in a statutory rate of 20.5% for the current year (2022: 19%). The Group has benefited from the Super deduction regime until 31 March 2023 and the Full Expensing regime due to be in place until 31 March 2026. As a result of these regimes, the Group has generated current year tax losses for this year and expect to do so for the next few years. The losses in the current year have been recognised in full on the basis it is probable that these assets will be recovered in the future.

Finance (No 2) Bill 2023, that includes BEPS Pillar Two legislation, was substantively enacted on 20 June 2023 for IFRS purposes. The group has applied the exemption from recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes as required by the amendments to IAS 12 - International Tax Reform—Pillar Two Model Rules – issued in May 2023.

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.

	2023 £m	2022 £m
Interim dividends for the current year	45.5	52.8
Final dividend for the current year	<u>15.7</u>	<u>16.3</u>
	<u>61.2</u>	<u>69.1</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 2022	2.3	-	0.5	2.8
Additions	-	0.2	0.9	1.1
Terminated	-	-	-	-
Depreciation expense	(0.3)	(0.1)	(0.3)	(0.7)
As at 30 June 2023	2.0	0.1	1.1	3.2

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 2022		2.9
Additions		1.1
Accretion of interest		0.1
Terminated		-
Payments		(0.9)
As at 30 June 2023		3.2
Current	Note 20	0.7
Non-current	Note 20	2.5

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

The following are the amounts recognised in profit or loss:

	2023 £m	2022 £m
Depreciation expense of right-of use assets	0.7	0.4
Interest expense on lease liabilities	0.1	0.1
Expenses relating to short-term leases	15.4	12.0
	16.2	12.5

The Group had total cash outflows for long-term leases of £0.9m in 2023. Cash outflows for short-term and low-value leases were £15.4m. The Group also had non-cash additions to right-of-use assets and lease liabilities of £1.1m in 2023.

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 £1.6m (2022: £1.9m).

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

	2023 £m	2022 £m
Within one year	0.4	0.4
After one year but not more than five years	1.2	1.5
More than five years	1.2	1.4
	2.8	3.3

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 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
Balance at 1 July 2022	1,022.8	2,454.5	1,992.5	46.7	44.5	276.6	5,837.6
Transfer between categories	0.3	1.1	(1.3)	-	0.1	(0.2)	0.0
Additions in year	-	4.0	0.4	-	-	289.1	293.5
Transfers on commissioning	51.2	108.9	144.3	6.1	4.8	(315.3)	-
Disposals	(3.7)	(0.2)	(39.7)	(5.0)	-	-	(48.6)
Cost of ROU assets	-	-	0.2	0.9	-	-	1.1
ROU assets terminated	-	-	-	-	-	-	-
Balance at 30 June 2023	1,070.6	2,568.3	2,096.4	48.7	49.4	250.2	6,083.6
Depreciation and impairment							
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)
Balance at 1 July 2022	(355.4)	(175.7)	(1,127.6)	(27.5)	(28.1)	-	(1,714.3)
Transfer between categories	-	-	-	-	-	-	-
Depreciation charge for the year	(17.0)	(22.7)	(80.8)	(5.4)	(5.7)	-	(131.6)
Depreciation on disposals	2.3	-	38.0	4.2	-	-	44.5
Depreciation on ROU assets	(0.3)	-	(0.1)	(0.3)	-	-	(0.7)
Depreciation on ROU assets terminated	-	-	-	-	-	-	-
Balance at 30 June 2023	(370.4)	(198.4)	(1,170.5)	(29.0)	(33.8)	-	(1,802.1)
Net Book Value							
At 1 July 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
At 30 June 2023	700.2	2,369.9	925.9	19.7	15.6	250.2	4,281.5

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 £34.4m (2022: £24.5m).

Included in freehold land and buildings above is an amount of £15.7m (2022: £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 1 July 2021	0.4	2.1	4.4	2.2	79.1	-	88.2
Transfer between categories	-	-	-	-	(10.2)	10.2	-
Additions	-	-	-	-	-	11.7	11.7
Transfer on Commissioning	-	-	-	-	6.5	(6.5)	-
Disposals	-	-	-	-	(2.1)	-	(2.1)
Balance at 30 June 2022	0.4	2.1	4.4	2.2	73.3	15.4	97.8
Balance at 1 July 2022	0.4	2.1	4.4	2.2	73.3	15.4	97.8
Additions	-	-	-	-	-	10.5	10.5
Transfer on commissioning	-	-	-	-	3.3	(3.3)	-
Disposals	-	-	-	-	(3.4)	-	(3.4)
Balance at 30 June 2023	0.4	2.1	4.4	2.2	73.2	22.6	104.9
Amortisation and impairment							
Balance at 1 July 2021	(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)
Balance at 1 July 2022	(0.4)	(0.6)	(2.4)	(1.3)	(38.0)	-	(42.7)
Amortisation charge for the year	-	(0.2)	(0.3)	-	(9.9)	-	(10.4)
Disposals	-	-	-	-	3.4	-	3.4
Balance at 30 June 2023	(0.4)	(0.8)	(2.7)	(1.3)	(44.5)	-	(49.7)
Net Book Value							
At 1 July 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
At 30 June 2023	-	1.3	1.7	0.9	28.7	22.6	55.2

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	2023 %	2022 %
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						
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 3	England & Wales	10826537	Dormant	£1 ordinary	100	100
Turnbull Infrastructure & Utilities Ltd	England & Wales	03652435	Engineering services	£1 ordinary	100	100
Entrade Ltd	England & Wales	13829768	Dormant	£1 ordinary	100	100
Wessex Utility Solutions Ltd	England & Wales	06718997	Engineering services	£1 ordinary	100	100
Wessex Water Engineering Services Ltd 3	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
Flipper Ltd 2	England & Wales	10826922	Utility switching services	£1 ordinary	-	100
YTL Developments (UK) Ltd	England & Wales	10495341	Housing development	£1 ordinary	100	100
YTL Engineering Ltd 3	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
YTL Arena Ltd	England & Wales	13289074	Dormant	£1 ordinary	100	100
Navigator at Brabazon Management Company Ltd	England & Wales	13047596	Dormant	-	100	100

Notes to the financial statements (continued)

14. Investments in subsidiaries and joint ventures (continued)

	Country	Number	Principal activity	Shares held	2023 %	2022 %
Dials at Brabazon Management Company Ltd	England & Wales	13048641	Dormant	-	100	100
YTL Construction (UK) Ltd ¹	England & Wales	14897501	Dormant	£1 ordinary	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 Incorporated 26 May 2023.

² Dissolved on 5 July 2022.

³ Dissolved on 18 July 2023.

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

	2023 £m	2022 £m
<i>Bristol Wessex Billing Services Ltd</i>		
Assets	1.7	1.6
Liabilities	(1.7)	(1.6)
Profit/(loss)	-	-

Notes to the financial statements (continued)

15. Investment properties

a) Measurement gains and losses

	2023	2022
	£m	£m
Balance at 1 July	98.8	110.3
Transfer to Assets under construction	-	(15.0)
Acquisitions	-	-
Net (loss)/gain from fair value measurement	(0.6)	3.5
Balance at 30 June	98.2	98.8

The Group's investment properties consist of land at Filton Airfield, Bristol. Last 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 2023, 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

	2023	2022
	£m	£m
Rental derived from investment properties	1.0	1.2
Direct operating expenses generating rental income	(1.0)	(1.2)
	-	-

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
Land and buildings in United Kingdom	Income approach	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 1.0% is reflected in a movement of £2.1m 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 despite the cost of living crisis, 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 £m	Level 2 £m	Level 3 £m
Assets measured at fair value			
Filton Airfield	-	-	98.2

16. Non-Current Financial Assets

	Group		Company	
	2023	2022	2023	2022 (restated*)
	£m	£m	£m	£m
Financial assets at fair value through profit or loss				
<i>Non-listed equity investments</i>				
Industrial Phycology Limited	0.1	-	-	-
Inheriting Earth Limited	0.4	0.2	-	-
	<u>0.5</u>	<u>0.2</u>	<u>-</u>	<u>0.2</u>
Deferred consideration on disposal of subsidiary	<u>2.0</u>	<u>2.0</u>	<u>-</u>	<u>-</u>
Debt instruments at amortised cost				
Owed by subsidiary companies	<u>-</u>	<u>-</u>	<u>152.4</u>	<u>131.4</u>

* see note 1

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 gain on the investments of £0.3m was reported (2022: £0.3m loss).

Notes to the financial statements (continued)

17. Inventories

	Group		Company	
	2023	2022	2023	2022
	£m	£m	£m	£m
Land held for development	48.6	34.4		
Raw materials and consumables	7.0	5.2	-	-
Work in progress	1.6	2.0	-	-
	<u>57.2</u>	<u>41.6</u>	<u>-</u>	<u>-</u>

Raw materials, consumables and work in progress recognised as cost of sales in the year amounted to £7.4m (2022: £7.1m). There was no write-down of inventories to net realisable value in either year.

18. Trade and other receivables

	Group		Company	
	2023	2022	2023	2022
	£m	£m	£m	(restated) £m
Amounts receivable from customers	197.5	191.9	-	-
Owed by subsidiary companies	-	-	17.8	17.5
Owed by other group companies	4.4	4.7	-	-
Owed by associate company	1.1	1.2	-	-
Prepayments	23.6	21.9	-	-
VAT debtors	9.4	8.9	-	-
Contract cost assets	6.3	4.5	-	-
Other debtors	14.9	2.8	-	-
	<u>257.2</u>	<u>235.9</u>	<u>17.8</u>	<u>17.5</u>

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

	2023	2022
	£m	£m
Balance at 1 July	4.5	4.1
Incurred during the year	7.4	6.8
Recognised as costs during the year	<u>(5.6)</u>	<u>(6.4)</u>
Balance at 30 June	<u>6.3</u>	<u>4.5</u>

Notes to the financial statements (continued)

19. Cash and cash equivalents

	Group		Company	
	2023	2022	2023	2022
	£m	£m	£m	£m
Current assets				
Short-term bank deposits	85.0	-	-	-
Cash at bank	55.6	6.5	0.3	0.4
	<u>140.6</u>	<u>6.5</u>	<u>0.3</u>	<u>0.4</u>
Other financial assets				
Medium-term bank deposits	<u>45.0</u>	<u>-</u>	<u>-</u>	<u>-</u>
Current liabilities				
Bank overdraft	<u>(1.1)</u>	<u>(17.9)</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	
	2023	2022	2023	2022
	£m	£m	£m	£m
Current liabilities				
Short term bank borrowing	165.9	38.3	-	-
Other loans	-	9.6	-	-
Current portion of lease liabilities	0.7	0.4	-	-
Listed Bonds	<u>90.5</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>257.1</u>	<u>48.3</u>	<u>-</u>	<u>-</u>
Non-current liabilities				
Bank loans	516.5	561.6	52.0	31.0
Other loans	9.3	-	-	-
Lease liabilities	2.5	2.5	-	-
Loan from other group company	169.9	169.9	169.9	169.9
Listed Bonds	<u>2,229.6</u>	<u>1,939.6</u>	<u>-</u>	<u>-</u>
	<u>2,927.8</u>	<u>2,673.6</u>	<u>221.9</u>	<u>200.9</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 2023 £m	Carrying amount 2023 £m	Issue Value 2022 £m	Carrying amount 2022 £m
<i>Short-term borrowing</i>							
Index Linked Bond	Sterling	7.27%	2023	50.0	90.5	50.0	87.0
<i>Long-term borrowing</i>							
Bank loans - EIB	Sterling	3.86%	2024-25	200.0	200.0	200.0	200.0
Bank loans - KfW	Sterling	5.16%	2026	235.0	233.4	176.0	174.9
Bank loans - Natwest	Sterling	5.54%	2032	150.0	149.7	-	-
Bank loans - Natwest	Sterling	2.04%	2024	12.5	12.5	12.5	12.5
Revolving credit facilities	Sterling	2.42%	2024	86.9	86.8	190.1	190.1
Other loans	Sterling	4.97%	2025	9.3	9.3	9.6	9.6
<i>Related party loans</i>							
Loan from group	Sterling	5.94%	2024	169.9	169.9	169.9	169.9
<i>Listed bonds</i>							
Bond	Sterling	5.38%	2028	200.0	199.5	200.0	199.1
Bond	Sterling	5.75%	2033	350.0	346.7	350.0	346.9
Bond	Sterling	1.50%	2029	250.0	248.3	250.0	248.0
Bond	Sterling	1.25%	2036	300.0	295.6	300.0	295.2
Bond	Sterling	5.13%	2032	300.0	298.0	-	-
Index Linked Bond	Sterling	3.76%	2039	50.0	85.9	50.0	75.7
Index Linked Bond	Sterling	3.24%	2046	75.0	128.9	75.0	117.1
Index Linked Bond	Sterling	3.24%	2051	75.0	128.9	75.0	117.1
Index Linked Bond	Sterling	2.53%	2057	75.0	128.9	75.0	117.0
Index Linked Bond	Sterling	2.54%	2057	75.0	128.9	75.0	117.0
Index Linked Bond	Sterling	2.68%	2058	50.0	80.0	50.0	73.2
Index Linked Bond	Sterling	2.69%	2058	50.0	80.0	50.0	73.2
Index Linked Bond	Sterling	2.69%	2058	50.0	80.0	50.0	73.1
				2,813.6	3,181.7	2,430.5	2,719.0

All bonds are listed on the London Stock Exchange and are wholly guaranteed by Wessex Water Services Ltd. Interest is payable based on the nominal interest rate as disclosed. Index-linked bonds increase in value annually in line with the Retail Prices Index.

The principal borrowing facilities are subject to covenants that are measured quarterly, being an interest cover (excluding indexation) of no less than 2.75x and net debt to regulatory capital value of no more than 75%, based on measures as defined in the facilities agreements.

Lease liabilities

Lease liabilities are payable as follows:

	Minimum lease payments 2023 £m	Interest 2023 £m	Principal 2023 £m	Minimum lease payments 2022 £m	Interest 2022 £m	Principal 2022 £m
Less than one year	0.7	-	0.7	0.5	0.1	0.4
Between one and five years	1.3	0.1	1.2	1.1	0.1	1.0
More than five years	1.8	0.5	1.3	1.9	0.4	1.5
	3.8	0.6	3.2	3.5	0.6	2.9

Notes to the financial statements (continued)

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

Changes in liabilities arising from financing activities

Group	1 July 2022	Cash flows	New leases	Other	30 June 2023
	£m	£m	£m	£m	£m
Current interest-bearing loans and borrowings (excluding items listed below)	47.9	(47.9)	-	256.4	256.4
Current obligations under leases and hire purchase contracts	0.4	(0.8)	0.4	0.7	0.7
Non-current interest-bearing loans and borrowings (excluding items listed below)	2,671.1	342.5	-	(88.3)	2,925.3
Non-current obligations under leases and hire purchase contracts	2.5	-	0.7	(0.7)	2.5
Total liabilities from financing activities	2,721.9	293.8	1.1	168.1	3,184.9

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 finance 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 finance 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

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 2022	Cash flows	New leases	Other	30 June 2023
	£m	£m	£m	£m	£m
Non-current interest-bearing loans and borrowings	200.9	21.0	-	-	221.9
Total liabilities from financing activities	200.9	21.0	-	-	221.9

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

Notes to the financial statements *(continued)*

21. Trade and other payables

	Group		Company	
	2023	2022	2023	2022
	£m	£m	£m	£m
Current				
Trade payables	40.5	24.2	-	-
Owed to immediate holding company	15.7	16.3	15.7	16.3
Owed to subsidiary companies	-	-	97.9	97.9
Owed to other group companies	97.6	97.3	97.6	97.3
Owed to associate company	2.2	1.8	2.2	1.8
Other creditors	12.2	7.7	-	-
Taxation and social security	3.8	3.6	-	-
Accrued expenses	117.2	99.5	-	0.1
Contract liabilities	77.9	69.9	-	-
	367.1	320.3	213.4	213.4
Non-current				
Contract liabilities	5.9	5.4	-	-
	373.0	325.7	213.4	213.4

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

	2023	2022
	£m	£m
At 1 July	75.3	59.5
Deferred during the year	82.2	69.9
Recognised as revenue during the year and included at the beginning of the year	(73.7)	(54.1)
At 30 June	83.8	75.3

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

	2023	2022
	£m	£m
Fair value of scheme assets	568.0	632.9
Present value of defined benefit obligations	(556.4)	(599.4)
Net surplus for defined benefit obligations	11.6	33.5
Unfunded and compensatory added years pension	(0.7)	(0.8)
Total employee benefits	10.9	32.7

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 24% of the liabilities are attributable to current employees, 14% to former employees and 62% 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 13-14 years reflecting the approximate split of the defined benefit obligation between current employees (duration of c18-19 years), deferred members (duration of c17-18 years) and current pensioners (duration of c10-11 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 2022 and showed a deficit of £35.3 million. The Group is due to pay deficit contributions of up to £20.2m by 1 July 2024, with the amount falling due dependent upon the Scheme's funding position ahead of the payment date which, along with investment returns from return-seeking assets, are expected to make good this shortfall by 1 July 2024.

The Group also pays contributions of 15.5% of pensionable salaries in respect of current accrual and non-investment related expenses. A contribution of £18.4m was paid 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 2023

The results of the latest funding valuation at 30 September 2022 have been adjusted to the balance sheet date taking account of experience over the period since 30 September 2022, 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:

	30.06.23	30.06.22
Rate of increase in salaries – long term	1.90%	1.90%
Rate of increase in pensions		
- WWPS and 1/80ths members	3.00%	2.90%
- MIS members	2.70%	2.50%
- Reduced level members	2.10%	2.10%
- Post 88 GMP	2.10%	2.10%
Discount rate	5.20%	3.80%
Inflation assumption – RPI	3.20%	3.00%
Inflation assumption – CPI	2.70%	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.

	2023	2023	2022	2022
	Male	Female	Male	Female
	years	years	years	years
Life expectancy - current age 60	25.6	28.3	25.9	28.5
Life expectancy - current age 40	46.8	49.4	47.2	49.7

The mortality table adopted is based upon 111% 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 2021 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 £7.2m from £556.4m to £563.6m, reducing the scheme surplus to £4.4m.
- An increase in the inflation assumption of 0.1% would increase the scheme liabilities by £7.1m from £556.4m to £563.5m, reducing the scheme surplus to £4.5m.
- An increase in life expectancy of 1 year would increase the scheme liabilities by £15.8m from £556.4m to £572.2m, increasing the scheme deficit to £4.2m.

e. The value of the assets as follows:

	2023	2022
	£m	£m
Equities	158.2	200.9
Property	33.1	46.7
Government Bonds	46.0	167.9
Corporate Bonds	305.2	186.3
Other	25.5	31.1
	<u>568.0</u>	<u>632.9</u>

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:

	2023 £m	2022 £m
Operating cost – service cost		
Current service cost	5.9	9.3
Administration expenses	0.9	0.9
Past service cost (including curtailments)	(1.2)	-
Financing cost		
Interest on net benefit liability	(2.0)	1.1
Pension expense recognised in Income Statement	3.6	11.3
Re-measurements in OCI		
Re-measurement losses on scheme assets	103.6	121.7
Actuarial (gains) due to changes in financial assumptions	(95.3)	(230.1)
Actuarial losses due to changes in demographic assumptions	12.3	-
Actuarial losses due to liability experience	40.7	12.0
Losses/(gains) recognised in OCI	61.3	(96.4)
Losses/(gains) recognised in Income Statement and OCI	64.9	(85.1)

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

	2023 £m	2022 £m
Opening defined benefit obligation	599.4	819.7
Current service cost	5.9	9.3
Interest expense on defined benefit obligation	22.6	15.7
Actuarial (gains) due to changes in financial assumptions	(95.3)	(230.1)
Actuarial losses due to changes in demographic assumptions	12.3	-
Actuarial losses due to liability experience	40.7	12.0
Net benefits paid out	(28.0)	(27.2)
Past service cost (including curtailments)	(1.2)	-
Closing defined benefit obligation	556.4	599.4

Notes to the financial statements (continued)

22. Retirement benefits (continued)

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

	2023 £m	2022 £m
Opening fair value of scheme assets	632.9	744.5
Interest income on scheme assets	24.6	14.6
Re-measurement (losses) on scheme assets	(103.6)	(121.7)
Contributions by employer	43.0	23.6
Net benefits paid out	(28.0)	(27.2)
Administration costs incurred	(0.9)	(0.9)
Closing fair value of scheme assets	568.0	632.9
Additional analysis:	2023 £m	2022 £m
Actual return on scheme assets		
Interest income on scheme assets	24.6	14.6
Re-measurement (losses) on scheme assets	(103.6)	(121.7)
Actual return on scheme assets	(79.0)	(107.1)
Analysis of amounts recognised in Other Comprehensive Income		
Total re-measurement (losses)/gains	(61.3)	96.4
Total (loss)/gain	(61.3)	96.4

Defined contribution plans

The Group also operates a defined contribution pension plan.

The total contribution relating to this plan in the current year was £10.0m (2022: £7.3m).

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 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
Balance at 1 July 2022	36.7	30.1	108.9	134.1	309.8
Received during the year	1.9	1.5	4.4	2.0	9.8
Amortisation	(0.3)	(0.6)	(1.0)	(1.4)	(3.3)
Balance at 30 June 2023	38.3	31.0	112.3	134.7	316.3

24. Provisions

	Decommis- sioning £m	Claim costs £m	Restructuring £m	Total £m
Balance at 1 July 2022	-	1.1	0.1	1.2
Provisions made during the year	0.6	-	1.1	1.7
Provisions used during the year	-	-	(1.1)	(1.1)
Balance at 30 June 2023	0.6	1.1	0.1	1.8
Non-current	-	-	-	-
Current	0.6	1.1	0.1	1.8
Balance at 30 June 2023	0.6	1.1	0.1	1.8

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 reliably, a reasonable and appropriate position has been taken in reflecting such items in these Financial Statements in the note above. The provisions disclosed will be utilised with 12 months of 30 June 2023.

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	
	2023 £m	2022 £m	2023 £m	2022 £m	2023 £m	2022 £m
Property, plant and equipment	673.6	668.7	(46.7)	(45.5)	626.9	623.2
Losses	-	-	(13.1)	-	(13.1)	-
Employee benefits	2.9	8.4	-	-	2.9	8.4
Provisions	-	-	(0.4)	-	(0.4)	-
Tax (assets) / liabilities	676.5	677.1	(60.2)	(45.5)	616.3	631.6
Net of tax liabilities/(assets)	(60.2)	(45.5)	60.2	45.5	-	-
Net tax (assets) / liabilities	616.3	631.6	-	-	616.3	631.6

Deferred tax assets have been recognised in respect of all temporary differences giving rise to deferred tax assets because it is probable that these assets will be recovered.

Movement in deferred tax during the year

	1 July 2022 £m	Recognised in income £m	Recognised in OCI £m	30 June 2023 £m
Property, plant and equipment	623.2	3.7	-	626.9
Losses	-	(13.1)	-	(13.1)
Employee benefits	8.4	9.8	(15.3)	2.9
Provisions	-	(0.4)	-	(0.4)
	631.6	0.0	(15.3)	616.3

Movement in deferred tax during the prior year

	1 July 2021 £m	Recognised in income £m	Recognised in OCI £m	30 June 2022 £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

Notes to the financial statements (continued)

26. Capital and Reserves

Share capital

Ordinary shares

	2023 £	2022 £
Authorised		
100 Ordinary shares of £1 each	100	100
	<u>100</u>	<u>100</u>
	2023 £	2022 £
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)	
	2023 £m	2022 £m
Balance at 1 July	(0.1)	2.4
Water 2 Business Ltd	0.7	(0.5)
Flipper Limited	-	(2.0)
Balance at 30 June	<u>0.6</u>	<u>(0.1)</u>

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 £2,320.1m (2022: £1,939.6m) and a fair value of £2,272.2m (2022: £2,079.4m). Bank loans are classified as level 2 and have a carrying value of £682.4m (2022: £602.8m) and fair value of £682.4m (2022: £602.8m). Parent and other group company loans are classified as level 2 and have a carrying and fair value of £169.9m (2022: £169.9m). All other loans are classified as level 2 and have a carrying and fair value of £9.3m (2022: £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 2023 £m	Fair value 2023 £m	Level 1 2023 £m	Level 2 2023 £m	Carrying amount 2022 £m	Fair value 2022 £m	Level 1 2022 £m	Level 2 2022 £m
Financial liabilities								
<i>Interest-bearing loans and borrowings:</i>								
Fixed rate borrowings	1,487.9	1,297.4	1,197.4	100.0	1,192.1	1,101.2	998.4	102.9
Floating rate borrowings	765.0	765.0	-	765.0	679.4	679.4	-	679.4
Indexed-linked borrowings	932.0	1,074.8	1,074.8	-	850.4	1,081.0	1,081.0	-
Total financial liabilities	3,184.9	3,137.2	2,272.2	865.0	2,721.9	2,861.6	2,079.4	782.3

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 significant 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 significant exposure to credit risk for these values.

	2023 £m	2022 £m
Other financial assets	45.0	-
Cash and cash equivalents	140.6	6.5
	185.6	6.5

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

	2023	2022
South West England	196.7	190.7
Netherlands	0.8	1.2
	197.5	191.9

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

	2023	2022
	£m	£m
Billed receivables	141.1	140.4
Unbilled receivables	109.6	103.0
Expected credit losses	(53.2)	(51.5)
	<u>197.5</u>	<u>191.9</u>

Ageing of receivables

	Gross 2023 £m	ECL rate 2023 %	ECL 2023 £m
Less than 1 year	181.6	8.8%	(15.9)
1 to 2 years	20.7	30.0%	(6.2)
2 to 3 years	18.4	40.2%	(7.4)
3 to 4 years	15.4	59.1%	(9.1)
More than 4 years	14.6	100.0%	(14.6)
	<u>250.7</u>	<u>21.2%</u>	<u>(53.2)</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>

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

Payment Method	Measured Billing			Unmeasured Billing		
	Direct Debit %	Normal %	Other %	Direct Debit %	Normal %	Other %
Less than 1 year	11.8%	12.6%	22.3%	34.3%	16.8%	17.2%
1 to 2 years	40.4%	32.4%	30.4%	43.8%	32.0%	26.5%
2 to 3 years	41.4%	44.5%	39.3%	41.1%	40.3%	37.0%
3 to 4 years	35.5%	57.8%	57.1%	13.8%	53.4%	59.7%
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:

	2023 £m	2022 £m
Balance at 1 July	(51.5)	(44.7)
Written off	14.0	11.0
Adjustment for non-paying customers	0.8	0.8
Non-payers subsequently becoming payers	(0.7)	(0.4)
Charge to income statement	(15.8)	(18.2)
Balance at 30 June	(53.2)	(51.5)

(c) Cash flow hedges

The Group does not have any cash flow hedges (2022: 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
	2023 £m	2023 £m	2023 £m	2023 £m	2023 £m
Non derivative financial instruments					
Bank overdraft	1.1	1.1	1.1	-	-
Lease liabilities	3.2	3.8	0.7	1.3	1.8
Secured bank loans	682.4	818.9	198.7	383.0	237.2
Other loans	9.3	10.6	0.6	9.9	-
Loan from other group company	169.9	185.1	7.6	177.5	-
Listed Bonds	2,320.1	4,681.9	162.7	492.8	4,026.5
Total financial instruments	3,186.0	5,701.5	371.5	1,064.6	4,265.4

Notes to the financial statements (continued)

27. Financial instruments (continued)

	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

(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:

	2023 £m	2022 £m
Fixed rate instruments	1,491.3	1,192.1
Floating rate instruments	762.7	697.3
Index linked instruments	932.0	850.4
	3,186.0	2,739.8

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 £7.6m.

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 £9.3m.

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.

	2023	2022
	£m	£m
	WWSL	WWSL
Cash at bank	(41.7)	-
Short term deposits (less than 3 months)	(85.0)	-
Medium term deposits (3-6 months)	(45.0)	-
Bank overdraft	-	10.9
Bank Loans	583.1	519.9
Leases	2.5	2.3
Bonds	2,320.1	1,939.6
Total Net Debt	2,734.0	2,472.7
RCV at 30 June	4,125.0	3,696.7
Gearing	66.3%	66.9%

The RCV for each Regulated Water and Sewerage Company is published by Ofwat here:
https://www.ofwat.gov.uk/wp-content/uploads/2023/05/RCV-PR19_2023_Overall-.xlsx

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 2023 and 2022.

Notes to the financial statements (continued)

29. Commitments

Capital commitments

Group

Capital expenditure contracted but not provided at 30 June 2023 was £150.1m (2022: £129.1m).

The Group has guaranteed Bonds of £2,320.1m (2022: £1,936.6m) 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 £4.1m (2022: £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
YTL Homes Ltd	South Gloucestershire Council	2.7	N/A
Wessex Water Services Ltd	Dorset Council	0.5	N/A

30. Contingencies

Claims under the Environmental Information Regulations 2001 (EIR)

Alongside the rest of the sector, five claims have been issued against the Group. The claims allege that in breach of the UK Environmental Information Regulation obligations, the Group failed to provide environmental information free of charge. Consequently, the personal search companies were required to purchase CON29DW searches in order to access information. The claimants are seeking restitution of the sums paid, however, these sums are not considered reliable. The first phase trial has been scheduled for November 2023 with the disclosure exercise and exchange of witness evidence now completed. The Group is defending the 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. We continue to co-operate with the investigating authorities. No proceedings have been issued and, as such, it is not possible to assess 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 the Company.

Ofwat published an update on its investigation in August 2023: Investigation into sewage treatment works - Ofwat. The EA continue to issue written requests for information and have conducted four visits of Water Recycling Centres with more visits expected over the coming months. The Company continues to work with both organisations as they continue to gather further information to inform the investigations and next steps.

Notes to the financial statements (continued)

31. Significant transactions with related parties

	Group		Company	
	2023	2022	2023	2022
	£m	£m	£m	£m
Sales of goods and services:				
Other group companies	-	0.1	-	-
Associate company	1.4	0.8	-	-
Dividend income:				
Subsidiaries	-	-	80.0	80.0
Interest income:				
Subsidiaries	-	-	2.1	0.7
Interest expense:				
Subsidiaries	-	-	6.4	2.1
Other group companies	10.0	5.9	10.0	5.9
Purchase of goods and services from subsidiaries:				
Management services	-	-	0.8	1.0
Purchase of goods and services from other group companies:				
Telecommunications related charges	0.2	0.3	-	-
Purchase of goods and services from associate company				
Billing and debt collection	14.1	10.7	-	-
Purchase of goods and services from joint venture companies:				
Information technology consultancy	0.6	0.9	-	-
Year-end balances owing by:				
Subsidiaries	-	-	170.2	148.9
Other group companies	4.4	4.7	-	-
Associated company	1.1	1.2	-	-
Year-end balances owing to:				
Immediate holding company	15.7	16.3	15.7	16.3
Subsidiaries	-	-	97.9	97.9
Other group companies	267.5	267.2	267.5	267.2
Associated company	2.2	1.8	2.2	1.8

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 £15.7m was declared in June 2023 and paid in July 2023. On 31 July 2023, the Group repaid £90.5m in relation to the 3.52% £50m index linked bond. On 6 September 2023 the Group established a £5bn Euro medium-term note programme in order to facilitate the future issuance of bonds.

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 surplus

In recognising the surplus 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 22 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 2023 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 £5.3m.

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 £10m.

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 2023. 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.

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 2023 which comprise the Consolidated Income Statement, the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Financial Position, the Consolidated Statement of Changes in Equity, the Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows and the related notes 1 to 34, 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 2023 and of the group's loss 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 completing the following procedures:

- Gained an understanding of the process undertaken by management to perform the going concern assessment, including discussion with management to ensure all key factors were taken into account.
- Obtained management's forecast cash flows and covenant calculations covering the period from the date of signing to 30 September 2024 and agreed these to the Board and regulatory approved budgets and forecasts.
- 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.
- Tested the mathematical accuracy of the cash flow forecasts, as well as the calculation of the forecast covenants.
- 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.

- Considered the Group's ability to obtain additional liquidity, with the support of our debt advisory specialists and agreed available facilities to underlying agreements and the extent of drawings thereunder to external confirmations.
- Performed forecast covenant testing and considered potential indicators of breach in the assessment period.
- Considered two of the most severe downside scenarios modelled by management in respect of the assumptions used in the going concern assessment and performed sensitivity analysis on management's forecast cashflows to understand how more severe conditions would have to be to breach liquidity and/or covenants.
- 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.
- 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.
- Assessed the appropriateness of disclosures within the Annual Report and Accounts.

Our key observations:

- At 30 June 2023, the group and company operates with net current liabilities.
- In March 2023, the Group secured a £300 million bond.
- In September 2023 the Group established a £5,000,000,000 Euro Medium Term Note programme.
- The Group also has a £343 million in revolving credit facilities available to draw upon during the going concern period, £87m of which has been drawn down at 30 June 2023.
- The Group has £265 million of debt maturity payments to make in the going concern assessment period.
- The Directors are satisfied that the issuance of debt included within the forecasts prepared for the going concern period is achievable.

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 30 September 2024.

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 24, 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 company and determined that the most significant are:
 - UK adopted 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
 - Ofwat Regulations
 - The Water Act (2003; 2014)

o Environment Act (1995; 2021)

- We understood how YTL Utilities (UK) Limited is complying with those frameworks by enquiring with management to understand how the company maintain and communicate its policies and procedures in relation to these areas. We evaluated the entity level control environment through discussion with management and in-house legal counsel and inspecting and observing the control environment.
- We assessed the susceptibility of the Group and Company's financial statements to material misstatement, including how fraud might occur by meeting with management and internal audit to understand where they considered there was susceptibility to fraud. We also considered performance targets and the potential incentives or opportunities to manage earnings. We considered the programmes and controls that the Group and Company has established to address the risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programs and controls. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included testing manual journals and were designed to provide reasonable assurance that the financial statements were free from material fraud.
- 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.

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 company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Ernst & Young LLP

Simon O'Neill (Senior statutory auditor)
Ernst & Young LLP
Bristol
15 September 2023