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SERVICES SUPPORT (GRAVESEND) LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021



COMPANY INFORMATION

Directors S A Exell

K A Cunningham

Secretary Vercity Management Services Limited

Company number 03912671

Registered office 8 White Oak Square

London Road Swanley Kent BR8 7AG

Auditor Johnston Carmichael LLP

7-11 Melville Street

Edinburgh EH3 7PE

Bankers Commerzbank AG

London Branch PO Box 52715 London

London EC2P 2XY

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DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors present their annual report and audited financial statements for the year ended 31 December 2021.

The Directors' report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006, and according to these provisions a strategic report has not been prepared.

Principal activities

The principal activity of the Company is to design, build, finance and operate a firearms and public order training facility in Gravesend, Kent on behalf of the Mayor's Office for Policing and Crime.

Financial close was achieved on 20 April 2001. The concession period is 27 years. The completion certificate for the initial construction works was received on 27 March 2003.

There have not been any significant changes in the Company's principal activities in the year under review.

Results and dividends

The results for the year are set out on page 9.

Ordinary dividends were paid amounting to £816,000 (2020: £1,611,000). The Directors do not recommend payment of a final dividend.

Directors

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

E G Wegener

(Resigned 10 December 2021)

C R Field

(Resigned 19 July 2021)

S A Exell

K A Cunningham

Qualifying third party indemnity provisions

The Company has ensured that qualifying third party indemnity provisions have been made for the benefit of its Directors during the year. These provisions remain in force at the reporting date.

Financial risk management objectives and policies

Liquidity Risk

The Company manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the Company has sufficient liquid resources to meet the operating needs of the business. At the start of the PFI contract, the Company negotiated debt facilities with an external party to ensure that the Company has sufficient funds over the life of the PFI concession.

Interest rate risk

The Company's borrowings expose it to cash flow risk primarily due to the financial risks of changes in interest rates. The Company uses interest rate swaps to manage the risk and reduce its exposure to changes in interest rates.

Credit risk

The Company's principal financial assets are cash, financial assets and trade and other receivables. The Company's credit risk is primarily attributable to its trade receivables which are with one counterparty, although in the opinion of the board of directors this risk is limited as the receivables are with a local government authority.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Lifecycle Risk

The Company is exposed to Lifecycle risk whereby the allowance for lifecycle costs factored into the financial model is insufficient to cover future expenditure, thus resulting in lower profitability and reduced distributions. This risk is largely mitigated by the fact that the Company's responsibility for lifecycle is limited, and is further reduced by regular lifecycle reviews.

COVID-19 risk

The Company is exposed to the COVID-19 risk as a result of the inherent uncertainty around the impact of the pandemic on UK society and economy. Whilst the Company itself is not considered to be significantly exposed, subcontractors which it engages with are considered to have exposure in relation to labour and the ability to continue to perform required services. Performance risk under the Project Agreement and related contracts are passed on to the service providers and to the building contractor. The obligations of these subcontractors are underwritten either by performance guarantees issued by banks or by parent company guarantees. Due to the evolving nature of the risk, the Board continue to actively monitor developments.

Climate change risk

The Company has considered whether it is exposed to additional risks as a result of climate change and has identified that there is an increased risk of coastal flooding and of a winter storm impacting the asset. The Company actively seeks to reduce the risk of impacts of climate change on the asset where possible. No other climate risks were identified that would significantly impact the Company. This is primarily due to nature of the operations of the project, where the majority of work is performed by sub-contractors who are responsible for the associated risks. Whilst, the Company is subject to SPV costs through the provision and maintenance of facilities including, for instance, heating systems, the company's contractual protections are expected to protect the company from changes in law that result in any longer term pricing risk associated with climate change.

Future developments

The Directors are not aware, at the date of this report, of any major changes in the Company's activities in the next year.

Going concern

The Directors have prepared cash flow forecasts which indicate that, taking account of severe but plausible downsides, the Company will have sufficient funds to meet its liabilities as they fall due. Further information of the Directors' assessment including the consideration of the impact of COVID-19 is contained within note 1.2.

Taking into account reasonable possible risks in operations to the Company, the fact the obligations of the Company's sole customer are underwritten by the Mayor's Office for Policing and Crime, the Directors have a reasonable expectation that the Company will be able to settle its liabilities as they fall due to the foreseeable future. It is therefore appropriate to prepare these financial statements on the going concern basis.

Auditor

Johnston Carmichael LLP were appointed as auditor to the Company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

Statement of disclosure to auditor

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

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

On behalf of the board

S A Exell
Director

13 May 2022

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

FOR THE YEAR ENDED 31 DECEMBER 2021

The directors are responsible for preparing the Directors' Report, and the company 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of its profit or loss for that period. In preparing the financial statements, the directors are required to:

- · select suitable accounting policies and then apply them consistently;
- · make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SERVICES SUPPORT (GRAVESEND) LIMITED

Opinion

We have audited the financial statements of Services Support (Gravesend) Limited (the 'company') for the year ended 31 December 2021 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
 and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF SERVICES SUPPORT (GRAVESEND) LIMITED

Matters on which we are required to report by exception

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 material misstatements in the directors' report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of the directors

As explained more fully in the directors' responsibilities statement are set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

Extent to which the audit is 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 assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulations by considering their experience, past performance and support available.

All engagement team members were briefed on relevant identified laws and regulations and potential fraud risks at the planning stage of the audit. Engagement team members were reminded to remain alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF SERVICES SUPPORT (GRAVESEND) LIMITED

We obtained an understanding of the legal and regulatory frameworks that are applicable to the company, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The most relevant frameworks we identified include:

- · United Kingdom Generally Accepted Accounting Practice, including FRS 102;
- · UK Companies Act; and
- · UK Corporation taxes legislation.

We gained an understanding of how the company is complying with these laws and regulations by making enquiries of management and those charged with governance. We corroborated these enquiries through our review of any relevant correspondence with regulatory bodies and board meeting minutes.

We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by meeting with management and those charged with governance to understand where it was considered there was susceptibility to fraud. This evaluation also considered how management and those charged with governance were remunerated and whether this provided an incentive for fraudulent activity. We considered the overall control environment and how management and those charged with governance oversee the implementation and operation of controls. In areas of the financial statements where the risks were considered to be higher, we performed procedures to address each identified risk.

The following procedures were performed to provide reasonable assurance that the financial statements were free of material fraud or error:

- · Reviewing minutes of meetings of those charged with governance;
- Reviewing the level of and reasoning behind the company's procurement of legal and professional services and Performing analytical procedures to identify any unusual or unexpected relationships; and
- Performing audit work procedures over the risk of management override of controls, including testing of
 journal entries and other adjustments for appropriateness, evaluating the business rationale of
 significant transactions outside the normal course of business and reviewing judgements made by
 management in their calculation of accounting estimates for potential management bias.

Our audit procedures were designed to respond to the risk of material misstatements in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve intentional concealment, forgery, collusion, omission or misrepresentation. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors-responsibilities-for-audit.aspx. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF SERVICES SUPPORT (GRAVESEND) LIMITED

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.

Johnston Carnichael Wil

Allison Dalton (Senior Statutory Auditor)
For and on behalf of Johnston Carmichael LLP

13 May 2022

Chartered Accountants Statutory Auditor

7 - 11 Melville Street Edinburgh EH3 7PE

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2021

	Notes	2021 £'000	2020 £'000
Turnover	3	7,871	8,328
Cost of sales	<u>-</u>	(5,940)	(6,095)
Gross profit		1,931	2,233
Interest receivable and similar income	7	1,850	2,016
Interest payable and similar expenses	8	(1,290)	(1,641)
Profit before taxation		2,491	2,608
Tax on profit	9	(1,636)	(1,260)
Profit for the financial year		855	1,348
Other comprehensive income			
Cash flow hedges loss reclassified to profit or l	oss	(893)	(927)
Cash flow hedges gain arising in the year		2,194	1,334
Fair value adjustments reclassified to profit or loss		7	11
Tax relating to other comprehensive income	9	(156)	(12)
Total comprehensive income for the year		2,007	1,754

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

The accompanying notes form part of the financial statements.

BALANCE SHEET

AS AT 31 DECEMBER 2021

		202	1	2020)
	Notes	£'000	£'000	£'000	£'000
Current assets					
Debtors falling due after more than one	44	40 072		20.000	
Pohtors folling due within one year	11 11	18,273		20,980 7,145	
Debtors falling due within one year Cash at bank and in hand	11	4,287 6,029		7, 1 4 5 2,982	
Cash at bank and in hand		0,029		<u> </u>	
		28,589		31,107	
Creditors: amounts falling due within				01,101	
one year	12	(4,911)		(6,581)	
Net current assets			23,678		24,526
Creditors: amounts falling due after more than one year	13		(17,411)		(20,033)
Provisions for liabilities	15		(2,218)		(1,635
Net assets			4,049		2,858
					. =====
Capital and reserves				•	
Called up share capital	16		250		250
Hedging reserve			(1,161)		(2,313)
Profit and loss reserves			4,960		4,921
Total equity			4,049		2,858
					====

The accompanying notes form part of the financial statements.

The financial statements were approved by the board of directors and authorised for issue on 13 May 2022 and are signed on its behalf by:

S A Exell Director

13 May 2022

Company Registration No. 03912671

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2021

		Share capital	Hedging reserve	Profit and loss reserves	Total
	Notes	£'000	£'000	£'000	£'000
Balance at 1 January 2020		250	(2,719)	5,184	2,715
Year ended 31 December 2020:					
Profit for the year Other comprehensive income:		-	-	1,348	1,348
Cash flow hedges gains reclassified to profit or loss	6	-	(927)	-	(927)
Cash flow hedges gains		-	1,334	-	1,334
Fair value adjustments reclassified to profit or loss		-	11	-	11
Tax relating to other comprehensive income		-	(12)	-	(12)
Total comprehensive income for the year		-	406	1,348	1,754
Dividends	10	-	-	(1,611)	(1,611)
Balance at 31 December 2020		250	(2,313)	4,921	2,858
Year ended 31 December 2021:					
Profit for the year		-	_	855	855
Other comprehensive income:					
Cash flow hedges gains reclassified to profit or					
loss		-	(893)	-	(893)
Cash flow hedges gains		-	2,194	-	2,194
Fair value adjustments reclassified to profit or loss		-	7	-	7
Tax relating to other comprehensive income			(156)		(156)
Total comprehensive income for the year		-	1,152	855	2,007
Dividends	10	-	-	(816)	(816)
Balance at 31 December 2021		250	(1,161)	4,960	4,049
					

The accompanying notes form part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

Company information

Services Support (Gravesend) Limited is a private company limited by shares domiciled in the United Kingdom, incorporated and registered in England and Wales. The registered number is 03912671, and the registered office is 8 White Oak Square, London Road, Swanley, Kent, BR8 7AG.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000.

The financial statements have been prepared under the historical cost convention, modified to include certain financial instruments at fair value and in accordance with FRS 102. The principal accounting policies adopted are set out below.

The Company is consolidated within the group accounts of Services Support (Gravesend) Holdings Limited. In these financial statements, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the Cash Flow Statement and related notes, as well as Section 33 'Related Party Disclosures': Compensation for key management personnel.

The Company is also considered to be a qualifying entity for the disclosure exemptions relating to the requirements of Section 11 Paragraphs 11.39 to 11.48A as the equivalent disclosures required by this FRS are included in the consolidated financial statements of the Group in which the Company is consolidated.

1.2 Going concern

The financial statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

The Directors have prepared cash flow forecasts covering a period of 20 months from the date of approval of these financial statements, through to 31 December 2023, which indicate that, taking account of severe but plausible downsides, the Company will have sufficient funds to meet its liabilities as they fall due for that period. Those forecasts are dependent on the underlying customer continuing to meet its obligations under the Project Agreement which are underwritten by the Mayor's Office for Policing and Crime.

In making this assessment the Directors have considered the potential impact of the emergence and spread of COVID-19.

The Company's operating cash inflows are largely dependent on unitary charge receipts receivable from the Metropolitan Police Authority and the Directors expect these amounts to be received even in severe but plausible downside scenarios.

The Company continues to provide the asset in accordance with the contract and is available to be used. As a result, the Company does not believe there is any likelihood of a material impact to the unitary payment.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

The Directors have assessed the viability of its main sub-contractors and reviewed the contingency plans of the sub-contractors and are satisfied in their ability to provide the services in line with the contract without significant additional costs to the Company, even in downside scenarios, due to the underlying contractual terms. To date, there has been no adverse impact on the services provided by the Company or its sub-contractors arising from COVID-19. However, in the unlikely event of a subcontractor failure, the Company has its own business continuity plans to ensure that service provision will continue.

The Directors believe the Company has sufficient funding in place and expect the Company to be in compliance with its debt covenants even in severe but plausible downside scenarios.

Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

1.3 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.

Income received in respect of the service concession is allocated between revenue and capital repayment of, and interest income on, the PFI financial asset using the effective interest rate method. Service revenue is recognised as a margin on non-pass-through operating and maintenance costs.

Pass through income represents the direct pass through of recoverable costs, as specified in the Project Agreement. The Company acts like a principal in this arrangement as it bears the significant risks and rewards associated with the service.

Variation income relates to the recharge of costs incurred for the alteration of the facilities or the services provided, requested by the Authority.

Interest receivable and similar income relates to investment income and interest income on the PFI asset.

Interest payable and similar expenses relates to interest on bank borrowings and loans from parent undertakings.

Interest income and interest payable is accounted for through the profit and loss as they accrue on the effective interest rate basis.

1.4 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities. Included in cash in hand is restricted cash of £224,000.

1.5 Financial instruments

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Company's balance sheet when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the balance sheet, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include debtors, cash and bank balances are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Loans and receivables

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Service concession

The company is an operator Public Finance Initiative ("PFI") contract. The company entered into a project agreement (the "contract") with the Metropolitan Police Authority ("The Authority") to design, build, finance, operate and maintain a firearms and public order training facility. The contract negotiations were successfully completed in 11th April 2001 and construction commenced immediately. The project has been fully operational since 27th January 2003. The concession period is for 27 years, during this period the company has contracted to provide hard and soft services to the Authority. The company has passed these obligations down to subcontractors respectively via subcontracts. The obligation to provide major maintenance works (lifecycle) is undertaken by Bouygues E&S FM UK Limited, however, the risk that the costs exceed those forecast in the financial model is borne by the company. Lifecycle costs borne by the company are recognised as they are incurred and estimated over the remaining contract period. The contract entitles the Authority to a share of the profits of the company if the anticipated cumulative shareholder return exceeds 20%, calculated in March each year. The Authority are entitled to terminate the Contract at anytime by giving 20 days written notice. If the Authority exercise this right they are liable to pay the company compensation as set out in the Contract, which would include the senior debt, redundancy costs and all amounts shown in the base financial model as payable by the SPV from the date of termination, either in dividends or other distributions on the share capital of the SPV or as payments of interest or repayments of principal on the Subordinated Debt, each amount discounted back at the base financial model post tax blended IRR for share capital or subordinated debt from the date on which it is shown to be payable in the base financial model to the termination date.

As the company entered into the contract prior to the date of transition to FRS102, the company has taken advantage of the exemption in section 35.10 (i) of FRS102 which permits it to continue to account for the service concession arrangements under the accounting policies adopted under old UK GAAP. In particular, the underlying asset is not deemed to be an asset of the company under old UK GAAP, because the risks and rewards of ownership as set out in that standard are deemed to lie principally with the Authority.

During the construction phase of the project, all attributable expenditure was included in amounts recoverable on contracts and turnover. Upon becoming operational, the costs were transferred to the finance debtor. During the operational phase the Authority pay the company a fixed Unitary Charge payment, as determined in the Contract, that is inflated by RPI each year. Income is allocated between interest receivable and the finance debtor using a project specific interest rate. The remainder of the PFI unitary charge income is included within turnover in accordance with FRS102 section 23. The company recognises revenue in respect of the services provided, including lifecycle services, as it fulfils its contractual obligations in respect of those services and in line with the fair value of the consideration receivable in respect of those services.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the Company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, and loans from fellow group companies are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method. The effective interest rate method is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Company's contractual obligations expire or are discharged or cancelled.

1.6 Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the Company.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

1.7 Derivatives

Hedge accounting

The Company designates certain hedging instruments, including derivatives, as either fair value hedges or cash flow hedges.

At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item along with risk management objectives and strategy for undertaking various hedge transactions. At the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income.

The gain or loss relating to the ineffective portion is recognised immediately in the statement of comprehensive income and is included in the 'other gains and losses' line.

Amounts previously recognised in other comprehensive income and accumulated in equity are reclassified to the statement of comprehensive income in the periods when the hedged item is recognised in the statement of comprehensive income in the same line as the recognised hedged item. However when the forecast transaction that is hedged results in the recognition of a non-financial asset or liability, the gains and losses previously accumulated in equity are transferred from equity and included in the initial measurement of the cost of the asset or liability concerned.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

For derivatives that are designated and qualify as cash flow hedges, the effective portion of changes in the fair value of the hedge is recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in the statement of comprehensive income.

Any gain or loss previously recognised in other comprehensive income is reclassified to the statement of comprehensive income when the hedge relationship ends. This occurs when the hedging instrument expires or no longer meets the hedging criteria, the forecast transaction is no longer highly probable, the hedged debt instrument is derecognised, or the hedging instrument is terminated.

1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

1 Accounting policies

(Continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the substantively enacted tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

2 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with FRS102 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily available from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows:

Service concession arrangement

Accounting for the service concession contract and finance debtor requires an estimation of service margins, finance debtor interest rates and associated amortisation profile which is based on forecasted results of the service concession contract. Lifecycle costs are a significant proportion of future expenditure and costs related to the hand-back of the asset at the end of the concession. Given the length of the Company's service concession contract, the forecast of lifecycle costs is subject to significant estimation uncertainty and changes in the amount and timing of expenditure could have material impacts. As a result, there is a significant level of judgement applied in estimating future lifecycle costs. To reduce the risk of misstatement, future estimates of lifecycle expenditure are prepared by maintenance experts on an asset by asset basis and periodic technical evaluations of the physical condition of the facilities are undertaken. In addition, comparisons of actual expenditure are compared to the lifecycle forecast. If lifecycle costs cumulatively over the remainder of concession increase by 5% the impact on revenue and loss in the year would be a decrease in revenue of £15,554 and a reduction in Profit of £15,554.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

3	Turnover and other revenue		
	An analysis of the Company's turnover is as follows:		
		2021	2020
		£'000	£'000
	Turnover analysed by class of business		
	Service income	5,234	5,516
	Passthrough income	2,637	2,812
		7,871	8,328
		===	
		2021	2020
		£'000	£'000
	Turnover analysed by geographical market		
	United Kingdom	7,871	8,328
			
		7,871	8,328
2.	A Part of		
4	Auditor's remuneration	0004	0000
	Francisco I I I I I I I I I I I I I I I I I I I	2021	2020
	Fees payable to the company's auditor and associates:	£'000	£'000
	For audit services		
	Fees payable to the Company's auditor for the audit of the Company and		
	the Company's parent company	13	14
		===	

Auditor's remuneration is payable to Johnston Carmichael LLP (2020: KPMG LLP).

5 Employees

The Company had no employees during the current or prior year.

6 Directors' remuneration

The Company is managed by secondees from the shareholders under a management services contract.

£150,000 was paid for director's services (not paid to directors' individually) by the Company during the year (2020 - £149,000)

7 Interest receivable and similar income

		2021	2020
Interest in some		£'000	£'000
Interest income			4.0
Interest on bank deposits		1	18
Other interest income		1,849	1,998
Total income	•	1,850	2,016
		===	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

8	Interest payable and similar expenses		
		2021	2020
		£'000	£'000
	Interest on financial liabilities measured at amortised cost:		
	Interest on bank overdrafts and loans	1,066	1,410
	Interest payable to parent undertakings	217	218
	Finance costs for financial instruments measured at fair value through profit		
	or loss	7	13
	Total interest synance	1,290	1,641
	Total interest expense	====	===
9	Taxation		
		2021	2020
		£'000	£'000
	Current tax		
•	UK corporation tax on profits for the current period	791	803
	Adjustments in respect of prior periods	(28)	426
	Tax losses surrendered to Parent entities	-	2
			1.001
	Total current tax	763 ——	1,231
	Deferred tax		
	Origination and reversal of timing differences	873	29
		=	===
	Total tax charge	1,636	1,260

For the year ended 31 December 2021, the UK rate of 19% (2020: 19%) is applied.

In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. This will have a consequential effect on the company's future tax charge.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

9	Taxation	(0	Continued)
	The actual charge for the year can be reconciled to the expected charge for the loss and the standard rate of tax as follows:	year based on th	ne profit or
		2021 £'000	2020 £'000
	Profit before taxation	2,491 	2,608 ====
	Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2020: 19.00%)	473	496
	Tax effect of expenses that are not deductible in determining taxable profit Adjustments in respect of prior years	192 (28)	182 (363)
	Effect of change in corporation tax rate Tax relating to prior year adjustments recognised in profit or loss	626 373	155 790
	Taxation charge for the year	1,636	1,260
	In addition to the amount charged to the profit and loss account, the following ar been recognised directly in other comprehensive income:	mounts relating t	o tax have
		2021 £'000	2020 £'000
	Deferred tax arising on: Revaluation of financial instruments treated as cash flow hedges	156	12
10	Dividends		
		2021 £'000	2020 £'000
	Interim paid	816 ——	1,611 ——
	Interim dividend of £3.26 (2020 - £6.44) paid per £1 share.		
11	Debtors	2021	2020
	Amounts falling due within one year:	£.000	£'000
	Trade debtors Corporation tax recoverable	1,126 100	1,097 555
	Financial asset Other financial assets Prepayments and accrued income	2,705 - 356	2,019 3,046 428
		4,287	7,145

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

11	Debtors		(1	Continued)
	Amounts falling due after more than one year:	Notes	2021 £'000	2020 £'000
	Financial asset Deferred tax asset	15	17,886 387	20,147 833
			18,273	20,980
	Total debtors		22,560	28,125 ———

Other financial assets include amounts held within deposit accounts with a maturity of not less than three months from the initial deposit.

12 Creditors: amounts falling due within one year

		2021	2020
	Notes	£'000	£'000
Bank loans	14	1,317	2,233
Trade creditors		603	1,160
Gross amounts owed to contract customers		104	104
Amounts owed to parent undertakings	14	3	4
Corporation tax		-	181
Other taxation		268	251
Accruals and deferred income		2,616	2,648
		4,911	6,581
			

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

13	Creditors: amounts falling due after more than one	yeai	2021	2020
		Notes	£'000	£,000
	Bank loans and overdrafts	14	13,949	15,267
	Loans from parent undertaking	14	1,923	1,926
	Derivative financial instruments		1,539	2,840
			17,411	20,033

Derivative Financial Instruments

The swaps have a fixed interest rate of 5.8725% and expire in 2026. The interest rate swaps settle on a semi-annual basis in January and July. The floating rate on the interest rate swaps is six months' Libor. The Company will settle the difference between the fixed and floating interest rate on a net basis.

All interest rate swap contracts are designated as hedges of variable interest rate risk of the Company's floating rate borrowings. The hedged cash flows are expected to occur and to affect profit or loss over the period to maturity of the interest rate swaps.

The fair value of the derivative financial instrument above comprise the fair value of the interest rate swap designed in the effective hedging relationship which has been determined by reference to the future cash flows of the transaction. The decrease in fair value of the interest rate swap that was recognised in other comprehensive income in the period was £2,194,000 (2020 a decrease of £1,334,000), with £893,000 recycled to the P&L in the year (2020: £927,000).

Following the FCA's announcement that LIBOR will no longer be published after 31 December 2021, the Company has applied the December 2019 Amendments to FRS 102: Interest rate benchmark reform. The amendments provide relief in applying the requirements of hedge accounting to certain hedges, including allowing the Company to assume that interest rate benchmarks on which hedged cash flows are based (e.g. LIBOR) will not be altered as a result of interest rate benchmark reform. The Company has taken advantage of these amendments in relation to the LIBOR interest rate noted above. The transition from LIBOR was not implemented prior to December 21, but is expected to occur prior to 31 December 2022.

Amounts included above which fall due after five years are as follows:	2021 £'000	2020 £'000
Payable by instalments Payable other than by instalments	- 1.903	367 1.906
r ayable other than by installients		
	1,903 	2,273

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

		·	
14	Loans and overdrafts		
		2021	2020
		£'000	£'000
	Bank loans	15,266	17,500
	Loans from parent undertakings	1,926	1,930
		17,192	19,430
	Payable within one year	1,320	2,237
	Payable after one year	15,872	17,193
		-	
		17,192	19,430
			

Bank loans

The Company has a £51.0 million facility provided by a syndicate of banks in order to finance the construction of the project. The loan is repayable in instalments based on an agreed percentage amount of the total facility per annum until the final repayment date on 31 January 2026.

Interest on the facilities is charged at rates linked to six months' LIBOR. The Company has entered into fixed rate swaps to mitigate its interest rate exposure. The fixed interest on the facility, after taking into account the swap, including all margins, during the operations phase is 6.803%.

Subordinated debt

Amounts owed to parent undertaking comprises of loans of £1,926,000 (2020: £1,930,000). The loans are subject to interest rates at an agreed arms length rate of 12% per annum and are repayable by 2028 in line with the loan agreements.

15 Deferred taxation

Deferred tax assets and liabilities are offset where the Company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances for financial reporting purposes:

Balances:	Liabilities 2021 £'000	Liabilities 2020 £'000	Assets 2021 £'000	Assets 2020 £'000
Accelerated capital allowances	1,925	1,635	-	-
Tax losses	293	•	-	290
Deferred tax on interest rate swap fair value	-	-	387	543
	2,218	1,635	387	833

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

Deferred taxation	(Continued)
Movements in the year:	2021 £'000
Liability at 1 January 2021 Credit to profit or loss Other	(802) (873) (156)
Liability at 31 December 2021	(1,831)

The deferred tax asset in relation to the interest rate swap liability is expected to affect profit or loss over the period to maturity of the interest rate swap.

16 Share capital

15

	2021	2020
	£'000	£'000
Ordinary share capital		
Issued and fully paid		
250,000 ordinary shares of £1 each	250	250

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

Other Reserves

The Company's other reserves are as follows:

The profit and loss reserve represents cumulative profits or losses.

The hedging reserve represents the cumulative portion of gains and losses on hedging instruments deemed effective in hedging variable interest rate risk of recognised financial instruments. Amounts accumulated in this reserve are reclassified to profit or loss in the periods in which the hedged item affects profit or loss or when the hedging relationship ends.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

17 Related party transactions

Transactions with related parties

During the year the Company entered into the following transactions with related parties:

•	2021 £'000	2020 £'000
Amalie PFI (UK) Limited - Loan note interest	109	109
Amalie Infrastructure Limited - Loan note interest	50	50
Palio (No1) Limited - Loan note interest	59	59
Palio (No1) Limited - Directors fees	37	36
Infrastructure Investments Limited Partnership - Directors fees	112	109
	367	363

The following amounts were outstanding at the reporting end date:

	Amounts owed to related parties	
	2021	2020
	£'000	£'000
Amalie PFI (UK) Limited - Loan note principal	904	904
Amalie Infrastructure Limited - Loan note principal	415	415
Palio (NO1) Limited - Loan note principal	490	490
Amalie PFI (UK) Limited - Loan note interest	45	45
Amalie Infrastructure Limited - Loan note interest	21	21
Palio (NO1) Limited - Loan note interest	25	25
Palio (No 1) Limited - Directors fees	1	37
Infrastructure Investment Partners Limited -		
Directors fees	112	425
	2,013	2,362

No guarantees have been given or received.

The company is a wholly owned subsidiary of Services Support (Gravesend) Holdings Limited, which in turn is owned 72.92% by Amalie PFI (UK), an indirect subsidiary company of Infrastructure Investments Limited Partnership and 27.08% by Palio (No1) Limited, a subsidiary company of Craighouse UK 3 Ltd.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

18 Ultimate controlling party

The Company's immediate parent company is Services Support (Gravesend) Holdings Limited, a company incorporated in Great Britain and registered in England and Wales, with a registered address of 8 White Oak Square, London Road, Swanley, BR8 7AG. The smallest and largest group in which its results are consolidated is Services Support (Gravesend) Holdings Limited. Copies of the consolidated accounts of are available from Companies House.

The ultimate parent undertaking is HICL Infrastructure Plc, a company listed on the London Stock Exchange and registered at One Bartholomew Close, Barts Square, London, United Kingdom, EC1A 7BL.