Aberdeen European Infrastructure III B Limited

Annual Report and Audited Financial Statements

For the period from incorporation, 31 July 2019, to 31 December 2020

Company Number 12132012

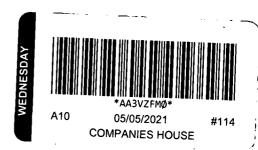


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SUMMARY OF DIRECTORS AND ORGANISATION

M S Amin (Appointed on 31 July 2019)

G D Cohen (Appointed on 31 July 2019)

I H Wong (Appointed on 31 July 2019)

REGISTERED OFFICE: Bow Bells House

1 Bread Street London England EC4M 9HH

ADMINISTRATOR AND

DIRECTORS:

SECRETARY: TMF Group Fund Administration (Guernsey) Limited

Western Suite Ground Floor Mill Court La Charroterie St Peter Port Guernsey GY1 1EJ

BANKER: Lloyds Bank International Limited (Guernsey Branch)

P.O. Box 136 Sarnia House Le Truchot St Peter Port Guernsey GY1 4EF

INDEPENDENT AUDITOR: Pricewate

PricewaterhouseCoopers CI LLP

P.O. Box 321 Royal Bank Place 1 Glategny Esplanade 5 Peter Port

Guernsey GY1 4ND

INVESTMENT MANAGER:

Aberdeen Standard Fund Managers Limited

Bow Bells House 1 Bread Street London EC4M 9HH

REPORT OF THE DIRECTORS

For the period from incorporation, 31 July 2019, to 31 December 2020

The Directors present their annual report and audited financial statements for Aberdeen European Infrastructure III B Limited (the "Company") for the period from incorporation, 31 July 2019, to 31 December 2020.

Incorporation

The Company was incorporate on 31 July 2019 as Aberdeen European Infrastructure III B Limited. The Company's registration number is 12132012.

Registered office

The Company's registered office is at Bow Bells House, 1 Bread Street, London, England, EC4M 9HH.

Financial risk management

The key risks and uncertainties faced by the Company are managed within the framework established for by Aberdeen Asset Managers Limited (the "Investment Manager"). Exposures to market risk, credit risk and liquidity risk arise in the normal course of the Company's business. These risks are discussed, and supplementary qualitative and quantitative information is provided in Note 8 to the financial statements. The Company is funded by Aberdeen European Infrastructure III A Limited ("AEI III A Ltd"), and as a result liquidity risk is managed by the Company in conjunction with AEI III A Ltd.

Results and dividends

The Company's total comprehensive income for the period was GBP 430,028. No dividends were paid during the period.

Future developments

The Company remains committed to the business of holding investments and will continue to manage its existing and new investments in the future.

Directors and their interests

The Directors at the date of this report are as stated on page 1.

Brexit

The UK left the European Union ('EU') on 31 January 2020 ('Brexit'). The transitional period in which the UK was no longer a member of the EU but was still subject to EU rules and remained a member of the Customs Union, was concluded on 31 December 2020. Following the end of this transition period, a limited trade deal was agreed. However, implications for matters such as imports/exports, investment, taxes etc are evolving. Consequently, there will likely be impacts to many UK businesses as the UK's future trading relationship with the EU remains subject to negotiation. The Directors in conjunction with the Investment Manager will continue to follow developments closely and assess their implications in relation to their contingency planning. The Directors priority is to ensure the Investment Manager is suitably placed to support the Company.

As at 11pm on 31 December 2020, International Financial Reporting Standards as adopted by the European Union ("IFRS") as it existed have been "frozen" into UK law and the Company has utilized the frozen EU-IFRS in accordance with the international accounting standards in conformity with the requirements of the Companies Act 2006.

REPORT OF THE DIRECTORS (CONTINUED)

For the period from incorporation, 31 July 2019, to 31 December 2020

Statement of Directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the Annual Report and the Audited Financial Statements in accordance with applicable law (i.e. the Companies Act 2006) and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have elected to prepare the financial statements in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006. Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

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

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy, at any time, the financial position of the Company and enable the Directors to ensure that the financial statements comply with the Companies Act 2006 and international accounting standards in conformity with the requirements of the Companies Act 2006. The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

Audit information

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

Subsequent events

The Directors have evaluated the impact of all subsequent events on the Company occurring between the end of the reporting period and 29 April 2021, the date the financial statements were available to be issued and have determined that there were no subsequent events to report as at the date of signing this report and the audited financial statements.

Going concern

The Directors consider that the Company has adequate resources to continue in operational existence for the foreseeable future. In making this assessment, the Directors have taken into account all available information about the foreseeable future and consequently the going concern basis is appropriate in preparing the financial statements.

REPORT OF THE DIRECTORS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

COVID-19

COVID-19 is a developing situation and the assessment of this situation will need continued attention and will evolve over time. The Directors have considered the impact of COVID-19 and where applicable has built this into its fair value modelling which has been reflected in the fair value of the investments in the financial statements.

The rapid development and fluidity of the COVID-19 virus makes it difficult to predict the ultimate impact at this stage. However, the Directors do not underestimate the seriousness of the issue and the inevitable effect it will have on the global economy and many businesses across the world.

The Directors believe that the impact of the virus outbreak will be material on the general economy as initially evidenced by some central banks having already started to act by reducing interest rates and taking other measures. Undoubtedly, this will have implications for the underlying investment portfolio of the Company.

Independent Auditor

PricewaterhouseCoopers CI LLP were appointed as auditors of the Company by the Directors of the Company on 27 April 2021. Accordingly, a resolution proposing the reappointment of PricewaterhouseCoopers CI LLP as auditors will be put to the members of the Company before the end of the next period for appointing auditors.

By order of the Board,

I H Wong Director

29 April 2021

STRATEGIC REPORT

For the period from incorporation, 31 July 2019, to 31 December 2020

The Directors present their strategic report on the Company for the period from incorporation, 31 July 2019, to 31 December 2020.

Results and review of business

The total comprehensive income for the year is set out in the Statement of Comprehensive Income on page 10. The Directors consider the performance of the Company during the year and its financial position at the end of the year, to be in line with the long term expected performance of the project, and its prospects for the future to be satisfactory.

Principal activity

The Company operates as an investment holding company for its parent, AEI III A Ltd, and there has been no change in that activity during the period.

The Company holds an asset still in construction. The Directors do not expect any significant changes or developments to occur regarding the Company's business at the time of approval of the financial statements.

Principal risks and uncertainties

The key risks and uncertainties faced by the Company are managed within the framework established for the Investment Manager. Exposures to market risk, credit risk and liquidity risk arise in the normal course of the Company's business. These risks are discussed, and supplementary qualitative and quantitative information is provided in Note 8 to the financial statements. The Company is funded by its immediate parent undertaking, AEI III A Ltd, which in turn is funded by its immediate parent undertaking, AEIP III LP, and as a result liquidity risk is managed by the Directors and the Investment Manager in conjunction with AEI III A Ltd and AEIP III LP.

Key performance indicators

The Directors of the Company consider its operations to be consistent with those at the level of the immediate holding companies that are managed by the Investment Manager. For this reason, the Company's Directors believe that an analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company.

By order of the Board,

I H Wong

Director

29 April 2021

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE III B LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, Aberdeen European Infrastructure III B Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit
 and cash flows for the period from 31 July 2019 to 31 December 2020;
- have been properly prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Audited Financial Statements (the "Annual Report"), which comprise: statement of financial position as at 31 December 2020; statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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 company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE III B LIMITED (CONTINUED)

Reporting on other information (continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Report of the Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic Report and Report of the Directors

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Report of the Directors for the period ended 31 December 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Report of the Directors.

Responsibilities for the financial statements and the audit

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

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

Auditor's responsibilities for the audit of the financial statements

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE III B LIMITED (CONTINUED)

Responsibilities for the financial statements and the audit (continued)

Auditor's responsibilities for the audit of the financial statements (continued)

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

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to management bias in accounting estimates and key judgements impacting the financial statements, specifically the valuation of the investment held at fair value through profit or loss. Audit procedures performed included:

- enquiring with the directors, the regulated investment manager and the regulated third party administrator as to any actual or suspected instances of fraud or non-compliance with laws and regulations;
- checking the minutes of meetings of the board of directors for additional matters relevant to the audit;
- testing the disclosures made in the Strategic Report and the Report of the Directors for compliance with the requirements of the Companies Act 2006;
- understanding the design and implementation of controls in operation, and specifically testing the
 operating effectiveness of the periodic review and approval of the valuation of investments held at fair
 value through profit or loss;
- enquiring and inspecting documentation regarding: the key assumptions used to determine the
 underlying variable cash flows models; the basis for discounts rates and macroeconomic assumptions
 applied; and considering these judgements by benchmarking these to independent market data,
 including recent market transactions, and using our valuation expert's experience in valuing similar
 investments. We further challenged the reasonableness of the regulated investment manager's
 assumptions by comparing these to the assumptions used by peer companies.
- performing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing; and
- identifying and testing journal entries considered to be of higher fraud risk, and the evaluation of the business rationale for any significant or unusual transactions identified as being outside the normal course of business.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABERDEEN EUROPEAN INFRASTRUCTURE III B LIMITED (CONTINUED)

Responsibilities for the financial statements and the audit (continued)

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Adrian Peacegood BA(Hons) FCA (Senior Statutory Auditor) for and on behalf of PricewaterhouseCoopers CI LLP

Chartered Accountants and Statutory Auditors

Guernsey, Channel Islands

29 April 2021

STATEMENT OF COMPREHENSIVE INCOME For the period from incorporation, 31 July 2019, to 31 December 2020

NotesGBPIncomeRecharged fees received Net foreign exchange gains111,246,902 2,671Total income1,249,573Expenses1410,789Interest expense11410,789Arrangement fees11296,689Legal and professional fees1191,794Administration fees15,190Audit fees35,000Other operating expenses83Total expenses819,545Profit on ordinary activities before tax430,028Tax2.8-Profit on ordinary activities after tax430,028Attributable to Equity holder: Total comprehensive income for the period430,028			31 Jul 19 to 31 Dec 20
Recharged fees received Net foreign exchange gains 11 1,246,902 Total income 2,671 Expenses 1 Interest expense 11 410,789 Arrangement fees 11 296,689 Legal and professional fees 11 91,794 Administration fees 15,190 Audit fees 3 5,000 Other operating expenses 83 Total expenses 819,545 Profit on ordinary activities before tax 430,028 Tax 2.8 - Profit on ordinary activities after tax 430,028 Total comprehensive income for the period 430,028		Notes	GBP
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Arrangement fees 11 296,689 Legal and professional fees 11 91,794 Administration fees 15,190 Audit fees 3 5,000 Other operating expenses 83 Total expenses 819,545 Profit on ordinary activities before tax 430,028 Tax 2.8 - Profit on ordinary activities after tax 430,028 Total comprehensive income for the period 430,028 Attributable to Equity holder:	Expenses		
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Administration fees Audit fees Other operating expenses Total expenses Profit on ordinary activities before tax Tax Profit on ordinary activities after tax Total comprehensive income for the period Attributable to Equity holder:			
Audit fees 3 5,000 Other operating expenses 83 Total expenses 819,545 Profit on ordinary activities before tax 430,028 Tax 2.8 - Profit on ordinary activities after tax 430,028 Total comprehensive income for the period 430,028 Attributable to Equity holder:		11	·
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Profit on ordinary activities before tax Tax 2.8 Profit on ordinary activities after tax 430,028 Total comprehensive income for the period Attributable to Equity holder:	Other operating expenses	_	83
Tax 2.8 - Profit on ordinary activities after tax 430,028 Total comprehensive income for the period 430,028 Attributable to Equity holder:	Total expenses		819,545
Profit on ordinary activities after tax 430,028 Total comprehensive income for the period 430,028 Attributable to Equity holder:	Profit on ordinary activities before tax		430,028
Total comprehensive income for the period 430,028 Attributable to Equity holder:	Tax	2.8	-
Attributable to Equity holder:	Profit on ordinary activities after tax		430,028
	Total comprehensive income for the period		430,028
	Attributable to Equity holder:		
<u> </u>		_	430,028

STATEMENT OF FINANCIAL POSITION As at 31 December 2020

Assets Non-current assets Financial assets at fair value through profit or loss Equity securities - unlisted Total non-current assets Current assets Cash and cash equivalents Accounts receivable and prepayments Total current assets Equity and liabilities Equity Share capital Retained earnings Total equity Liabilities Current liabilities Current liabilities Payables and accruals Total current liabilities Equity Total current liabilities Current liabilities Current liabilities Total equity and liabilities Total equity and liabilities Total equity and liabilities		Notes	31 Dec 20 GBP
Financial assets at fair value through profit or loss Equity securities - unlisted Total non-current assets Current assets Cash and cash equivalents Accounts receivable and prepayments Total current assets Equity and liabilities Equity Share capital Retained earnings Total equity Liabilities Current liabilities Payables and accruals Financial assets 46,750 46,750 40,750	Assets		
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Current assets Cash and cash equivalents Accounts receivable and prepayments Total current assets Equity and liabilities Equity Share capital Retained earnings Total equity Liabilities Current liabilities Payables and accruals Total current liabilities 849,095	Equity securities - unlisted	4	6,750
Cash and cash equivalents Accounts receivable and prepayments Total current assets 1,272,374 Total assets 1,279,124 Equity and liabilities Equity Share capital Retained earnings Total equity Liabilities Current liabilities Payables and accruals Total current liabilities 849,095 Retained earnings 849,095	Total non-current assets		6,750
Accounts receivable and prepayments Total current assets 1,272,374 Total assets 1,279,124 Equity and liabilities Equity Share capital Retained earnings Total equity Liabilities Current liabilities Payables and accruals Total current liabilities 849,095	Current assets		
Total current assets Total assets 1,272,374 Total assets 1,279,124 Equity and liabilities Equity Share capital Retained earnings 7 1 Retained earnings 430,028 Total equity Liabilities Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095	Cash and cash equivalents		208,472
Total assets 1,279,124 Equity and liabilities Equity Share capital 7 1 Retained earnings 430,028 Total equity 430,029 Liabilities Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095	Accounts receivable and prepayments	5	1,063,902
Equity and liabilities Equity Share capital 7 1 Retained earnings 430,028 Total equity 430,029 Liabilities Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095	Total current assets		1,272,374
Equity Share capital Retained earnings Total equity Liabilities Current liabilities Payables and accruals Total current liabilities 849,095	Total assets	· •	1,279,124
Share capital 7 1 Retained earnings 430,028 Total equity 430,029 Liabilities Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095	Equity and liabilities		
Retained earnings 430,028 Total equity 430,029 Liabilities Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095			
Total equity Liabilities Current liabilities Payables and accruals Total current liabilities 849,095		7	-
Liabilities Current liabilities Payables and accruals Total current liabilities 849,095	Retained earnings		430,028
Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095	Total equity	- -	430,029
Current liabilities Payables and accruals 6 849,095 Total current liabilities 849,095	Liabilities		
Payables and accruals 6 849,095 Total current liabilities 849,095			
		6	849,095
Total equity and liabilities 1,279,124	Total current liabilities		849,095
	Total equity and liabilities	•	1,279,124

The financial statements were authorised for issue by the Board of the Directors of the Company and signed on its behalf by:

I H Wong Director

29 April 2021

The notes on pages 14 to 27 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY For the period from incorporation, 31 July 2019, to 31 December 2020

	Share capital GBP	Retained earnings GBP	Total equity GBP
Balance as at 31 July 2019*	-	-	-
Share capital issued	1	-	1
Total comprehensive income for the period	-	430,028	430,028
Balance at 31 December 2020	1	430,028	430,029

^{*}The Company was incorporated on 31 July 2019

STATEMENT OF CASH FLOWS For the period from incorporation, 31 July 2019, to 31 December 2020

	31 Jul 19 to 31 Dec 20 GBP
Cash flows from operating activities	
Total comprehensive income for the period	430,028
Increase in receivables and prepayments	(1,063,902)
Acquisition of investment	(6,750)
Increase in payables and accruals	849,096
Net cash flow generated from operating activities	208,472
Net increase in cash and cash equivalents	208,472
Cash and cash equivalents at 31 July 2019	_
Cash and cash equivalents at 31 December 2020	208,472

NOTES TO THE FINANCIAL STATEMENTS For the period from incorporation, 31 July 2019, to 31 December 2020

1. GENERAL INFORMATION

Aberdeen European Infrastructure III B Limited (the "Company") is a private company limited by shares and is incorporated and domiciled in the UK. The address of its registered office is Bow Bells House, 1 Bread Street, London, England, EC4M 9HH.

The Company operates as an investment holding company.

These financial statements were authorised for issue by the Board of Directors of the Company on 30 April 2021.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied throughout the period, unless otherwise stated.

2.1 Basis of preparation

The financial statements of the Company have been prepared on a going concern basis in accordance with applicable law (i.e. the Companies Act 2006) and IFRSs. The Directors have considered the presentational requirements of the UK Companies Act 2006 and amended the format so that the financial statements present each line item in a manner that reflects its nature. The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities at fair value through profit or loss.

The Company meets the definition of an Investment Entity as defined by IFRS 10 and is required to account for the investments in subsidiaries at fair value through profit and loss.

The preparation of financial statements in accordance with IFRSs requires the use of certain critical accounting estimates. It also requires the Directors to exercise judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 9.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of the financial statements.

2.2 Investment Entity

The Company has determined that it meets the definition of an Investment Entity per IFRS 10 as the following conditions exist:

- a) The Company has obtained funds for the purpose of providing investors with professional investment management services;
- b) The Company's business purpose, which was communicated directly to investors, is investing for capital appreciation and investment income; and
- c) The investments are measured and evaluated on a fair value basis.

2.3 Foreign currency translation

(a) Functional and presentation currency

The operating and investing activities of the Company are denominated in Pounds Sterling ("GBP"). As such the performance of the Company is measured and reported in GBP. The Directors consider GBP as the currency that most faithfully represents the economic effects of the underlying transactions, events and conditions of the Company. The financial statements are presented in GBP, the Company's functional and presentation currency.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Translations and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency assets and liabilities, other than financial assets and liabilities at fair value through profit or loss are translated into the functional currency using the exchange rate prevailing at the Statement of Financial Position date.

Foreign exchange gains and losses arising from translation are included in the Statement of Comprehensive Income.

Foreign exchange gains and losses relating to the financial assets and liabilities carried at fair value through profit or loss are presented in the Statement of Comprehensive Income within "Net changes in fair value of financial assets and financial liabilities at fair value through profit or loss".

2.4 Financial assets and financial liabilities at fair value through profit or loss

(a) Classification

Financial assets and financial liabilities are classified as held for trading or designated as at fair value through profit or loss by the Board of the Directors at inception:

(i) Financial assets

The Directors classify the investments based on both the Company's business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. The portfolio of financial assets is managed and performance is evaluated on a fair value basis. The Company is primarily focused on fair value information, and it uses that information to assess the assets' performance and to make decisions. The Company has not taken the option to irrevocably designate any equity securities as fair value through other comprehensive income. Consequently, all investments are measured at fair value through profit or loss.

(ii) Financial liabilities

The Company's policy requires the Investment Manager and the Directors to evaluate the information about these financial assets and liabilities on a fair value basis (Note 9), together with other related financial information. Assets and liabilities in this category are classified as current assets and current liabilities if they are expected to be realised within 12 months of the balance sheet date. Those not expected to be realised within 12 months of the balance sheet date will be classified as non-current.

(b) Recognition, derecognition and measurement

Financial assets at fair value through profit or loss are initially recognised at fair value. Transaction costs are expensed as incurred in the Statement of Comprehensive Income.

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or the Company has transferred substantially all risks and rewards of ownership.

Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the "financial assets or financial liabilities at fair value through profit or loss" category are presented in the Statement of Comprehensive Income within "Net changes in fair value of financial assets and financial liabilities at fair value through profit or loss" in the period in which they arise.

Dividend income from financial assets at fair value through profit or loss is recognised in the Statement of Comprehensive Income within "Dividend income" when the Company's right to receive payments is established.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Financial assets and financial liabilities at fair value through profit or loss (continued)

(c) Fair value estimation

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of financial assets that are not traded in an active market is determined using valuation techniques. The Company uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. The fair value of equity investments are calculated using discounted cash flow models based on future profitability forecasts. In summary, the valuation model will include the review of operational performance against plan and other general operational risk indicators.

The valuation methodology employed is based on a discounted cash flow analysis of the future expected equity cash flows (including all fee income). The fair value for each investment is derived from the present value of the investment's expected future cash flows, using reasonable assumptions and forecasts and an appropriate discount rate. The Investment Manager exercises its judgment in assessing the expected future cash flows from each investment. Each investee company produces detailed concession life financial models. The Company's share of those cash flows are then extracted and a discount rate applied. The discount rate applied is subject to the appropriate risk free rate e.g. Indexed Linked Gilts and the projects' performance and risks (e.g. liquidity, currency risks, market appetite) including any risks to project earnings (e.g. predictability and covenant of the concession income), all of which may be differentiated by project phase.

2.5 Receivables

Receivables are initially recognised at fair value and measured subsequently at amortised cost using the effective interest rate method. Prepayments are assets paid in advance and amortised over the relevant period.

Such assets are short term in nature and the carrying value of these assets is considered to be approximate to their fair value. At each reporting date, the company should measure the loss allowance on the receivable amounts at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Company should measure the loss allowance at an amount equal to 12-month expected credit losses. Significant financial difficulties of the counterparty, probability that the counterparty will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that a loss allowance might be required. If the credit risk increases to the point that it is considered to be credit-impaired, interest income will be calculated based on the gross carrying amount adjusted for the loss allowance. A significant increase in credit risk is defined by management as any contractual payment which is more than 30 days past due. Any contractual payment which is more than 90 days past due is considered credit-impaired.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 Cash and cash equivalents

Cash and cash equivalents consist of cash balances that are freely available and other cash balances with an original maturity of three months or less, and bank overdrafts. As at 31 December 2020, the carrying amounts of cash and cash equivalents approximate their fair value.

2.7 Expenses

Expenses are recognised on an accruals basis.

2.8 Taxation

The Company is exempt from income tax on its UK dividend income. Income from any other sources is taxable at 19%. Current tax, including UK corporation tax, is reflected at amounts to be recovered or paid using the tax rate and laws that have been enacted or substantively enacted at the Statement of Financial Position date.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The Directors have determined there were no deferred tax assets or liabilities at 31 December 2020.

3. AUDITOR'S REMUNERATION

Fees charged by the Company's Independent Auditor for the audit of the Company's financial statements for the period 31 December 2020 were GBP5,000.

4. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

31 Dec 20 GBP

Equity securities - unlisted

6,750

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

4. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (CONTINUED)

Net change in fair values of financial assets at fair value through profit or loss

			31 Jul 19 to 31 Dec 20 GBP
	At 31 July 2019		-
	Additions		6,750
	As at 31 December		6,750
	Change in unrealised gain for Level 3 assets held as at year end ar net change in fair value of financial assets at fair value through pro		-
		31 D	ec 20
		Fair value GBP	% of net assets
	Equity securities - unlisted	6,750	2%
5.	RECEIVABLES AND PREPAYMENTS		
			31 Dec 20 GBP
	Amounts due from AEIP III LP		950,804
	Prepayments		113,097
	Share capital receivable		1
		_	1,063,902
		-	

Amounts due from AEIP III LP represents cash provided in relation to credit facility fees for underlying project company and recharged to AEI III B Ltd (see Note 11). As at 31 December 2020, the carrying amounts of the receivables and prepayments approximate their fair value.

6. PAYABLES AND ACCRUALS

	31 Dec 20 GBP
Amounts due to AEIP III LP	749,972
Interest payable recharged	79,110
Payables for share capital subscribed	6,750
Professional fees	5,100
Audit fees	5,000
Administration fees	3,163
=	849,095

Amounts due to AEIP III LP consists of GBP101,707 as unsecured, non-interest bearing and payable on demand short-term loan to cover operating expenses; GBP274,337 credit facility arrangement fees paid by AEIP III LP; GBP89,194 professional fees related to credit facility agreement and GBP284,734 credit facility interest fees paid by AEIP III LP; and recharged to AEI III B Ltd (see Note 11).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

6. PAYABLES AND ACCRUALS (CONTINUED)

Interest payable relates to interest to be paid on behalf of AEIP III LP. The credit facility is between AEIP III LP and the National Australia Bank (see Note 11).

As at 31 December 2020, the carrying amounts of the payables and accruals approximate their fair value.

7. SHARE CAPITAL AND SHARE PREMIUM

31 Dec 20 GBP

Authorised and issued

The holder of ordinary shares is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meetings of the Company.

8. FINANCIAL RISK MANAGEMENT

8.1 Financial risk factors

The objective of the Company's financial risk management is to manage and control the risk exposures of its investment portfolio. The Directors have overall responsibility for overseeing the management of financial risks. The review and management of financial risks are performed by the Company, which has documented procedures designed to identify, monitor and manage the financial risks to which the Company is exposed. This note presents information about the Company's exposure to financial risks, its objectives, policies and processes for managing risk and the Company's management of its financial resources.

The Company owns an investment in the ordinary equity of the PFI/PPP company. The company is structured at the outset to minimise financial risks of acquiring and holding the investment. The Company primarily focuses its risk management on the direct financial risks of acquiring and holding the investment, but continues to monitor the indirect financial risks of the underlying project through representation, where appropriate, on the Board of the project company and the receipt of regular financial and operational performance reports.

8.1.1 Market risk

Market risk is defined as the potential loss in value or earnings of the Company arising from changes in external market factors such as:

- interest rates (interest rate risk);
- · foreign exchange rates (currency risk); and
- equity markets (other price risk).

The investments are susceptible to market price risk arising from uncertainties about future values of the instruments. The Company has an Investment Manager who provides the Board of Directors with investment recommendations. The Investment Manager's recommendations are reviewed by the Board of Directors before the investment decisions are implemented.

The performance of the investments held by the Company are monitored by the Investment Manager on a monthly basis and reviewed by the Board of Directors on a quarterly basis.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

8. FINANCIAL RISK MANAGEMENT (CONTINUED)

8.1 Financial risk factors (continued)

8.1.1 Market risk (continued)

(a) Price risk

Returns from the Company's investments are affected by the price at which they are acquired. The value of these investments will be a function of the discounted value of their expected future cash flows, and as such will vary with, inter alia, movements in interest rates, market prices and the competition for such assets.

At the reporting date, the carrying value of equity investments amounted to GBP6,750. For investments carried at fair value through profit or loss, changes in fair value would have a direct impact on the result for the year. The table below sets out the sensitivity of total comprehensive income for the year to a 10% change in fair value of equity investments as at the Statement of Financial Position date.

Effect of equity fair values on total comprehensive income for the period:

	31 Dec 20 GBP
Effect of 10% increase in fair value of equities	675
Effect of 10% decrease in fair value of equities	(675)

(b) Currency

The project companies in which the Company invests conduct their business and pay interest, dividends and principal in GBP. The Company is not exposed to any currency risk.

(c) Interest rate risk

The Company is not directly affected by changes in interest rate risk, except as part of the exercise to value its unlisted investments.

(d) Inflation risk

The Company's project companies are generally structured so that contractual income and costs are either wholly or partially linked to specific inflation where possible to minimise the risks of a mismatch between income and costs due to movements in inflation indexes. The Company's overall cash flows are estimated to partially vary with inflation. The effect of these inflation changes do not always immediately flow through to the Company's cash flows as there is a time lag due to financial models only being updated on a 6 monthly basis.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

8. FINANCIAL RISK MANAGEMENT (CONTINUED)

8.1 Financial risk factors (continued)

8.1.2 Credit risk

Credit risk is the risk that a counterparty of the Company will be unable or unwilling to meet a commitment that it has entered into with the Company. The Company's investment is in the form of equity and whilst future cash flows are anticipated (in the form of dividends), there are no commitments or obligations to receive future payments and therefore there is no direct credit risk from this investment holding. The indirect credit risk for the Company is that the underlying investment company might fail to repay the Letter of Credit utilised (as per Note 11).

The maximum exposure to credit risk over financial assets is the carrying value of those assets in the Statement of Financial Position and as set out below:

	31 Dec 20 GBP
Cash and cash equivalents	208,472
Accounts receivable	950,804
	1,159,276

The cash of the Company is limited to financial institutions of a suitable credit quality.

As at 31 December 2020, the Company did not have any overdue and impaired balances. The table below sets out the internal credit rating of equity securities:

	31 Dec 20
	%
Internal rating – better than satisfactory risk	-
Internal rating – satisfactory risk	.100
Internal rating – viable but monitoring	-
Internal rating – high risk	-

Cash transactions are limited to the Lloyds Bank which is a subsidiary of a financial institution with Long term debt credit rating of A+, as rated by the rating agency, Standard & Poor's. At 31 December 2020, all cash and cash equivalents were placed with the Lloyds Bank.

In accordance with the Company's policy, the Investment Manager monitors the Company's credit risk exposure on a monthly basis, and the Directors review it on a quarterly basis.

8.1.3 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient financial resources and liquidity to meet its liabilities when due. The Company's activity is predominantly funded by long-term funding, as it is closed ended and hence the shareholders do not have the option to redeem their investments in the Company. The Company is exposed to limited liquidity risk. The Company's liquidity risk is managed in conjunction with AEI III A Ltd.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

8. FINANCIAL RISK MANAGEMENT (CONTINUED)

8.1 Financial risk factors (continued)

8.1.3 Liquidity risk (continued)

The Company's investment is in a private company for which there is no active market and, therefore, such an investment would take time to realise and there is no assurance that the valuation placed on the investment would be achieved from any such sale process.

The Company manages its liquidity risk by maintaining cash levels to fund short term operating expenses.

The Company operates as an investment structure whereby the Company invests and commits to invest into one project company. As at 31 December 2020, there were no outstanding capital commitment obligations with respect to specific project company acquisitions and no amounts due to the project company for unsettled purchases.

The following table illustrates the expected liquidity of assets held:

As at 31 December 2020	Less than 1 month GBP	1-12 months GBP	More than 12 months GBP
Total assets	208,472	1,063,902	6,750

The amounts in the table are the contractual undiscounted cash flows.

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows. At present the Company has no immediate plans to exit its position in the project company. When the Board of the Directors are of the view that the disposal of the investment is relatively certain; the total equity, in so far as it may be distributed, will be disclosed in the appropriate liquidity category as noted below.

	On demand GBP	Less than 1 year GBP	Between 1 and 3 years GBP	More than 3 years 3 years GBP	Total GBP
As at 31 Decem	ber 2020				
Liabilities					
Payables and accruals	-	849,095	-		- 849,095

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

8. FINANCIAL RISK MANAGEMENT (CONTINUED)

8.2 Capital risk management

The capital of the Company is represented by the shareholder's equity. The amount of shareholder's equity may change as the Company may adjust the amount of dividends paid to its shareholder, return capital to its shareholder, issue new shares or sell assets to reduce capital. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for its shareholder and benefits for other stakeholders and to maintain a strong capital base to support the development of the investment activities of the Company.

The Board of Directors and Investment Manager monitor capital on the basis of the value of shareholder's equity.

There were no changes in the Company's approach to capital management during the period.

8.3 Fair value estimation

The Company uses the income approach which discounts the expected cash flows attributable to each asset at an appropriate rate to arrive at fair values. In determining the discount rate, regard is given to risk free rates, the specific risks of each investment and the evidence of recent transactions. A detailed discounted cash flow valuation methodology is disclosed on Note 2.4 (c).

For instruments for which there is no active market, the Company may use internally developed models, which are usually based on valuation methods and techniques generally recognised as standard within the industry. Valuation models are used primarily to value unlisted equity for which markets were or have been inactive during the financial year. Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions.

The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Company holds. Valuations are therefore adjusted, where appropriate, to allow for additional factors including model risk, liquidity risk and counterparty risk.

The models used to determine fair values are validated and reviewed by the Investment Manager and approved by the Board of Directors periodically. As disclosed in Note 9, estimates section, the fair value of the underlying project investment as at 31 December 2020 approximates the cost of the investment as it is still in the construction phase.

The carrying value less impairment provision of payables and accruals is assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Company for similar financial instruments.

Fair value hierarchy

The fair value hierarchy consists of the following three levels:

- Level 1: unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly;
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

8. FINANCIAL RISK MANAGEMENT (CONTINUED)

8.3 Fair value estimation (continued)

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' input requires significant judgement by the Company. The Company considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

The following table analyses, within the fair value hierarchy, the Company's investments measured at fair value:

	Level 1 GBP	Level 2 GBP	Level 3 GBP	Total GBP
As at 31 December 2020				
Equity securities - unlisted	-	-	6,750	6,750

There were no transfers between Level 1 and Level 2 during the period. Reconciliations of Level 3 balances are disclosed in the relevant Notes as indicated below. The effect of different economic assumptions on the fair value of the Level 3 assets is disclosed in this Note.

No interrelationships between unobservable input used in the Company's valuation of its Level 3 equity securities have been identified.

The Company has recognised unrealised gains of GBP Nil on its Level 3 investments, these are included in the Statement of Comprehensive Income as net changes in fair value of financial assets through profit or loss.

8.4 Transfers between levels of the fair value hierarchy

Transfers between levels of the fair value hierarchy are deemed to have occurred at the beginning of the reporting period. There were no such transfers during the current reporting period.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

9. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Board of Directors makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are outlined below.

Judgements

By virtue of the Company's status as an Investment Entity and the exemption provided by IAS 28 and IFRS 11 as well as the adoption of Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27), investments are designated upon initial recognition to be accounted for at fair value through profit or loss.

In determining the Company's status as an Investment Entity in accordance with IFRS 10, the Company considered the following:

Equity securities are not quoted in an active market and are accounted for at fair value through profit or loss. The Company assesses the fair value of its equity securities through the use of cash flow models of the underlying entities. The key estimates in the models include:

- The Company has raised capital to invest in infrastructure investments and to provide the shareholder with investment management services with respect to these infrastructure investments;
- b) The Company intends to generate capital and income returns from its infrastructure investments which will, in turn, be distributed in accordance with the authorisation; and
- c) The Company evaluates its infrastructure investments' performance on a fair value basis, in accordance with the policies set out in these financial statements.

Although the Company met all three defining criteria, the Directors have also assessed the business purpose of the Company, the investment strategies for the infrastructure investments, the nature of any earnings from the infrastructure investments and the fair value models. The Directors made this assessment in order to determine whether any additional areas of judgement exist with respect to the typical characteristics of an Investment Entity versus those of the Company. The Directors determined that the Company meets the definition of an Investment Entity.

Estimates

The Company recognises its investments at fair value which includes the fair value of each of the individual project companies and holding companies in which the Company holds a direct investment. Fair values for those investments for which a market quote is not available are determined using the income approach which discounts the expected cash flows at the appropriate rate. In determining the discount rate, regard is had to relevant long-term government bond yields, specific risks and the evidence of recent transactions. The Directors have satisfied themselves that PPP or similar investments share the same investment characteristics and as such constitute a single asset class for IFRS 7 disclosure purposes. As at 31 December 2020, the fair value of the underlying project investment approximates the cost of the investment as it is still in the construction phase.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

10. FINANCIAL INSTRUMENTS BY CATEGORY

At 31 December 2020, the Company held the following classes of financial instruments that are measured at fair value. For all other assets and liabilities, their carrying value approximates to fair value.

	Financial assets at amortised cost GBP	Designated at fair value through profit or loss GBP	Total GBP
As at 31 December 2020			
Asset			
Equity securities - unlisted	1 062 002	6,750	6,750
Accounts receivable and prepayments Cash and cash equivalents	1,063,902 208,472	<u> </u>	1,063,902 208,472
	1,272,374	6,750	1,279,124
	Financial liabilities at amortised cost GBP	liabilities at fair value through profit or loss GBP	Total GBP
As at 31 December 2020			
Liabilities			
Payables and accruals	849,095		849,095

11. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

The Company's immediate parent is AEI III A Ltd. No dividend was declared to AEI III A Ltd during the period.

At the year end, the Company owed AEIP III LP GBP6,750 for share capital subscribed in underlying investment RiverLinx Holdings Ltd.

The Company settled and recharged some operational expenses incurred by AEIP III LP, as described below.

AEIP III LP and its General Partner entered into a revolving credit facility agreement (the "Agreement") dated 6 November 2019, as Original Borrower, with National Australia Bank as Lender. The Lender will make available to the Original Borrower a letter of credit facility equal to EUR60,000,000. The credit facility was renewed on 3 November 2020 for a further year to 6 November 2021. On 22 December 2020, the maximum facility commitment was increased to EUR66,000,000.

On 15 November 2019 and 6 January 2020, AEIP III LP requested a Letter of Credit in the amount of GBP26,500,000 (that was decreased on 22 November 2019 to GBP 24,009,836) and GBP24,009,836 respectively, to be issued to the underlying structured entity held by the Company.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) For the period from incorporation, 31 July 2019, to 31 December 2020

11. RELATED PARTY TRANSACTIONS (CONINUTED)

Subsequent to the signing date of the facility agreement, the General Partner of AEIP III LP and Investment Manager decided that the Company should be part of the facility agreement as a borrower. The General Partner considered that the Company being the initial beneficiary of the upstream income to be received from underlying project company should bear the facility interest expense and associated costs with the facility agreement. The General Partner and Investment Manager started the process to amend and align all the finance documents with retrospective effect as of 6 November 2019, which still was ongoing at the date of signing these accounts.

As a result of the above, during the year the AEIP III LP recharged to the Company GBP950,804 of Letter of Credit fees received from underlying project company since signing of the credit facility agreement (Note 5). Additional GBP296,098 Letter of Credit fees were recharged and received directly from underlying project company. Furthermore, the arrangement fees of GBP274,337, associated professional fees of GBP89,194 and interest facility fees of GBP284,734 paid by AEIP III LP during 2019 and 2020 were recharged to the Company (Note 6). Additional arrangement fees of GBP22,352 were incurred by the Company directly in relation to extension of the facility agreement.

Balances receivable and payable to related parties are set out in Notes 5 and 6.

12. STAFF COSTS

The Company has no employees. The Directors of the Company waived their right to receive Directors' remuneration.

13. ULTIMATE CONTROLLING PARTY

As at 31 December 2020, the Company's immediate parent undertaking is AEI III A Ltd. The Directors of the Company consider there to be no ultimate controlling party.

14. SUBSEQUENT EVENTS

The Directors have evaluated the impact of all subsequent events on the Company occurring between the end of the reporting period and 29 April 2021, the date the financial statements were available to be issued and have determined that there were no subsequent events requiring adjustment or additional disclosure at the date of signing this report and the audited financial statements.