Registered number England & Wales - FC018502 Guernsey - 25986

The Gas Supply Company Limited

Annual Report and Financial Statements
For the year ended
31 December 2017

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The Gas Supply Company Limited Company Information

Directors

C Linsdell

D Corney

P Edwards

Company secretary

Cosign Limited

Auditor

Deloitte LLP Statutory Auditor London United Kingdom

Registered office

PO Box 119 Martello Court Admiral Park St Peter Port Guernsey GY1 3HB

Registered number

England & Wales - FC018502 Guernsey - 25986

The Gas Supply Company Limited Strategic Report

The Directors present their strategic report, annual report and audited financial statements for the year ended 31 December 2017.

Principal activities

The principal activity of the Company is to act as a property holding company. On 10 January 2018 the Company ceased its activities as a property holding company and transferred its property to fellow subsidiary undertaking The Gas Transportation Company Limited.

Principal risks and uncertainties

The Company is part of the BUUK Infrastructure Group "BUUK Group", owned by BUUK Infrastructure Limited. The principal risks and uncertainties facing the "BUUK Group" and the entity are:

Regulatory

The Group operates in stable and transparent regulated utility markets in the UK. The Group is not aware of any proposed changes impacting the existing regulatory frameworks in which it operates. Any such change could have either a positive or negative impact on our future business prospects.

Health, Safety and Environmental

The Group operates a comprehensive Health, Safety and Environmental framework to ensure that, as far as possible, it eliminates risk to its employees, customers and the environment. The Group has an excellent track record in this regard and has culturally aligned itself to continually improve its performance in this area.

Liquidity and Interest Rates

The Group has a policy of seeking to have a number of sources of funds at any given time to meet its liquidity needs, as well as maintaining a balanced maturity profile to minimise, as far as possible, peaked repayments and refinancing risk. Debt facilities are arranged with appropriate financial and operating covenants, ensuring that management has the necessary flexibility in the operation of its business.

Cash flow risk

The Group uses derivative financial instruments to manage certain exposures to fluctuations in interest rates, inflation rates and exchange rates. The Group does not hold any speculative financial instruments.

Credit risk

The Group's credit risk is primarily attributable to its trade receivables. Given the number and geographical spread of the Group's ultimate customers and the solvency of major trade debtors, credit risk is believed to be limited. The Group is not reliant on any particular customer in the markets in which it operates and there is no significant concentration of credit risk. The Group regularly monitors its exposure to bad debts in order to minimise this exposure.

Results

The profit for the year, after taxation, amounted to £148,617 (2016: profit of £716,704). The Company's performance was in line with expectations. The Company's balance sheet position remains strong with net assets at the year-end of £5,867,276 (2016: £5,718,569).

Review of Business

It is the intention of the Directors that the Company will cease to trade in the coming year. The Directors are not aware, at the date of this report, of any likely changes that would affect this decision.

The Company operates as part of the BUUK Infrastructure Group (The Group) and the Directors of the group do not consider individual entities in the group to have individual key performance indicators (KPIs). The Group's results are considered as a whole, and details of the performance can be found in the consolidated group financial statements prepared by BUUK Infrastructure No 2 Limited.

The Gas Supply Company Limited Strategic Report

Social, environmental and ethical policy

The Company is a member of the BUUK Infrastructure Group of Companies and accordingly adheres to the Group's Social, Environmental and Ethical Policy.

The Group recognises that its business activities and practices, and those of its suppliers, may have an impact on its employees, society and the environment. As such the Group has developed its own policies and procedures to ensure compliance with these matters. The Group expects all employees and its suppliers to work to that Code, which as a minimum standard requires compliance with any relevant international and national legal or regulatory framework. In addition, the Group has maintained registration of ISO 14001 environmental accreditation.

Health and Safety

The Directors are committed to achieving high standards of health and safety in the Group's business activities for employees and customers alike. Policies and procedures are established to maintain continued provision of safe and healthy working conditions compliant with statutory requirements and appropriate codes of practice.

Equal Opportunities

A fair and equal opportunities culture is operated throughout the Group. Employment opportunities, whether in the recruitment, training or promotion of employees, are granted on merit irrespective of race, colour, religion, national origin, age, gender, disability or sexual orientation.

Full consideration and equal opportunities are given to employment applications from disabled persons with due regard to the requirements of the job. Where existing employees become disabled every effort is made to provide opportunities for continued employment within the Group supported with training and development as appropriate.

Employee involvement

The Directors recognise the integral importance of their employees in achieving Group success. Employee involvement in the development of the business is encouraged through an open and honest working environment, effective communication of business objectives and performance and actively seeking the opinions and concerns of the wider business team. In April 2018 the Group was recognised as a 'Best Large Workplace' by Great Places to Work which reflects the Group's commitment to the importance of its employees.

This report was approved by the board on \mathcal{Q} July 2018 and signed on its behalf.

D Corney Director

The Gas Supply Company Limited

Registered number: FC018502 (England & Wales) and 25986 (Guernsey)

Directors' Report

The Directors present their annual report and audited financial statements for the year ended 31 December 2017

Principal risks and uncertainties, future developments and employee involvement are discussed within the Strategic Report.

Dividends

The Directors do not recommend the payment of a final dividend (2016: £nil).

Directors

The following persons served as Directors during the year, and to the date of this report:

C Linsdell

D Corney

P Edwards

Directors' indemnities

The Company has Directors' and Officers' liability insurance to provide against liability in respect of proceedings brought forward by third parties, subject to the conditions set out in The Companies (Guernsey) Law, 2008. Such qualifying third party indemnity provision remains in force as at the date of approving the Directors' report.

Directors' responsibilities statement

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

The Companies (Guernsey) Law, 2008 requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 year In preparing these financial statements, the Directors are required to:

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with The Companies (Guernsey) Law, 2008. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Going Concern

As it is the intention of the Directors that the Company will cease to trade in the coming year, the financial statements are prepared on a basis other than going concern.

The Gas Supply Company Limited

Registered number: FC018502 (England & Wales) and 25986 (Guernsey)

Directors' Report

Auditor

Deloitte LLP has indicated its willingness to continue in office and a resolution to reappoint them as the Company's auditor will be put to the forthcoming Annual General Meeting.

Disclosure of information to auditor

Each person who was a Director at the time this report was approved confirms that:

- so far as he is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- he has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 249(3) of the Companies (Guernsey) Law, 2008.

This report was approved by the board on 9 1 July 2018 and signed on its behalf

D Corney Director

The Gas Supply Company Limited Independent auditor's report to the members of The Gas Supply Company Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then
 ended.
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies (Guernsey) Law, 2008.

We have audited the financial statements of The Gas Supply Company Limited (the 'company') which comprise:

- · the income statement;
- · the statement of financial position;
- · the statement of changes in equity; and
- the related notes 1 to 19.

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

Basis for opinion

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

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

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

We draw attention to note 1 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

Conclusions relating to going concern

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

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

We have nothing to report in respect of these matters.

The Gas Supply Company Limited Independent auditor's report to the members of The Gas Supply Company Limited

Other Information

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. 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 Section 262 of the Companies (Guernsey) Law 2008. 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.

Report on other legal and regulatory requirements

Matters on which we are required to report by exception

Under the Companies (Guernsey) Law, 2008 we are required to report in respect of the following matters if, in our opinion:

- proper accounting records have not been kept; or
- · the financial statements are not in agreement with the accounting records; or
- · we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Deloitte LLP Statutory Auditor London

Do britte LLP

9 July 2018

The Gas Supply Company Limited Income Statement for the year ended 31 December 2017

	Notes	2017 £	2016 £
Turnover	1	242,510	183,500
Administrative expenses		(229,850)	(24,230)
Operating profit	3	12,660	159,270
Other income Gain on revaluation of investment property	5	-	301,466 275,000
Interest receivable	6	130,372	162,415
Profit on ordinary activities before taxation		143,032	898,151
Tax on profit on ordinary activities	7	5,585	(181,447)
Profit for the financial year		148,617	716,704

All activities derive from continuing operations.

No separate statement of comprehensive income has been presented because the Company has no items of comprehensive income other than the profit for the financial year.

The Gas Supply Company Limited Statement of Financial Position as at 31 December 2017

	Notes		2017 £		2016 £
Fixed assets Tangible assets	8		1,930,000		1,930,000
Current assets Debtors Cash at bank and in hand	9	4,018,621 - 4,018,621	_	3,989,585 88 3,989,673	
Creditors: amounts falling due within one year	10	(27,534)		(147,203)	
Net current assets	_		3,991,087		3,842,470
Total assets less current liabilities		_	5,921,087		5,772,470
Provisions for liabilities Deferred taxation	11		(53,811)		(53,811)
Net assets		_	5,867,276	_	5,718,659
Capital and reserves Called up share capital Profit and loss account	12 13		4,334,359 1,532,917		4,334,359 1,384,300
Total equity			5,867,276		5,718,659

The financial statements of The Gas Supply Company Limited, registered number FC018502 (England & Wales) and 25986 (Guernsey), were approved by the Board of Directors and authorised for issue on 4 July 2018.

They were signed on its behalf by:

Director

The Gas Supply Company Limited Statement of Changes in Equity for the year ended 31 December 2017

	Share capital	Profit and loss account	Total
	£	£	£
At 1 January 2016	4,334,359	667,596	5,001,955
Profit for the financial year	-	716,704	716,704
At 31 December 2016	4,334,359	1,384,300	5,718,659
At 1 January 2017	4,334,359	1,384,300	5,718,659
Profit for the financial year	-	148,617	148,617
At 31 December 2017	4,334,359	1,532,917	5,867,276

1 Summary of significant accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to members of a group where consolidated financial statements are publicly available. Exemptions have been taken in relation to the presentation of a cash flow statement and remuneration of key management personnel.

Turnover

Turnover represents the amounts receivable from the rental of investment property, net of Value Added Tax All turnover and profit before taxation, by origin and destination, was attributable to the UK.

Going Concern

As it is the intention of the Director's that the Company will cease to trade in the coming year, the financial statements are prepared on a basis other than a going concern. Despite this, no adjustments have been deemed necessary to the carrying value of any assets or liabilities. Further details are disclosed within the Strategic report and Directors' report.

Investment property

Investment property is initially recognised at cost and then subsequently measured annually at fair value. Changes in value are recognised in the income statement.

Debtors

Short term debtors are measured at transaction price (which is usually the invoice price), less any impairment losses for bad and doubtful debts.

Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment losses for bad and doubtful debts.

Creditors

Short term creditors are measured at transaction price (which is usually the invoice price).

Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be reliably measured. Interest is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

1 Summary of significant accounting policies (continued)

Taxation

A current tax liability is recognised for the tax payable on the taxable profit of the current and past years. A current tax asset is recognised in respect of a tax loss that can be carried back to recover tax paid in a previous year.

Deferred tax is recognised in respect of all timing differences between the recognition of income and expenses in the financial statements and their inclusion in tax assessments.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference, except for revalued land and investment property where the tax rate that applies to the sale of the asset is used.

Current and deferred tax assets and liabilities are not discounted, and are only offset when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or realise the asset and settle the liability simultaneously.

Leased assets

Operating lease payments are recognised as an expense on a straight line basis over the lease term.

2 Critical accounting estimates and judgements

The Directors consider the following to be critical judgements or key sources of estimation uncertainty that have been made in the process of applying the Company's accounting policies which have a significant effect on the amounts recognised in the financial statements.

The fair value of investment property is measured by independent valuers on the basis of market value. The valuation is based on recent market transactions on arm's length terms for similar properties. No other critical assumptions on measurement were made in applying the accounting policies of the Company which have a significant effect on the financial statements.

3	Operating profit	2017	2016
	This is stated after charging:	4	4
	Operating lease rentals - land buildings	10,100	10,100

Audit fees for the audit of the Company's annual financial statements are £6,600 (2016: £7,480); audit fees are borne by BUUK Infrastructure No 2 Limited.

4 Directors' emoluments and staff costs

The Directors received no emoluments in the year (2016: £nil) in respect of qualifying services. The Directors are Directors/employees of other Group Companies and the services that they provide to the Company are considered ancillary to the services that they provide to those other Group Companies. The Company had no employees during the current or prior year with all administrative tasks undertaken by employees of fellow group undertakings.

5 Other income

Other income in the prior year relates to the release of liabilities that are no longer expected to crystallise. These liabilities arose when the Company was engaged in gas distribution activities

6	Interest receivable	2017 £	2016 £
	Bank interest	-	636
	Interest receivable from fellow group undertakings	130,372	161,779
		130,372	162,415
7	Taxation	2017	2016
		£	£
	Analysis of (credit)/charge in year Current tax:		
	Group relief charge in respect of the current year	27,534	111,302
	Adjustments in respect of previous periods	(33,119)	17,612
		(5,585)	128,914
	Deferred tax:		
	Origination and reversal of timing differences	-	61,888
	Adjustment to prior year	-	(9,284)
	Effect of decreased tax rate on opening liability	-	(71)
			52,533
	Tax on profit on ordinary activities	(5,585)	181,447

Factors affecting tax charge for year

The differences between the tax assessed for the year and the standard rate of corporation tax are explained as follows:

	2017 £	2016 £
Profit on ordinary activities before tax	143,032	898,151
Standard rate of corporation tax in the UK	19.25%	20.00%
	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	27,534	179,630
Effects of: Expenses not deductible for tax purposes Difference between current and future tax rates in the year Adjustments to tax charge in respect of previous periods	- - (33,119)	4,410 (10,921) 8,328
Tax (credit)/charge for the year	(5,585)	181,447

Factors that may affect future tax charges

The Finance Act 2015, which was substantively enacted on 26 October 2015, provides for a reduction in the main rate of corporation tax from 20% to 19% effective from 1 April 2017. The Finance Act 2016, which was substantively enacted on 15 September 2016, provides for a further reduction in the main rate of corporation tax to 17% from 1 April 2020. Consequently deferred tax has been calculated at the year end using a tax rate of 17%.

The Company has no unrecognised deferred tax assets or liabilities as at 31 December 2017 (2016: £nil).

8 Tangible fixed assets

	Investment
	property
Fair value	Ľ
At 1 January 2017 and 31 December 2017	1,930,000_

The investment property was last valued externally as at 31 December 2016 by Merrifields Chartered Surveyors, an independent valuer, on the basis of the price that would be received to sell the property in a transaction between market participants, in accordance with the RICS Valuation standards. In determining fair value the independent valuer took into consideration market conditions and property demands relevant to the geographical area. In the opinion of the Director's there has been no change to the fair value of the property since the last external valuation performed.

If the investment property had not been revalued it would have been included at the following amount.

		2017 £	2016 £
	Cost	3,059,613	3,059,613
	Depreciation	(763,538)	(708,345)
	Carrying value	2,296,075	2,351,268
9	Debtors	2017 €	2016 €
	Trade debtors	_	5,170
	Amounts owed by fellow subsidiary undertakings	3,987,486	3,960,150
	Other debtors	-	160
	Prepayments and accrued income	31,135	24,105
		4,018,621	3,989,585

Amounts owed by fellow subsidiary undertakings are unsecured and repayable on demand. Interest is charged at 3.34% (2016: 4.17%).

10 Creditors: amounts falling due within one year	2017 £	2016 £
Amounts owed to fellow subsidiary undertakings Other creditors	27,534 -	144,834 2,369
	27,534	147,203

Amounts owed to fellow subsidiary undertakings are unsecured, non-interest bearing and repayable on demand in both the current and prior year.

11	Deferred taxation			2017 £	2016 £
	Accelerated capital allowances		-	53,811	53,811
				2017 £	2016 £
	At 1 January Charged to profit and loss			53,811 -	1,278 52,533
	At 31 December		-	53,811	53,811
12	Share capital	Nominal value	Number	2017 £	2016 £
	Allotted, called up and fully paid: Ordinary shares	£1 each	4,334,359	4,334,359	4,334,359
13	Profit and loss account			2017 £	2016 £
	At 1 January Profit for the financial year			1,384,300 148,617	667,596 716,704
	At 31 December		-	1,532,917	1,384,300

14 Other financial commitments

Total future minimum lease payments under non-cancellable operating leases:

	Land and buildings 2017	Land and buildings 2016
	£	£
Falling due:		
within one year	10, 10 0	10,100
within two to five years	40,400	40,400
in over five years	1,071,442	1,081,542
	1,121, 94 2	1,132,042

15 Related party transactions

The Company has taken advantage of the exemption provided by FRS 102 paragraph 33.1A not to disclose transactions with other wholly-owned Group undertakings.

The Company has taken advantage of the exemption provided by FRS 102 paragraph 1.12 (e) not to disclose key management personnel compensation.

16 Controlling party

The Company's immediate parent undertaking is BUUK Infrastructure No 2 Limited, a Company registered in England and Wales. The Company's ultimate parent undertaking and controlling party is Brookfield Asset Management Inc., which is registered in Canada.

The smallest Group of which the Company is a member and for which Group financial statements are prepared is BUUK Infrastructure No 2 Limited, a Company registered in England and Wales. BUUK Infrastructure No 2 Limited's financial statements can be obtained from their registered office at: BUUK Infrastructure No 2 Limited, Energy House, Woolpit Business Park, Windmill Avenue, Woolpit, Bury St Edmunds, Suffolk, IP30 9UP.

The largest Group of which the Company is a member and for which Group financial statements are prepared is Brookfield Asset Management Inc., which is registered in Canada. Brookfield Asset Management Inc.'s financial statements can be obtained from their registered office at: Brookfield Asset Management Inc., Suite 300, Brookfield Place, 181 Bay Street, Toronto, Canada.

17 Presentation currency

The financial statements are presented in Pounds Sterling, which is also the functional currency.

18 Legal form of entity and country of incorporation

The Gas Supply Company Limited is a private company limited by shares incorporated in Guernsey, under the States of Guernsey Law.

19 Principal place of business

The address of the Company's principal place of business is:

Energy House Woolpit Business Park Windmill Avenue Woolpit Bury St Edmunds Suffolk IP30 9UP