

Southampton International Airport Limited Annual report and financial statements for the year ended 31 December 2021



Company registration number 02431858

Southampton International Airport Limited

Contents

Officers and professional advisers	1
Strategic report	
Management review	2
Internal controls and risk management	5
Directors' report	9
Directors' responsibilities statement	11
Independent auditor's report	12
Financial statements	
Profit and loss account	15
Statement of comprehensive income	16
Statement of financial position	17
Statement of changes in equity	18
Accounting policies	19
Notes to the financial statements	26

Southampton International Airport Limited

Officers and professional advisers

Directors

John Bruen
Simon Geere
Ignacio Castejon Hernandez
Derek Provan
Stephen Szalay (resigned 29th February 2022)
Andrew Carlisle (appointed 27th January 2022)
Gonzalo Velasco Zabalza

Registered office

Southampton Airport
Wide Lane
Southampton
SO18 2NL

Independent auditor

Deloitte LLP
Statutory Auditor
110 Queen Street
Glasgow
G1 3BX

Bankers

The Royal Bank of Scotland plc
280 Bishopsgate
London
EC2M 4RB

Southampton International Airport Limited

Strategic report

Southampton International Airport Limited (the "Company") is the owner and operator of Southampton Airport and forms part of the AGS Airports Holdings Limited Group (the "Group").

This strategic report is presented under two sections:

Management review – overview of the year ended 31 December 2021, along with the key factors likely to impact the Company in 2022.

Internal controls and risk management – outline of the Company's internal controls, approach to risk management and highlights of the key business risks identified by the Group Executive Committee.

Management review

Review of business and future developments

Key events occurring during the year and developments since the beginning of 2022 are detailed below.

Passenger traffic

In the year ended 31 December 2021, passenger traffic decreased by 10.8% to 0.3million (2020: 0.3million). The performance reflects a 1.1% increase in domestic traffic and an 50.6% decrease in international traffic.

In the twelve months to December 2021, the number of passengers has decreased due to the continued disruption of international air travel from new COVID-19 variants and associated social and travel restrictions. The UK government eased restrictions in the second half of 2021 opening international travel which increased passenger volume.

Paramount in these unprecedented times, is our duty of care to Southampton Airport's staff, business partners and airport passengers. Health measures to provide a safe environment at Southampton Airport have included specific COVID-19 risk assessments, mandating passenger face coverings, personal protective equipment for staff, installation of protective screens in key areas including at check-in desks and security halls, social distancing requirements, provision of hand sanitiser units and enhanced cleaning regimes especially for hard surfaces. Southampton Airport will work with Government agencies to ensure the Company can continue to provide a safe environment for passengers to travel. The Company has implemented the requirements around passenger testing for COVID-19, quarantine arrangements, continued social distancing, and stringent cleanliness in line with UK government guidelines.

The carpark at Southampton Airport has being used for UK Government COVID-19 testing since 2020. In addition, in May 2021, Southampton Airport partnered with TAC Healthcare Group Ltd to offer 'Park and Test' to passengers who require this service before they fly. This new revenue stream has continued throughout 2021 and will continue as long as testing is required.

The directors continue to conserve cash and secured additional finance during the year, but there remains uncertainty over the Company's future trading results and cashflows. On 18 June 2021 the Group successfully completed amending and extending its debt facility, including waivers of certain existing covenant tests. The Group received equity injections totalling £35million and loans of £35million from its shareholders and repaid its £50million shareholders' subordinated debt.

Looking ahead to 2022, the short runway prohibits a return to normal passenger volumes, but the predicted easing of travel restrictions may allow a recovery to 40% of previous volumes.

The Company has backfilled several of the Flybe routes with new carriers as well as new international destinations from British Airways during the summer. Additionally, work continues with the runway extension that will enhance the passenger flight offerings from Southampton Airport. We received planning approval on 10 April 2021 and the next judicial review is set for April 2022.

Southampton International Airport Limited

Strategic report (continued)

Financial overview

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Turnover	7,356	9,033
Adjusted operating costs ¹	(16,853)	(16,418)
Adjusted EBITDA ²	(9,479)	(7,385)
Non-recurring items	-	(2,039)
Depreciation	(2,147)	(1,823)
Total operating costs	(19,000)	(20,280)
Other income	2,026	300
Fair value gain/ (loss) on investment properties	1,012	(9,234)
Operating loss	(8,606)	(20,181)
Interest receivable and similar income	769	1,608
Interest payable and similar charges	(510)	(489)
Loss before tax	(8,347)	(19,062)
Taxation	(866)	1,890
Loss for the year	(9,213)	(17,172)

¹ Adjusted operating costs are stated before depreciation and non-recurring items (page 21).

² Adjusted EBITDA is earnings before interest, tax, depreciation, amortisation, certain re-measurements (page 21) and non-recurring items (page 21).

For the year ended 31 December 2021, turnover decreased by 18.5% to £7,356k (2020: £9,033k) driven by lower passenger levels.

For the year ended 31 December 2021, adjusted operating costs increased by 2.6% to £16,853k (2020: £16,418k).

Adjusted EBITDA for the year ended 31 December 2021 decreased to a loss of £9,479k (2020: £7,385k loss). Adjusted EBITDA includes certain non-recurring costs which are not considered material or requiring separate presentation.

Non-recurring items

Non-recurring costs in 2021 are nil.

During 2020 non-recurring items related to £2,039k of organisational costs, including £460k of costs borne by other Group companies and outsource providers, associated with the COVID-19 pandemic.

Fair value movements on investment properties

Investment properties were valued at fair value by CBRE Limited, Chartered Surveyors. Investment properties comprise mainly car parks and airside assets. The investment property valuation as at 31 December 2021 resulted in a gain of £1,012k (2020: loss £9,234k).

Dividend

No dividend was paid or declared in the year ended 31 December 2021 (2020: nil).

Pension scheme

At 31 December 2021, AGS Airports Limited's defined benefit pension scheme had a surplus of £3.9m (2020: £328k) as measured under International Accounting Standards ("IAS") 19 Employee Benefits. The Company's share of this surplus amounts to £702k (2020: £58k). The AGS Airports Limited's defined benefit pension scheme was closed to future accrual with effect from 30 June 2019. Following the closure of the scheme to future accrual, the members of the scheme were entitled to participate in the Group's defined contribution pension plan.

Investment in airport facilities

Southampton Airport has continued to reprioritise its investment in infrastructure projects to preserve cash, due to the impact of the COVID-19 pandemic, to investments required for safety and compliance or those already committed. During the year ended 31 December 2021, Southampton Airport invested £6.5million (2020: £2.7million) in capital projects. For Southampton Airport the project to extend the runway, which received planning approval on 10 April 2021 and with a judicial review set for April 2022, remains a key strategic priority and therefore has continued this year. Additional capital projects in the year included the replacement of hold baggage screening machines in line with legislative changes, installation of a replacement primary surveillance radar, airfield pavement relining works, replacement of chilling equipment and the purchase of an airfield road sweeper.

Southampton International Airport Limited

Strategic report (continued)

Going concern

The financial statements are prepared on a going concern basis notwithstanding that the directors consider that the current economic outlook presents significant challenges in terms of the recovery of passenger numbers and thus revenue because of the COVID-19 pandemic.

The directors have worked to conserve cash and secure additional finance, but there remains uncertainty over the Group's future trading results and cashflows. Measures have included organisational restructuring at the Group's three airports and employee furloughs under the Government's Coronavirus Job Retention Scheme. Additionally, the Group has negotiated with suppliers, local councils, and tax authorities to reduce or defer costs and the Group has reprioritised its capital investment program to the minimum required or committed.

The Group finances its activities through funds generated from operations and has access to external debt and shareholders' loan facilities. The external debt facilities include covenants, a breach of which would result in the amounts drawn becoming payable on demand.

On 30 November 2020 the Group obtained a £50million subordinated debt facility from its two shareholders and on 27 January 2021, 26 February 2021, and 22/25 March 2021 the Group utilised £3million, £4million and £43million of this facility, totalling £50million, for working capital requirements. On 18 June 2021 the Group completed negotiations with lenders regarding amending and extending its external debt facility and the waiving of certain existing covenant tests on 30 June 2021, 31 December 2021, and 30 June 2022. Under the amended and extended debt facility agreement the Group's debt will now mature in June 2024, interest rates have been revised to Sterling overnight index rate (SONIA) plus a margin, the Group will maintain a debt service reserve of approximately £20million to cover the future 12-month debt service requirements and revised covenant tests have been established, including a minimum liquidity test which has been put in place and has not been waived. The Group's shareholders also provided a further £35million of equity, £35million of loans and a commitment to provide an additional £30million of equity callable to meet cashflow requirements. Additionally, on 18 June 2021 the Group repaid in full the shareholders' subordinated debt of £50million.

The directors have prepared base cashflow forecasts which assumes a phased passenger recovery as travel restrictions are eased. Those forecasts indicate that the Group can continue to operate for at least the next 12 months from the date of approval of these financial statements, however, management highlight two significant uncertainties.

These are:

- Forecast uncertainty regarding passenger recovery and how comparable this will be to historic levels, and
- Under certain scenarios of COVID-19 travel restrictions being reimposed, the Group could have a requirement for additional funding, for which there are sources and options available to the directors, to meet the minimum liquidity test and operational needs.

The outlook for 2022 continues to be uncertain and highly dependent on the scale and pace of the recovery of trading.

The directors have considered the impact of a possible downside relating to the timing and volume of passenger traffic, and how this would impact on the Group's revenue and costs going forward. The directors have considered several options which are available to them to mitigate this impact should it arise. These include further cost saving initiatives, securing additional finance, and seeking further support from government schemes, if available. The possible downside is not currently considered likely; however, it is difficult to predict the overall outcome and impact of COVID-19 at this stage.

The directors believe that the Group should be able to manage its business risks successfully despite the current uncertain economic outlook. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level of its available liquidity. Accordingly, the directors continue to adopt the going concern basis in preparing the annual report and financial statements, however, the matters described above result in the existence of material uncertainties which may cast significant doubt over the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business

Southampton International Airport Limited

Strategic report (continued)

Internal controls and risk management

Internal control and risk management is the responsibility of the Directors. The Executive Committee, Board and Audit and Risk Committee ("ARC") referred to below relate to the Executive Committee, Board and ARC of AGS Airport Holdings Group. A separate sub-group of the board was formed to ensure governance over Health, Safety, Security and Environment through the Health, Safety, Security and Environment ("HSSE") Committee.

Internal controls

The directors are responsible for the system of internal controls designed to mitigate the risks faced by the Company and for reviewing the effectiveness of the system. This is implemented by applying the Group internal control procedures, supported by a Code of Professional Conduct Policy, appropriate segregation of duties, controls, organisational design and documented procedures. These internal controls and processes are designed to manage, to as low as reasonably practicable, rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable, and not absolute, assurance against material misstatements or loss.

The key features of the Company's internal control and risk management systems in relation to the financial reporting process include:

- a Company-wide comprehensive system of financial reporting and financial planning and analysis;
- documented procedures and policies;
- defined and documented levels of delegated financial authority;
- an organisational structure with clearly defined and delegated authority thresholds and segregation of duties;
- a formal risk management process that includes the identification of financial risks;
- detailed reviews by the Executive Committee and the Board of monthly management accounts measuring actual performance against both budgets and forecasts on key metrics;
- the ARC review of financial results, press releases and key interim and annual financial statements, before submission to the Board, scrutinising amongst other items;
 - compliance with accounting, legal, regulatory and lending requirements;
 - critical accounting policies and the going concern assumption; and
 - significant areas of judgement;
- independent review of controls by the internal audit function; and
- a confidential whistleblowing process.

In addition, the ARC:

- considers the appointment of the external auditor, making appropriate recommendations to the Board, and assesses the independence of the external auditor;
- ensures that the provision of non-audit services does not impair the external auditor's independence or objectivity;
- discusses with the external auditor, before the audit commences, the nature and the scope of the audit and reviews the auditor's quality control procedures and steps taken by the auditor to respond to changes in regulatory and other requirements;
- reviews external auditor management letters and responses from management;
- has a standing agenda to meet privately with the external auditor independent of the executive directors; and
- reviewed the scope, operations and reports of the Company's internal audit function on the effectiveness of systems for internal financial control, financial reporting and risk management.

Principal risks and uncertainties and risk management

The Company's risk management process is used to facilitate the identification, evaluation and effective management of the threats to the achievement of the Company's purpose, vision, objectives, goals and strategies. The vision of risk management is to embed the awareness of risk at all levels of the organisation, in such a way that day to day activities are managed effectively and all significant business decisions are risk-informed.

Risk forms part of the Company's Managing Responsibly System ("MRS") which is locally governed by the Company's Managing Responsibly Governance Group ("MRGG"). The MRGG meets on a monthly basis, and is chaired by the Company's Operations Director and consists of the airport's heads of departments and Group Head of Assurance. The MRS is linked with the key strategic intent to run our airport responsibly by being "Safe, Secure and Sustainable".

The risk management process is evidenced in risk registers which are used as the basis for regular review of risks and their management, up to AGS Airports Holdings Limited Board level. The risk registers are also used to inform decisions relating to the procurement of insurance cover. The risk management process also supports clear accountabilities, processes and reporting formats that deliver efficient and effective management assurance to the Board to ensure statutory compliance whilst supporting business units to successfully manage their operations.

Southampton International Airport Limited

Strategic report (continued)

Principal risks and uncertainties and risk management (continued)

The operation of the risk management process and the individual risk registers are subject to periodic review by the ARC, whose primary responsibility is to provide independent assurance to the Board that the controls put in place by management to mitigate risks are working effectively. In addition to the ARC, a new sub Group of the AGS Airports Holdings Limited Board was formed in 2020, the HSSE Committee. This committee is a governance group overseeing all aspects of HSSE and receives reports from the respective MRGG meetings. The Company is currently certificated to ISO 55001 and ISO 14001 and will look to confirm ISO 45001 (health and safety) in early 2022. Its primary responsibility is to provide independent assurance that the controls put in place by management to mitigate risks are working effectively.

Assurance is provided through the management reporting processes and reports to the Group Executive Committee and the HSSE Committee.

The principal corporate and reputational risks as identified by the Executive Committee are:

Safety risks

Health, Safety and Wellbeing is a core value of the business and the Company actively promotes the role of safety leadership in creating a safety culture that is intolerant of accidents and incidents.

The Company's Safety Management System includes risk assessment processes for all activities entailing significant risk and proportionate control measures employed to safeguard everyone impacted by the Company's business. The Company also operates robust asset management processes to ensure property and equipment remains safe. Compliance oversight of the MRS is provided by the Group Head of Assurance, who is deemed competent and holds suitable and sufficient qualifications and provides regular updates to the AGS Airports Holdings Limited Board. Southampton Airport is certificated to the asset management standard, ISO 55001.

Governance, led by the airports' MRGG, and assurance processes are used to ensure the aforementioned remain effective and to encourage continuous improvement.

Security risks

Security risks are regarded as critical risks to manage. The Company mitigates these risks by adopting and enforcing rigorous policies and procedures supported by professional training and by investment in leading-edge security technology. The Company works closely with government agencies, including the Department of Transport ("DfT"), the police and the UK Border Force through a statutory framework to establish joint accountabilities for airport security and shared ownership of risk, thus ensuring security measures remain both flexible and proportionate to the prevailing threat environment.

Regulatory environment, legal and other reputational risks

Civil Aviation Authority ("CAA") and DfT

From 1 January 2021, following the Brexit transition period, the Company's operations are no longer subject to regulation by the European Aviation Safety Agency ("EASA"). The EASA regulations will be adopted by the UK through the European Union Withdrawal Act 2018 (as amended), which will be overseen in the UK by the CAA. The CAA is concerned with air safety, airspace regulation, consumer protection and environmental research and consultancy. The CAA also advises the government on aviation issues and ensures that consumer interests are represented. The DfT oversees aviation security policy, whilst the CAA sets the common standards for UK airports in the field of aviation and airport safety. Consequently, the Company is exposed to the risk of changes in day to day operations resulting from regulatory guidelines issued by the CAA and mitigates this as far as possible. The airport is represented by dedicated AGS Airports Group staff that ensure full compliance with regulatory requirements, establish sound relationships with regulators and advise the Executive Committee, HSSE Committee and Board on regulatory matters.

Competition rules

The penalties for failing to comply with the 1998 Competition Act and relevant EU law are recognised as risks to manage within the Company, given its position in certain markets. Clear policy direction, which includes compulsory awareness training and close support from the internal legal department, reduces the risk of the Company breaching these regulations.

Environmental risks

Environmental risk is managed throughout the Group as it has the potential to impact negatively upon the AGS Airports Group's reputation and jeopardise the airports' licences/certification to operate and opportunities for growth. Southampton Airport is planning to be certificated to the ISO 14001, environmental management standard in 2021. The Company has produced a carbon management plan and has set an ambitious target which supports its carbon neutral status which it attained in 2020 through PAS 2060 which sets out requirements for quantification, reduction and offsetting of greenhouse gas emissions for organisations, products and events. The Company gained the Airport Carbon Accreditation certification from ACI Europe in 2020 and is also an active member of Sustainable Aviation. All of the Group's airports have been assessed against the GRESB standard which is part of their external corporate social responsibility verification process. Southampton Airport was third in the UK and Europe airports section in the 2020 benchmark.

The Company endeavours that all activities undertaken are conducted in a manner that promotes environmental, economic and social responsibility and aims to achieve continuity of supply chain.

Southampton International Airport Limited

Strategic report (continued)

Slavery and human trafficking risks

The Company is committed to ensuring that there is no modern-day slavery or human trafficking in its supply chains or in any part of its business. The Group's Sustainable and Ethical Procurement Policy has been updated to include anti-slavery legislation. The Company's supplier base has been reviewed to identify slavery and human trafficking risks and processes have been established to mitigate those risks. The Company's supplier base is mainly UK companies and branches. The Company expects these entities to comply with the Modern Slavery Act 2015 and have suitable anti-slavery and human trafficking policies and processes in place and has updated its sourcing process to ensure suitable evidence of this is provided.

Commercial and financial risks

Operational disruption

There are a number of circumstances that can pose short term risks to the normal operations of Southampton Airport such as shocks to the macroeconomic environment, terrorism, wars, airline bankruptcies, human health scares, weather conditions and natural disasters whose cause may be remote from the location of the airport. Where possible the Company seeks to anticipate the effects of these events on its operations and also maintains continuity and/or contingency plans to minimise disruption wherever possible. The directors are monitoring the war in Ukraine however they don't believe there is a direct material impact to the Group.

COVID-19

The spread of COVID-19 is continuing to have a direct impact on the operations of the Company and the aviation industry. Travel restrictions were in place for most of the year with the UK Government opening international travel in October 2021. The demand for airline travel has remained at 2020 levels due to new COVID-19 variants and strict passenger testing rules.

The directors have continued to preserve cash and secured additional finance during the year, however there remains uncertainty over the Company's future trading results and cashflows. The measures taken have included employee furloughs under the Government's Coronavirus Job Retention Scheme and negotiating with suppliers, local councils and tax authorities to reduce or defer costs.

The uncertainty and future impact of COVID-19 has been considered as part of the Company's adoption of the going concern basis. For further details on going concern refer to the Company's Accounting Policies Going Concern section on pages 19 to 20.

Changes in demand

The risk of unanticipated long term changes in passenger demand for air travel could lead to a shortfall in turnover and misaligned operational capacity within the Company. Since it is not possible to identify the timing or period of such an effect, the Company carries out evaluations through a series of scenario planning exercises.

Airline consolidation

COVID-19 and other pressures within the industry have resulted in EU airline failures and other airlines to seek buyers or refinancing. Airlines have also cut or closed bases in response to overcapacity in the European market. Similar to demand changes, it is not possible to identify the timing or period of such an effect and so the Group reviews this risk as part of its scenario planning exercises.

Industrial relations

The risk of industrial action by key staff that affects critical services, curtails operations and has an adverse financial and reputational impact on the Company is recognised. The Company has a range of formal national and local consultative bodies to discuss pay, employment conditions and business issues with the Trade Unions. The Company has robust and well tested contingency plans in place should there be a need to implement them in the event of industrial action. The Company could also be exposed in the short term to the effect of industrial action involving other key stakeholders in the aviation sector such as airlines, air traffic controllers, baggage handlers and Border Force.

UK withdrawal from the EU

The Brexit transition period ended on 31 December 2020 with the UK and EU agreeing a Comprehensive Trade Agreement, which included an aviation chapter. This has allowed Southampton Airport to operate without disruption in 2021.

Southampton International Airport Limited

Strategic report (continued)

As a result of Brexit, on the 1 January 2021 in UK the Airside Extra Statutory Concession Scheme ceased to exist, which means no tax free sales for vatable goods and impacts both duty free operators and airside specialist shops. On 25 May 2021 the Judicial review concluded with the High Court and Court of Appeal judges upholding the Government position, rejecting claims about its decision making process and approach. This is disappointing for the industry, however, the return of duty free for all passengers leaving the UK should assist the duty free operators to partially offset the losses from tax free. The conclusion of the Judicial Review also allows the industry to increase efforts on lobbying the Treasury and Government on the introduction of arrivals duty free, which would allow UK airports and duty free operators to take advantage of the increased arrivals allowances that the government reintroduced as part of Brexit. If successful, this will increase duty free sales.

Treasury

The Company's financial risk management objectives are aligned with its ultimate parent company, AGS Airports Holdings Limited, which is the parent undertaking that consolidates these financial statements. AGS Airports Limited (the "AGS Group") is the entity where external funds are borrowed and lent on to the Company and the level at which financial risks for the Company are managed. The Company's treasury policies are in compliance with the wider AGS Group and are set out below.

The Group Board approves prudent treasury policies and delegates certain responsibilities including changes to treasury policies, the implementation of funding and risk strategy to the AGS Group Finance Team. Senior management directly control day to day treasury operations on a centralised basis.

The treasury function is not permitted to speculate in financial instruments. Its purpose is to identify, mitigate and hedge treasury related financial risks inherent in the AGS Group's business operations and funding. To achieve this, the AGS Group enters into interest rate swaps to protect against interest rate risks.

The primary treasury related financial risks faced by the AGS Group are:

(a) Interest rates

The Group has floating rate debt and manages the risk through use of interest rate hedging instruments.

(b) Funding and liquidity

The Group is financed through bank facilities totalling £757million (2020: £793million) and shareholder loans totalling £246million (2020: £196million). For 2021 the Group has a positive cashflow, with shareholders injecting funding to ensure sufficient cash flows during recovery of the COVID-19 pandemic. As at 31 December 2021, cash and cash equivalents were £39million (2020: £18million). The undrawn headroom under shareholders' subsequent equity commitment was £30million at 31 December 2021.

Covenants are standardised wherever possible and are monitored on an ongoing basis with formal testing reported to the Executive Committee, ARC and the Board.

(c) Counterparty credit

The Group's exposure to credit related losses, in the event of non-performance by counterparties to financial instruments, is mitigated by limiting exposure to any one party or instrument.

The Group maintains a prudent split of cash and cash equivalents across market counterparties in order to mitigate counterparty credit risk. Board approved investment policies and relevant debt facility agreements provide counterparty investment limits, based on short term and long term credit ratings.

Approved by the Board and signed on its behalf by

DocuSigned by:

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Derek Provan
Director

31 March 2022

Company registration number: 02431858

Southampton International Airport Limited

Directors' report

The directors present their Annual report and the audited financial statements for Southampton International Airport Limited for the year ended 31 December 2021.

Principal activities

The Company is the owner and operator of Southampton Airport and forms part of the AGS Airports Holdings Limited group.

Results and dividends

The loss after taxation for the financial year amounted to £9,213k (2020: £17,172k). No dividends were proposed or paid during the year (2020: £nil). The statutory results are set out on page 15.

Directors

The directors who served during the year and to the date of this report, except as noted, are as follows:

John Bruen
Simon Geere
Ignacio Castejon Hernandez
Derek Provan
Andrew Carlisle
Stephen Szalay (resigned 29th February 2022)

Alternate Director

Gonzalo Velasco Zabalza

Employment policies

The Company has defined a set of guiding principles to ensure fair recruitment and selection. The Company continues to aim to recruit, retain and develop high calibre people and has talent and succession management programmes for managerial roles.

The Company is committed to giving full and fair consideration to applicants for employment. Every applicant or employee will be treated equally whatever their race, colour, nationality, ethnic or national origin, sex, marital status, sexual orientation, religious belief, disability, age or community background. The Company actively encourages a diverse range of applicants and commits to fair treatment of all applicants. The Company's investment in learning and development is guided by senior line managers who ensure that the Company provides the learning opportunities to support the competencies that are seen as key to the Company's success.

Disabled persons have equal opportunities when applying for vacancies, with due regard to their aptitudes and abilities. The Company has further procedures to ensure that disabled colleagues are fairly treated and that their training and career development needs are carefully managed. Where employees have become disabled during the course of employment, the Company endeavours to ensure continuing employment through the arrangement of appropriate training.

Employee involvement and consultation is managed in a number of ways including employee surveys, team updates, briefings, road shows and an intranet, while collective consultation takes place with the unions such as Unite and Prospect for those employee groups where unions are recognised. The Company also operates frameworks for consultation and is committed to managing people fairly through change.

Together these arrangements aim to provide a common awareness amongst employees of the financial and economic factors affecting the performance of their business. Bonuses paid to employees reflect the financial performance of the business. In addition, some senior management participate in a long term incentive plan which also rewards based on Group performance.

Communication with employees has been vital during the COVID-19 pandemic, with the Group Chief Executive Officer chairing live broadcasts with employees regularly throughout the pandemic and senior management engaging regularly with employee representative bodies and unions.

Political donations

No political donations have been made in the year (2020: £nil).

Internal controls and risk management

The Company actively manages identified corporate risks and has in place a system of internal controls designed to mitigate these risks. The mitigation controls are identified within each Risk Register, with risk registers in place for each Group airport and function which are managed through their respective MRGG meeting. These are then reviewed, assessed and extrapolated to form the Group risk register. A full risk report is presented at each Audit and Risk Committee meeting and HSSE Committee meeting, providing an overview of the mitigating risk controls in place. Details of the Company's internal controls and risk management policies can be found on pages 5 to 8 in the Internal controls and risk management section of the Strategic report.

Southampton International Airport Limited

Directors' report (continued)

Financial risk management objectives and policies

The Company's financial risk management objectives and policies, along with the Company's exposure to risk have been disclosed in the Internal controls and risk management section of the Strategic report.

Directors' indemnity

The Company's Articles of Association provide that, subject to the provisions of the Companies Act 2006, but without prejudice to any protection from liability which might otherwise apply, every director of the Company shall be indemnified out of the assets of the Company against any loss or liability incurred by him in defending any proceedings in which judgement is given in his favour, or in which he is acquitted or in connection with any application in which relief is granted to him by the court for any negligence, default, breach of duty or breach of trust by him in relation to the Company or otherwise in connection with his duties or powers or office.

Auditor

Following a tender process, the Directors intend to ask Deloitte LLP to resign as auditor of the company upon completion of these 2021 accounts. The Directors have appointed Ernst & Young LLP as auditor of the company.

Statement of disclosure of information to the auditor

Each of the persons who is a director at the date of approval of this Annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that 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 418 of the Companies Act 2006.

Approved by the Board and signed on its behalf by

DocuSigned by:

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Derek Provan
Director

31 March 2022

Company registration number: 02431858

Southampton International Airport Limited

Directors' responsibilities statement

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards, including FRS 101, have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Southampton International Airport Limited

Independent auditor's report to the members of Southampton International Airport Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Southampton International Airport Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity;
- accounting policies; and
- the related notes 1 to 21.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

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

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

Material uncertainty related to going concern

We draw attention to the accounting policy note in the financial statements, which indicates that as a result of COVID-19, there is forecast uncertainty regarding passenger number recovery and how comparable this will be to historic levels and uncertainty in relation to the ability of the group to secure additional funding and meet the Group's minimum liquidity requirement in certain scenarios. As stated in the accounting policy note, these events or conditions, along with the other matters as set forth in the accounting policy note in the financial statements, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 this regard.

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.

Southampton International Airport Limited

Independent auditor's report to the members of Southampton International Airport Limited

Responsibilities of directors (continued)

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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

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

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

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

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

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

As a result of performing the above, we identified the greatest potential for fraud or non-compliance with laws and regulations in the following areas, and our specific procedures performed to address them are described below:

- Valuation of tangible assets: we have compared the projected passenger numbers to historic and current performance, and evaluated revenue growth rates and expenditure within the cash flow projections with reference to market predictions and historical data;
- Valuation of investment properties: we have engaged our own valuation specialists to assess and challenge the yield assumption underpinning the calculation for valuation of the investment properties; and
- Accuracy and completeness of aeronautical rebate accruals: we have reviewed the aeronautical contracts and recalculated the recorded rebate and accrual based on the corresponding departing tonnage and passenger key performance indicators.

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

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

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

Southampton International Airport Limited

Independent auditor's report to the members of Southampton International Airport Limited

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

Use of our report

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

Alistair Pritchard FCA

Alistair Pritchard FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Glasgow, UK

31 March 2022

Southampton International Airport Limited

Profit and loss account for the year ended 31 December 2021

	Note	Year ended 31 December 2021			Year ended 31 December 2020		
		Before certain re-measurements £000	Certain re-measurements ¹ £000	Total £000	Before certain re-measurements £000	Certain re-measurements ¹ £000	Total £000
Turnover	1	7,356	-	7,356	9,033	-	9,033
Operating costs	2/3						
Recurring		(19,000)	-	(19,000)	(18,241)	-	(18,241)
Non-recurring		-	-	-	(2,039)	-	(2,039)
Total operating costs		(19,000)	-	(19,000)	(20,280)	-	(20,280)
Other income	4	2,026	-	2,026	300	-	300
Fair value gain/ (loss) on investment properties	9	-	1,012	1,012	-	(9,234)	(9,234)
Operating loss		(9,618)	1,012	(8,606)	(10,947)	(9,234)	(20,181)
<i>Analysed as:</i>							
Operating loss before non-recurring items		(9,618)	1,012	(8,606)	(8,908)	(9,234)	(18,142)
Non-recurring items	3	-	-	-	(2,039)	-	(2,039)
Financing							
Interest receivable and similar income	5	769	-	769	1,608	-	1,608
Interest payable and similar charges	5	(510)	-	(510)	(489)	-	(489)
Loss before tax		(9,359)	1,012	(8,347)	(9,828)	(9,234)	(19,062)
Taxation (charge)/credit	6	(2,597)	1,731	(866)	894	996	1,890
(Loss)/profit for the year	18	(11,956)	2,743	(9,213)	(8,934)	(8,238)	(17,172)

The notes on pages 19 to 35 form an integral part of these financial statements.

1 Certain re-measurements defined on page 21

Southampton International Airport Limited

Statement of comprehensive income for the year ended 31 December 2021

		Year ended 31 December 2021	Year ended 31 December 2020
	Note	£000	£000
Loss for the year	18	(9,213)	(17,172)
Other comprehensive (loss)/income			
Items that will not be reclassified subsequently to profit or loss			
Return on pension plan assets excluding interest income	19	1,008	3,045
Actuarial movements on defined benefit pension plan	19	(353)	(3,743)
Deferred tax on defined benefit pensions	14	(5)	172
Other comprehensive loss for the year net of tax		650	(526)
Total comprehensive loss for the year		(8,563)	(17,698)

The notes on pages 19 to 35 form an integral part of these financial statements.

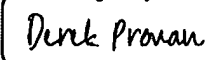
Southampton International Airport Limited

Statement of financial position as at 31 December 2021

	Note	31 December 2021 £000	31 December 2020 £000
Assets			
Fixed assets			
Intangible assets	7	134	-
Property, plant and equipment	8	42,989	38,983
Investment properties	9	51,007	49,930
Pension asset	19	702	58
		94,832	88,971
Current assets			
Stocks	10	123	143
Debtors due within one year	11	1,685	10,839
Cash at hand and bank	12	4	-
		1,812	10,982
Total assets		96,644	99,953
Liabilities			
Creditors: Amounts falling due after more than one year			
Deferred tax liabilities	14	(13,522)	(11,310)
Provisions	8	(35)	-
		(13,557)	(11,310)
Creditors: Amounts falling due within one year			
Borrowings	13	(4,645)	(25)
Trade and other payables	15	(9,299)	(10,912)
		(13,944)	(10,937)
Total liabilities		(27,501)	(22,247)
Net current (liabilities)/ assets		(12,132)	45
Total assets less current liabilities		82,700	89,016
Net assets		69,143	77,706
EQUITY			
Capital and reserves			
Called up share capital	16	40,000	40,000
Revaluation reserve	17	27,909	27,909
Profit and loss account	18	1,234	9,797
Total shareholders' funds		69,143	77,706

The notes on pages 19 to 35 form an integral part of these financial statements.

The financial statements of Southampton International Airport Limited (Company registration number: 02431858) were approved by the Board of Directors and authorised for issue on 31 March 2022. Signed on behalf of the Board by:

DocuSigned by:

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Derek Provan
 Director

31 March 2022

Southampton International Airport Limited

Statement of changes in equity for the year ended 31 December 2021

	Attributable to the owner of the Company			
	Share capital £000	Revaluation reserve ¹ £000	Profit and loss account £000	Total £000
Balance at 1 January 2020	40,000	27,909	27,495	95,404
Comprehensive loss:				
Loss for the year	-	-	(17,172)	(17,172)
Other comprehensive loss	-	-	(526)	(526)
Total comprehensive loss	-	-	(17,698)	(17,698)
Balance at 1 January 2021	40,000	27,909	9,797	77,706
Comprehensive loss:				
Loss for the year	-	-	(9,213)	(9,213)
Other comprehensive gain	-	-	650	650
Total comprehensive loss	-	-	(8,563)	(8,563)
Balance at 31 December 2021	40,000	27,909	1,234	69,143

¹ The revaluation reserve relates to the historic revaluation of investment properties. Current revaluations of investment properties are included in the profit and loss account.

The notes on pages 19 to 35 form an integral part of these financial statements.

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

The principal accounting policies applied in the preparation of the financial statements of Southampton International Airport Limited are set out below. These policies have been applied consistently to all the years presented, unless otherwise stated.

The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

Basis of preparation

Southampton International Airport Limited is incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the strategic report on pages 2 to 4 and directors' report on pages 9 and 10. The Company is a private company, limited by shares and is registered in England and Wales.

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 as issued by the Financial Reporting Council.

The financial statements have been prepared on the historical cost basis, except for the revaluation of investment properties and financial instruments. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of International Financial Reporting Standard ("IFRS") 16 Leases ("IFRS 16"), and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 Inventories or value in use in IAS 36 Impairment of Assets.

These financial statements are separate financial statements. Details of the parent in whose consolidated financial statements the Company is included are shown in note 21 to the financial statements.

The Company has taken advantage of certain disclosure exemptions in FRS 101 as its financial statements are included in the publicly available consolidated financial statements of AGS Airports Holdings Limited. The disclosure exemptions available under that standard are in relation to presentation of a cash-flow statement, standards not yet effective, the requirements of IFRS 7 Financial Instruments: Disclosures, the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement, related party transactions and the requirement set out in IAS 1 Presentation of Financial Statements ("IAS 1") para 38 to present comparative information in respect of property, plant and equipment and investment properties.

Primary financial statements format

A columnar approach has been adopted in the profit and loss account and the impact of two principal groups of items is shown in a separate column ("certain re-measurements"). This allows the presentation of the performance of the business before these specific fair value gains and losses. These items are:

- i fair value gains and losses on investment property revaluations; and
- ii the associated tax impacts of item (i) above.

Going concern

The financial statements are prepared on a going concern basis notwithstanding that the directors consider that the current economic outlook presents significant challenges in terms of the recovery of passenger numbers and thus revenue because of the COVID-19 pandemic.

The directors have worked to conserve cash and secure additional finance, but there remains uncertainty over the Group's future trading results and cashflows. Measures have included organisational restructures at the Group's three airports and employee furloughs under the Government's Coronavirus Job Retention Scheme. Additionally, the Group has negotiated with suppliers, local councils, and tax authorities to reduce or defer costs and the Group has reprioritised its capital investment program to the minimum required or committed.

The Group finances its activities through funds generated from operations and has access to external debt and shareholders' subordinated debt facilities. The external debt facilities include covenants, a breach of which would result in the amounts drawn becoming payable on demand.

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

Going concern (continued)

On 30 November 2020 the Group obtained a £50million subordinated debt facility from its two shareholders and on 27 January 2021, 26 February 2021, and 22/25 March 2021 the Group utilised £3million, £4million and £43million of this facility, totalling £50million, for working capital requirements. On 18 June 2021 the Group completed negotiations with lenders regarding amending and extending its external debt facility and the waiving of certain existing covenant tests on 30 June 2021, 31 December 2021, and 30 June 2022. Under the amended and extended debt facility agreement the Group's debt will now mature in June 2024, interest rates have been revised to Sterling overnight index rate (SONIA) plus a margin, the Group will maintain a debt service reserve of approximately £20million to cover the future 12-month debt service requirements and revised covenant tests have been established, including a minimum liquidity test which has been put in place and has not been waived. The Group's shareholders also provided a further £35million of equity, £35million of loans and a commitment to provide an additional £30million of equity callable to meet cashflow requirements. Additionally, on 18 June 2021 the Group repaid in full the shareholders' subordinated debt of £50million.

The directors have prepared base cashflow forecasts which assumes a phased passenger recovery when the travel restrictions are eased. Those forecasts indicate that the Group can continue to operate for at least the next 12 months from the date of approval of these financial statements, however, management highlight two significant uncertainties.

These are:

- Forecast uncertainty regarding passenger recovery and how comparable this will be to historic levels, and
- Under certain scenarios of COVID-19 travel restrictions being reimposed, the Group could have a requirement for additional funding, for which there are sources and options available to the directors, to meet the minimum liquidity test and operational needs.

The outlook for 2022 continues to be uncertain and highly dependent on the scale and pace of the recovery of trading.

The directors have considered the impact of a possible downside relating to the timing and volume of passenger demand, and how this would impact on the Group's revenue and costs going forward. The directors have considered several options which are available to them to mitigate this impact should it arise. These include further cost saving initiatives, securing additional finance, and seeking further support from government schemes, if available. The possible downside is not currently considered likely; however, it is difficult to predict the overall outcome and impact of COVID-19 at this stage.

The directors believe that the Group should be able to manage its business risks successfully despite the current uncertain economic outlook. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level of its available liquidity. Accordingly, the directors continue to adopt the going concern basis in preparing the annual report and financial statements, however, the matters described above result in the existence of a material uncertainty which may cast significant doubt over the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business.

Adoption of new and revised IFRSs

During the year, the Company adopted the following amendments to IFRSs issued by the International Accounting Standards Board that are mandatorily effective for accounting periods beginning on or after 1 January 2020. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements.

The following amendments, although relevant to the Company, have no impact on the Company's results:

- Amendments to IAS 1 and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Material
- Amendments to References to the Conceptual Framework in IFRS Standards

The following amendments and standard are not applicable to the Company:

- Interest Rate Benchmark Reform amendments to IFRS 9 Financial Instruments, IAS 39 Financial Instruments: Recognition and Measurement and IFRS 7 "Interest Rate Benchmark Reform"
- IFRS 3 Business Combinations
- Amendment to IFRS 16 Leases: COVID-19-Related Rent Concessions
- Annual Improvements to IFRSs 2018-2020 Cycle

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales-related taxes.

Aeronautical

- Passenger charges based on the number of departing passengers.
- Aircraft departure charges levied according to weight of departing aircraft.
- Aircraft landing charges levied according to weight recognised on landing.
- Aircraft parking charges based on a combination of weight and time parked as provided.
- Other charges levied for passenger and baggage operation when these services are rendered.
-

Retail

- Concession fees from retail and commercial concessionaires at or around airports are based upon turnover certificates supplied by concessionaires and are recognised in the period to which they relate.
- Car parking income is recognised at the time of exiting the car park in accordance with operator management fee arrangements. Pre-booked car parking income is recognised at the time of entering the car park.

Property and operational facilities

- Property letting rentals, recognised on a straight line basis over the term of the rental period.
- Proceeds from the sale of trading properties, recognised on the unconditional completion of the sale.
- Usage charges made for operational systems (e.g. check-in desks), recognised as each service is provided.
- Other invoiced sales, recognised on the performance of the service.

Other

- Charges related to passengers with restricted mobility and various other services, recognised at the time of delivery.
- COVID-19 testing income based on the number of passenger tests.

Aeronautical rebates

Airline contracts may include short term pricing arrangements such as discounts or rebates. These may include volume related discounts or rebates which are based on target passenger numbers. Management will make judgements at the year end to determine whether the targets have been or will be met and accordingly will make an accrual which results in a debit to turnover.

Grants and contributions

On occasion, the Company may receive grants to provide financial incentives to improve airport infrastructure considered to be in the best interest of the public. Grants received are treated as a reduction in the cost of the related fixed assets.

Grants that compensate the Company for expenses incurred are recognised in the profit and loss account in "Other income" over the periods when the related costs are incurred.

Non-recurring items and certain re-measurements

On the face of the profit and loss account, the Company presents non-recurring items and certain re-measurements separately. Non-recurring items are material items of income or expense that, because of their size or incidence, merit separate presentation to allow an understanding of the Company's financial performance.

Re-measurements may include fair value gains and losses on investment property revaluations, and the associated tax impacts and non-recurring items may include gains or losses on the disposal of businesses or assets that do not qualify as discontinued operations, major reorganisation of businesses, closure or mothballing of terminals and costs incurred in bringing new airport terminal complexes and airfields to operational readiness that are not able to be capitalised as part of the project.

Details of non-recurring items and certain re-measurements are provided in notes 3 and 9.

Operating loss

Operating loss is stated after the fair value gain on investment properties but before financing.

Interest

Interest receivable is recognised when it is probable that the economic benefits will flow to the Company and the amount of interest can be measured reliably. Interest receivable is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.

Intangible assets

Computer software costs principally relate to operating software. These assets are amortised over a period of 4-5 years. Amortisation for the year is charged through operating costs. The assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

Property, plant and equipment

Operational assets

Terminal complexes, airfield assets, plant and equipment and other land and buildings are stated at cost less accumulated depreciation and impairment losses.

Assets in the course of construction are stated at cost less provision for impairment. Assets in the course of construction are transferred to completed assets when substantially all the activities necessary to get the asset ready for use are complete and the asset is available for use. Where appropriate, cost includes finance costs capitalised, own labour costs of construction-related project management and directly attributable overheads. Projects that are in the early stages of planning are capitalised where the directors are satisfied that it is probable the necessary consents will be received and the projects will be developed to achieve a successful delivery of an asset such that future commercial returns will flow to the Company. The Company reviews these projects on a regular basis to determine whether events or circumstances have arisen that may indicate that the carrying amount of the asset may not be recoverable, at which point the asset would be assessed for impairment.

Depreciation

Depreciation is provided on operational assets, other than land and assets in the course of construction, to write off the cost of the assets less estimated residual value, by equal instalments over their expected useful lives as set out below:

<i>Terminal complexes</i>	<i>Fixed asset lives</i>
Terminal building, pier and satellite structures	20–60 years
Terminal fixtures and fittings	5–20 years
<i>Airport plant and equipment</i>	
Baggage systems	15 years
Screening equipment	7 years
Lifts, escalators and travelators	20 years
Other plant and equipment, including runway lighting and building plant	5–20 years
Tunnels, bridges and subways	50–100 years
<i>Airfields</i>	
Runway surfaces	10–15 years
Runway bases	100 years
Taxiways and aprons	50 years
<i>Plant and equipment</i>	
Motor vehicles	4–8 years
Office equipment	5–10 years
Computer equipment	4–5 years
Computer software	3–7 years
<i>Other land and buildings</i>	
Freehold property	10–50 years
Right-of-use assets	Lower of useful economic life or lease period

The asset's residual values and useful lives are reviewed and adjusted, if appropriate, at each reporting date.

Impairment of assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. Where the asset does not generate cash flows independent of other assets, the recoverable amount of the cash-generating unit to which the asset belongs is estimated. Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of a cash-generating unit exceeds its recoverable amount, the cash-generating unit is considered impaired and is written down to its recoverable amount.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a straight line basis over its remaining useful life.

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

Investment properties

Investment properties, which is property held to earn rentals and/or for capital appreciation, are initially measured at cost and subsequently measured at fair value at the reporting date, as determined by the directors and by external valuers every year. Gains or losses arising from changes in the fair value of investment property are recognised in the profit and loss account in the period in which they arise. Gains or losses on disposal of an investment property are recognised in the profit and loss account on the unconditional completion of the sale.

Capitalisation of interest

Interest costs resulting from financing property, plant and equipment that are in the course of construction is capitalised whilst projects are in progress. Where assets in the course of construction are financed by specific borrowing facilities the interest rate relating to those specific borrowing facilities is used to calculate the amount to capitalise, otherwise an interest rate based on the weighted average cost of debt is used. Capitalisation of interest ceases once the asset is complete and available for use. Interest is then charged to the profit and loss account as a depreciation expense over the life of the relevant asset.

Leases

Company as a lessee

The Company recognises a right-of-use asset, with the exception of short term (12 months or less) and low value leases, and a lease liability at the lease commencement date on the balance sheet.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or restore the underlying asset or the site on which it is located, less any lease incentive received. The right-of-use asset is subsequently depreciated using the straight line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as the Company's other property, plant and equipment. Right-of-use assets are included in the review for impairment of property, plant and equipment, if there is an indication that the carrying amount of a cash generating unit may be impaired.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments include fixed lease payments, variable lease payments that depend on an index or rate, amounts payable under a residual value guarantee and extension options expected to be exercised. Where a lease contains an extension option which the Company can exercise without negotiation, lease payments for the extension period are included in the liability if the Company is reasonably certain that it will exercise the option. When the lease liability is remeasured when there is a change in future lease payments a corresponding adjustment is made to the right-of-use asset.

The Company recognises lease payments associated with for short term and low value leases as an expense on a straight line basis over the lease term.

Company as a lessor

Rental income from leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating a lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Trade receivables expected credit losses ("ECL") are calculated using an approach which reflects the previous history of credit losses on the financial assets, applying different provision levels base on the age of the receivable. For other receivables, where there is a history of no credit losses, and where this is expected to persist into the future, no ECL is recognised.

Stocks

Raw materials and consumables consist of engineering spares and other consumable stores and are valued at the lower of cost and net realisable value and include all costs to bring inventories to their present location and condition.

Deferred income

Contractual income received in advance is treated as deferred income and released to the profit and loss account as earned.

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the obligation at the reporting date and are discounted to present value where the effect is material.

Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost unless part of a fair value hedge relationship. Any difference between the amount initially recognised (net of transaction costs) and the redemption value is recognised in the profit and loss account over the period of the borrowings using the effective interest rate method. Borrowings being novated or cancelled and re-issued, with a substantial modification of the terms, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability, with any resulting gain or loss recognised in the profit and loss account.

Trade and other payables

Trade and other payables are non-interest bearing and are stated at their fair value and subsequently measured at amortised cost using the effective interest rate method.

Pension costs

Defined benefit pension plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Company is a participating employer in the AGS Airports defined benefit pension scheme.

The pension scheme surplus (to the extent that it is recoverable) or deficit is recognised in full. The movement in the scheme surplus/deficit is split between operating charges, finance items and, in the statement of other comprehensive income, actuarial gains and losses.

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

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

Re-measurements arising from defined benefit plans comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest). The Company recognises them immediately in other comprehensive income and all other expenses related to defined benefit plans in employee benefit expenses in profit or loss.

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

Following consultation with its members and trustees, the defined benefit pension scheme was closed to future accrual with effect from 30 June 2019. The members of the scheme were thereafter entitled to participate in the Company's defined contribution scheme, details of which are noted below. The value of a net defined benefit pension asset is restricted to the sum of any amount the Company expects to recover by way of refunds from the plan or reductions in future contributions. The Company is able to recognise any potential surplus in respect of the pension scheme as the pension scheme Trust Deeds and Rules state that the Company has the right to the assets once its obligations have been met.

Defined contribution plan

Contributions due in relation to the defined contribution plan are recognised in operating costs in the profit and loss account when payable.

Current and deferred income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Southampton International Airport Limited

Accounting policies for the year ended 31 December 2021

Current and deferred income tax (continued)

Deferred income taxation is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Company's financial statements. Deferred income taxation is not provided on the initial recognition of an asset or liability in a transaction, other than a business combination, if at the time of the transaction there is no effect on either accounting or taxable profit or loss.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income taxation is determined using the tax rates and laws that have been enacted or substantively enacted, by the reporting date, and are expected to apply when the related deferred tax asset or liability is realised or settled.

Income tax relating to items recognised directly in equity and other comprehensive income is recognised in equity and other comprehensive income and not in the profit and loss account.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Share capital

Ordinary shares are classified as equity and are recorded at the fair value of proceeds received, net of direct issue costs. Where shares are issued above par value, the proceeds in excess of par value are recorded in the share premium account.

Dividend distribution

A dividend distribution to the Company's shareholder is recognised as a liability in the Company's financial statements in the period in which the shareholder's right to receive payment of the dividend is established. Interim dividends are recognised when paid.

Critical accounting judgements and key sources of estimation uncertainty for the year ended 31 December 2021

In applying the Company's accounting policies, management have made estimates in a number of key areas. Actual results may, however, differ from the estimates calculated and management believe that the following areas present the greatest level of uncertainty.

Key sources of estimation uncertainty

Going concern

The Going Concern section of the Company's Accounting policies on pages 19 to 20, indicates that due to the unprecedented nature of the current situation regarding the future impact on the Company from COVID-19, the directors have highlighted a material uncertainty which may cast significant doubt regarding the Company's ability to continue as a going concern.

Investment properties

Investment properties were valued at fair value by CBRE Limited. The valuations were prepared in consideration of IFRS and in accordance with the appraisal and valuation manual issued by the Royal Institution of Chartered Surveyors. Valuations were carried out having regard to comparable market evidence relevant to each specific property or class of properties. In assessing fair value, current and potential future income (after deduction of non-recoverable outgoings) has been capitalised using yields derived from market evidence. Independent valuations were obtained for 100% of the investment properties. Further details are available in note 9.

Pensions

Certain assumptions have been adopted for factors that determine the valuation of the Company's liability for pension obligations at period end and charges to the profit and loss account. The factors have been determined in consultation with the Company's actuary, taking into account market and economic conditions. Changes in assumptions can vary from period to period as a result of changing conditions and other determinants which may cause increases or decreases in the valuation of the Company's liability for pension obligations. The objective when setting pension scheme assumptions for future periods is to reflect the expected actual outcomes, other than the discount rate which must be set by reference to the yield on high quality corporate bonds with a term consistent with the obligations. Actuarial gains and losses due to the change in actuarial assumptions are recorded in other comprehensive income. Further details are available in note 19.

Critical judgements in applying the Company's accounting policies

No judgements have been made in the process of applying the Company's accounting policies that have had a significant effect on the amounts recognised in the financial statements.

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

1 Segment information

The directors consider the business has only one segment. All of the Company's turnover arises in the United Kingdom and relates to continuing operations.

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Turnover	7,356	9,033
Other income		
Other income (note 4)	2,026	300
Interest receivable and similar income (note 5)	769	1,608
Total	10,151	10,941

2 Operating costs

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Operating costs (including non-recurring items) include the following:		
Employment costs		
Wages and salaries		
Recurring	2,476	2,814
Non-recurring (note 3)	-	1,455
Social security		
Recurring	262	295
Non-recurring (note 3)	-	124
Pensions		
Recurring	395	497
Other staff related costs	96	119
Employment costs	3,229	5,304
Depreciation of property, plant and equipment	2,147	1,823
Gain on disposal of fixed assets	311	-
Other operating costs		
Recurring	13,313	12,693
Non-recurring (note 3)	-	460
Total operating costs	19,000	20,280
Analysed as:		
Adjusted operating costs	16,853	16,418
Depreciation – recurring	2,147	1,823
Non-recurring items (note 3)	-	2,039
Total operating costs	19,000	20,280

Auditor remuneration

Audit fees and non-audit fees for the current financial year were borne by AGS Airports Limited and recharged in accordance with the Shared Services Agreement.

For the year ended 31 December 2021, the fee payable to the Company's auditor for the audit of the Company's annual accounts was £42k (2020: £31k). No non-audit fees payable to the Company's auditor were incurred in 2021 (2020: £nil).

Employee numbers

The average monthly number of employees (including executive directors) during the year was:

	Year ended 31 December 2021 Number	Year ended 31 December 2020 Number
Office and management	15	21
Airside, security and operations	44	50
Retail and commercial	1	5
	60	76

This does not include headcount relating to central support functions for the Company which are rendered by AGS Airports Limited and charged as intra-group charges in accordance with the Shared Services Agreement.

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2020

2 Operating costs (continued)

Directors' remuneration

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Directors' remuneration		
Aggregate emoluments	144	77
Payments for loss of office	-	128
Value of pension contributions to a defined contribution pension scheme	-	9
	144	214

	Year ended 31 December 2021 Number	Year ended 31 December 2020 Number
Number of directors who:		
are members of a defined contribution pension scheme	-	1

3 Non-recurring costs

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Organisational restructuring (including social security)	-	2,039
	-	2,039

The Company did not incur any non recurring costs in the year.

During the year ended 31 December 2020, the Company incurred direct employment costs of £1,579k for severance and other costs of £460k for recharged severance costs borne by other Group companies and outsource providers, in relation to the Company's organisational restructure as a result of the COVID-19 pandemic.

4 Other income

During the year to 31 December 2021, the Company utilised the Coronavirus Job Retention Scheme implemented by the United Kingdom government, where employees designated as being "furloughed workers" were eligible to have 80% of their wage costs paid up to a maximum of £2,500 per month. The total amount of such relief received by the Company amounted to £160k (2020: £300k) and the scheme ended on 30 September 2021. There are no unfulfilled conditions or contingencies relating to this scheme.

Additionally, the Company was awarded £1.9m of grant funding from Airports and Ground Operations Support Scheme (AGOSS) for the period April 2020 to October 2021. This has been treated as grant income and used to offset the rates bill in the year. The Company has applied for the same funding for the period October 2021 to March 2022.

5 Interest

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Interest receivable and similar income		
AGS pension scheme (note 19)	369	505
Interest receivable from Group undertakings ¹	400	1,103
Total interest receivable and similar income	769	1,608
Interest payable and similar charges		
AGS pension scheme (note 19)	(369)	(489)
Interest payable to Group undertakings ¹	(141)	-
Total interest payable and similar charges	(510)	(489)

¹ These amounts relate to interest accrued on balances owed by Group undertakings (note 10).

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

6 Taxation

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Current tax		
Current year	-	(1,221)
Adjustments in respect of prior years	(1,341)	35
Total current tax credit	(1,341)	(1,186)
Deferred tax		
Current year	(1,305)	(2,177)
Adjustments in respect of prior years	146	-
Change in tax rate - impact on deferred tax balances	3,366	1,473
Total deferred tax charge/(credit)	2,207	(704)
Taxation charge/(credit) for the year	866	(1,890)

The tax charge/(credit) on the Company's loss before tax differs from the theoretical amount that would arise by applying the UK statutory tax rate due to the following:

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Loss before tax	(8,347)	(19,062)
Reconciliation of the tax charge		
Tax calculated at the UK statutory rate of 19.00% (2020: 19.00%)	(1,586)	(3,622)
Adjustments in respect of current income tax of previous years	(1,341)	35
Adjustments in respect of deferred tax of previous years	146	-
Change in tax rate - impact on deferred tax balances	3,366	1,473
Permanent differences	281	224
Taxation charge/(credit) for the year	866	(1,890)

A UK corporation tax rate of 19% (effective 1 April 2020) was substantively enacted on 17 March 2020. In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. This has been reflected in the above figures.

7 Intangible assets

	Software £000
Cost	
At 1 January 2021	-
Transfer from property, plant and equipment (note 8)	140
Reclassification	27
Amortisation for the year	(33)
At 31 December 2021	134

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

8 Property, plant and equipment

	Terminal complexes £000	Airfields £000	Plant and equipment £000	Other land and buildings ¹ £000	Assets in the course of construction £000	Total £000
Cost						
At 1 January 2021	35,344	45,432	24,394	9,798	4,768	119,736
Additions	-	-	-	-	6,637	6,637
Intercompany transfers	-	-	-	-	25	25
Transfers to completed assets	5,414	3,068	173	11	(8,666)	-
Transfers to intangible assets	-	-	-	-	(140)	(140)
Disposals	(2,884)	-	(1,220)	-	-	(4,104)
Reclassifications	(1)	(796)	(224)	867	24	(130)
At 31 December 2021	37,873	47,704	23,123	10,676	2,648	122,024
Depreciation						
At 1 January 2021	(28,681)	(24,696)	(19,655)	(7,721)	-	(80,753)
Charge for the year	(719)	(563)	(588)	(244)	-	(2,114)
Disposals	2,612	-	1,220	-	-	3,832
At 31 December 2021	(26,788)	(25,259)	(19,023)	(7,965)	-	(79,035)
Net book value 31 December 2021	11,085	22,445	4,100	2,711	2,648	42,989
Net book value 31 December 2020	6,663	20,736	4,739	2,077	4,768	38,983

¹ Other land and buildings are all freehold.

The directors have reviewed the Company's property, plant and equipment for impairment at 31 December 2021 and concluded that no impairment is required.

Provision for disposal of property, plant and equipment

A provision of £138k (2020: £nil) has been included as a non-current liability in relation to costs associated with the disposal of property, plant and equipment due to changes in legislation.

Assets in the course of construction

Assets in the course of construction include ongoing capital expenditure under the Company's capital investment programme. Projects in progress at 31 December 2021 at Southampton Airport included a project to extend the runway, airfield survey work, design works for the construction of a new aircraft stand and enhanced security search equipment.

Borrowing costs capitalised

£141k (2020: £120k) has been capitalised in the year at an average capitalisation rate of 2.05% (2020: 2.27%) based on a weighted average cost of borrowings.

9 Investment properties

	Investment properties £000
Fair value	
At 1 January 2021	49,930
Reclassification from property, plant and equipment (note 8)	103
Disposals	(38)
Valuation gain	1,012
At 31 December 2021	51,007

Investment properties were valued at fair value at 31 December 2021 by CBRE Limited, Chartered Surveyors.

Details of valuations performed are provided below:

	31 December 2021 £000	31 December 2020 £000
CBRE Limited	51,007	49,930

Investment properties, which are all freehold, were valued to fair value at 31 December 2020 by CBRE Limited, Chartered Surveyors. All valuations were prepared in consideration of IFRS and in accordance with the appraisal and valuation manual issued by the Royal Institution of Chartered Surveyors. Valuations were carried out having regard to comparable market evidence relevant to each specific property or class of properties. In assessing fair value, current and potential future income (after deduction of non-recoverable outgoings) has been capitalised using yields derived from market evidence relevant to each specific property or class of properties. There were no restrictions on the realisability or remittance of income or proceeds on disposal. The fair value measurement hierarchy used in calculating fair value has been classified as Level 3. The higher the discount rate, terminal yield and expected vacancy rate, the lower the fair value. The higher the current and potential future income or rental growth rate, the higher the fair value.

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

9 Investment Properties (continued)

Investment properties are let on either full repair and insuring leases, under which all outgoings are the responsibility of the lessee, or under tenancies, where costs are recovered through a service charge levied on tenants during their period of occupation.

Sensitivity analysis

The investment property portfolio includes car parks (for passengers and employees) and airside assets, which together account for 84% (2020: 85%) of the fair value of the investment property portfolio at 31 December 2021. The valuation of maintenance hangers is largely based on long term contractual terms. The following table summarises the impact on the valuation of car parks to changes in certain assumptions:

	Change in assumption	Increase/(decrease) in asset valuation 31 December 2021 £000	Increase/(decrease) in asset valuation 31 December 2020 £000
Car parks – Base revenue	by +10% pa	5,240	5,110
	by -10% pa	(5,230)	(5,110)
Car parks – Revenue growth	by +1% pa	5,810	5,470
	by -1% pa	(5,230)	(4,980)
Car parks – Operating costs growth	by +1% pa	(960)	(820)
	by -1% pa	870	910

The sensitivity analysis above relating to the valuation of car parks has been determined based on reasonably possible changes to the respective assumptions, holding all other assumptions constant. The methodology used in arriving at the incremental changes shown above is consistent with that used for the valuation at the year end.

The property rental income earned by the Company from its investment property, amounted to £0.6million (2020: £0.6million).

10 Stocks

	31 December 2021 £000	31 December 2020 £000
Consumables	123	143

The total amount of stock consumed in the year relating to continuing operations was £27k (2020: £16k).

There is no material difference between the statement of financial position value of stocks and their replacement cost.

11 Debtors

	31 December 2021 £000	31 December 2020 £000
Due within one year		
Trade receivables	1,505	1,212
Less: allowance for doubtful debts	(296)	(781)
Trade receivables – net	1,209	431
Amounts owed by Group undertakings – interest bearing ¹	-	10,143
Prepayments	156	123
Other receivables	320	142
As at 31 December 2021	1,685	10,839

¹ Amounts owed by Group undertakings – are payable on demand, interest bearing and mainly relate to cash sweeps transferred to AGS Airports Limited. Cash is swept between the companies on a regular basis. As at 31 December 2021, the balance accrues interest at a rate of 7% per annum (2020: 7%).

The fair value of trade and other receivables is not materially different from the carrying value.

Unless otherwise stated, trade and other receivables do not contain impaired assets.

Trade receivables are non-interest bearing and are generally on 14 day terms. No collateral is held as security.

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

12 Cash at bank

	31 December 2021 £000	31 December 2020 £000
Cash at bank	4	-

13 Borrowings

	31 December 2021 £000	31 December 2020 £000
Current		
Amounts owed to Group undertakings	4,645	25

14 Deferred tax liabilities

The net movement on the deferred tax account is as follows:

	31 December 2021 £000	31 December 2020 £000
1 January	(11,310)	(12,186)
Credited to profit and loss account	1,159	2,177
Charged to profit and loss account – change in tax rate	(3,366)	(1,473)
(Charged)/credited to SOCI – defined benefit pensions	(5)	172
31 December	(13,522)	(11,310)

The amounts of deferred tax provided are detailed below:

	Revaluation of investment property to fair value £000	IBAs £000	Losses £000	Other £000	Total £000
1 January 2020	(5,676)	(5,082)	-	(1,428)	(12,186)
Credited/(charged) to profit and loss account	996	(719)	429	(2)	704
Credited to SOCI	-	-	-	172	172
1 January 2021	(4,680)	(5,801)	429	(1,258)	(11,310)
(Charged)/credited to profit and loss account	(1,731)	(1,315)	1,403	(564)	(2,207)
Charged to SOCI	-	-	-	(5)	(5)
31 December 2021	(6,411)	(7,116)	1,832	(1,827)	(13,522)

Deferred income tax (charged)/credited to SOCI during the year is as follows:

	Year ended 31 December 2021 £000	Year ended 31 December 2020 £000
Defined benefit pension scheme	(5)	172

Deferred tax in the year ended 31 December 2021 includes the impact of the substantively enacted UK tax rate increase of 19% to 25% from 1 April 2023. 31 December 2020 includes the impact of the previously enacted UK tax rate reduction from 19% to 17% being cancelled.

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

15 Trade and other payables

	31 December 2021	31 December 2020
	£000	£000
Accruals	1,173	1,465
Deferred income	207	186
Trade payables	826	769
Other tax and social security	108	67
Other payables	10	54
Capital payables	604	1,926
Group tax relief payable	2,314	3,276
Corporation tax payable	2,789	3,169
Amounts owed to group understandings – interest free	1,268	-
	9,299	10,912

Trade payables are non-interest bearing and are generally on 30-day terms.

16 Share capital

	31 December 2021	31 December 2020
	£000	£000
Allocated, called up and fully paid	40,000	40,000

40,000,002 (2020: 40,000,002) ordinary shares of £1 each.

17 Revaluation reserve

	31 December 2021	31 December 2020
	£000	£000
31 December	27,909	27,909

The revaluation reserve relates to the historic revaluation of investment properties and is non-distributable to the shareholders. Current revaluations of investment properties are included in the profit and loss account.

18 Profit and loss account

	Year ended 31 December 2021	Year ended 31 December 2020
	£000	£000
1 January	9,797	27,495
Loss for the year	(9,213)	(17,172)
Actuarial loss on defined benefit pension scheme	(353)	(3,743)
Return on pension plan assets excluding interest income	1,008	3,045
Deferred tax on pension scheme	(5)	172
31 December	1,234	9,797

19 Employee benefits

Pension plans

Defined benefit scheme

The Company is a participating employer in the AGS Airports Limited defined benefit pension scheme.

The Group's defined benefit pension fund is a self-administered defined benefit scheme (the "AGS Airports Pension Scheme" or the "Scheme") and was closed to future accrual with effect from 30 June 2019 and was previously closed to new employees. Following the closure of the Scheme to future accrual, the members of the Scheme were entitled to participate in the Group's defined contribution pension plan, details of which are noted below. The Scheme is based on a final salary arrangement. As required by UK pension law, a Pension Trustee's Board has been established which, together with the Group, is responsible for governance of the Scheme. The Trustee Board is comprised of Company and employee nominated Trustees. Employee Trustees are nominated and elected by the employees who are members of the Scheme.

The employer's contributions have been calculated based on advice received from the Scheme's actuaries, ISIO Group Limited, and assumptions determined by the Trustee and agreed by the Group. The pension fund is subject to triennial valuations and the defined obligation or surplus calculated twice a year by the Scheme's actuaries.

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

19 Employee benefits (continued)

The information disclosed below is in respect of the whole of the plan for which the Company is either the sponsoring employer or has been allocated a share of cost under an agreed Group policy throughout the periods shown.

	31 December 2021 £000	31 December 2020 £000
Defined benefit obligation	(26,547)	(27,447)
Fair value of plan assets	27,249	27,505
Net asset for defined benefit obligations (see following table)	702	58

Movements in net defined benefit asset/(liability)

	Defined benefit obligation		Fair value of plan assets		Net defined benefit asset/(liability)	
	31 December 2021 £000	31 December 2020 £000	31 December 2021 £000	31 December 2020 £000	31 December 2021 £000	31 December 2020 £000
Balance at 1 January	(27,447)	(24,540)	27,505	25,299	58	759
Past service (cost)/credit	-	(9)	-	-	-	(9)
Interest (cost)/income	(369)	(489)	369	505	-	16
Scheme administration expenses	-	-	(11)	(10)	(11)	(10)
Included in SOCI						
Actuarial loss	(353)	(3,743)	-	-	(353)	(3,743)
Return on plan assets excluding interest income	-	-	1,008	3,045	1,008	3,045
Other						
Benefits paid out	1,622	1,334	(1,622)	(1,334)	-	-
Balance at 31 December	(26,547)	(27,447)	27,249	27,505	702	58

Fair value of plan assets

	31 December 2021 £000	31 December 2020 £000
Property	1,779	1,549
Bonds	4,873	4,792
Cash	1,390	1,400
Liability Driven Investment	10,035	10,528
Diversified growth funds	2,990	5,242
Direct lending	3,575	3,994
Infrastructure fund	2,607	-
Total	27,249	27,505

All plan assets (excluding Direct Lending) have market quoted prices.

The Scheme invests in a Liability Driven Investment ("LDI") mandate with BMO. LDI is a risk management investment approach, which aims to hedge the movement of the Scheme liabilities and provides protection from adverse movements in interest rates and inflation. The aim of the mandate is to hedge 100% of the movement in the Scheme's technical provisions liability value.

The pension Scheme's Trustee investment policy is guided by an overall objective of achieving, over the long term, a rate of return on the investments which is consistent with the long term assumptions made by the actuary in determining the funding of the Scheme. Over the shorter term, the objective is to achieve a favourable return against an appropriate benchmark return. All decisions about the day to day management of the assets have been delegated to the investment managers via a written agreement

Actuarial assumptions

The following are the principal actuarial assumptions at the reporting date (expressed as weighted averages):

	31 December 2021 %	31 December 2020 %
Discount rate at 31 December	1.80%	1.35
RPI inflation	3.25%	2.90
Pension increases in payment	3.15%	2.85

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

19 Employee benefits (continued)

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The assumptions are equivalent to expecting a 60-year old to live for a number of years as follows:

Current pensioner aged 60: 26 years (male), 28 years (female).

Future retiree upon reaching 60: 27 years (male), 30 years (female).

The accounting standard requires that the discount rate used to discount the liability determined by reference to market yields at the reporting date on high quality corporate bond investments. The currency and terms of these should be consistent with the currency and estimated term of the post-employment obligations. The discount rate has been based on the yield on AA rated corporate bonds of a term similar to the liabilities.

The expected rate of inflation is an important assumption for the salary growth and pension increase assumptions. A rate of inflation is "implied" by the difference between the yields on fixed and index-linked government bonds.

As required under the accounting standard, interest income on the plan assets is calculated by multiplying the fair value of the plan assets by the discount rate as discussed above.

Sensitivity analysis

The calculation of the defined benefit obligation is sensitive to the assumptions set out above. The following table summarises how the impact on the defined benefit obligation at the end of the reporting period would have increased/(decreased) as a result of a change in the respective assumptions:

Impact on overall liabilities	Change in assumption	31 December 2021 £000	31 December 2020 £000
Discount rate	by 1%	7,110	6,610
Rate of inflation	by 1%	5,820	6,360
Life expectancy	by 1 year	965	999

Whilst the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation to the sensitivity of the assumptions shown.

A full actuarial valuation of the Scheme is conducted at least every three years. The most recent full actuarial valuation was carried out at 30 June 2018. The valuation results showed a funding level of 99% and not further funding was required. The Group's triennial valuation at 30 June 2021 has still to be approved and therefore a schedule of contributions payable from June 2021 has not been agreed. Any outstanding owed contributions will be paid in line with the agreed schedule of contributions.

The weighted average duration of the defined benefit obligation at the end of the reporting period is 23 years (2020: 24 years).

Defined contribution plan

The Company operates a defined contribution pension plan for all employees. The total cost of defined contribution pension arrangements is fully expensed as employment costs.

The total expense relating to the defined contribution pension plan was £395k (2020: £488k).

20 Commitments

The Company, together with AGS Airports Limited and each of its fellow subsidiaries (other than BAA Lynton Limited), together, have granted security over their assets to secure their obligations to the lenders under the Senior Facilities Agreement dated 24 February 2017. Total Group borrowings at 31 December 2021 amount to £1,002million (2020: £953million).

Non-cancellable lease commitments – Company as a lessor

Total future minimum rentals receivable as at the year end are as follows:

	31 December 2021 Land and buildings £000	31 December 2020 Land and buildings £000
Within one year	785	934
Within two to five years	879	1,950
After five years	473	1,426
Total	2,137	4,310

Southampton International Airport Limited

Notes to the financial statements for the year ended 31 December 2021

20 Commitments (continued)

The Company uses a number of different leasing and contractual structures depending on the type and location of the investment property. Typically in multi-let offices and industrial premises a standard indefinite tenancy is used, which is terminable by the tenant on three months' notice at any time. However, it is common for the accommodation to remain let or be quickly re-let should it be vacated. For larger, standalone premises, e.g. cargo sheds, longer leases of multiples of three years are used.

Car rental facilities are operated under concession agreements subject to minimum guaranteed payments and the amounts are included above. Concession contracts on the public car parks have been replaced by operator management fee arrangements.

Company commitments for property, plant and equipment

Contracted capital expenditure commitments amount to £88k (2020: £3,150k).

21 Ultimate parent undertaking

The shares of the Company are held by Airport Holdings NDH1 Limited, a company incorporated in England and Wales. Copies of its financial statements can be obtained from the Registrar of Companies for England and Wales, Companies House, Crown Way, Cardiff, CF14 3UZ.

The ultimate parent entity is AGS Airports Holdings Limited. The shareholders of AGS Airports Holdings Limited are AGS Ventures Airports Limited (an entity managed by Macquarie Infrastructure and Real Assets (Europe) Limited) (50%) and Faero UK Holding Limited (an indirect subsidiary of Ferrovial, S.A., Spain) (50%).

The Company's results are included in the audited consolidated financial statements of AGS Airports Limited for the year ended 31 December 2020, which is the parent undertaking of the smallest group to consolidate these financial statements. AGS Airports Holdings Limited is the largest Group to consolidate these financial statements. Both AGS Airports Holdings Limited and AGS Airports Limited are incorporated in England and Wales and copies of their financial statements can be obtained from the Registrar of Companies for England and Wales, Companies House, Crown Way, Cardiff, CF14 3UZ. The registered office address of both companies is 1 Park Row, Leeds, LS1 5AB.