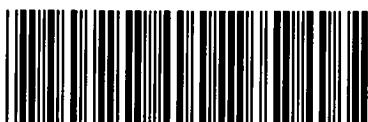


VA TECH T & D UK LIMITED
Annual report and financial statements
Registered number 04087989
March 31, 2018

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VA TECH T & D UK LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018

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VA TECH T & D UK LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018

The directors of VA Tech T & D UK Limited ("the Company") present their report containing a strategic report, directors' report and the financial statements for the period ended March 31, 2018.

In 2018, the accounting period was extended to an 18 month period as part of the liquidation activities. Therefore, the amounts presented are not entirely comparable.

STRATEGIC REPORT

Principal activities

VA Tech T & D UK Limited is a holding company for one subsidiary which previously operated in the electrical transmission and distribution industry.

General business review - Statement of Comprehensive Income

The performance in 2018 is in line with the expectations of the directors.

The Company made a net income for the financial period, net of taxation of £4k (2016: Income £35k).

The directors work closely with management to anticipate risks from economic or global factors and plan accordingly. The uncertainty in the world's financial markets and the ongoing uncertainty exhibited within the UK economy, partly as a result of the ongoing negotiation of Britain's exit from the European Union, has been noted by the directors. An evaluation of the potential impact of market factors is undertaken regularly by the management so that the Company can respond appropriately.

General business review - Statement of Financial Position

Total assets increased by £9k as a result of the periods performance.

General business review – Statement of Cash Flows

Net cash outflows from operating activities of £24k are offset by a net cash inflows in financing activities of £24k.

Principal risks and uncertainties

The Company has implemented a co-ordinated set of risk management and control systems, including strategic planning and management reporting, to help anticipate, measure, monitor and manage its exposure to risk. Risks which the Company faces include changes in the regulatory and legal environment, and credit and interest rate risks, which may increase due to the global shortage of credit.


Additionally, Siemens AG operates a cash pooling facility across its worldwide group. Cash balances generated by entities are passed to Siemens AG and companies are able to draw down on these facilities if required. Further information on these risks, and their potential impacts, can be found in the 2018 Siemens AG annual report.

Company is dormant and does not have any operations due to transfer of its active Company to Siemens plc and therefore this is a surplus entity and will be liquidated in foreseeable future. The decision to liquidate the company has resulted in the going concern basis no longer being appropriate and therefore these financial statements have been prepared on a basis which reflects the net realisable value of the assets and liabilities in the statements of financial position as at 31 March 2018.

Changes in Investments

Details of changes in investments are disclosed in note 11.

Signed by order of the board of directors



C Ennis
Director

Approved by the directors on February 11, 2019

Registered office:

Faraday House
Sir William Siemens Square
Frimley
Camberley
Surrey
GU16 8QD

VA TECH T & D UK LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018

DIRECTORS' REPORT

The directors who served the Company during the period and subsequently were as follows:

GSH Weir	Resigned on December 31, 2018
MS Dervan	Appointed on December 31, 2018
M Bell	
C Ennis	Appointed on October 1, 2016

None of the directors holding office at March 31, 2018 had notified a beneficial interest in any contract to which the Company or its subsidiary undertakings were a party during the financial period.

The directors benefited from qualifying third party indemnity provisions in place during the financial period and at the date of this report.

DIVIDENDS

The directors have not recommended a dividend (2016: £nil).

FINANCIAL INSTRUMENTS

VA Tech T & D UK Limited's financial risk management objectives and policies, including the exposure to market risk, credit risk and liquidity risk are set out in note 16 to the financial statements.

SUBSEQUENT EVENTS

On 22 November 2018, the company recapitalised its subsidiary SPDL to the value of £290,814 as part of its strike off activities. This is categorised as a non-adjusting event.

BREAK UP VALUE BASIS

Company is dormant and does not have any operations due to transfer of its active Company to Siemens plc and therefore this is a surplus entity and will be liquidated in foreseeable future. The decision to liquidate the company has resulted in the going concern basis no longer being appropriate and therefore these financial statements have been prepared on a basis which reflects the net realisable value of the assets and liabilities in the statements of financial position as at 31 March 2018.

GROUP POLICIES

Employee participation

The Siemens Leadership Framework and Management Development Programmes underpin the various methods for encouraging an open and participative style of management and communication that has been introduced in recent years; these include team briefings, intranet information and notices, staff forums and employee elections to the Siemens Europe Committee and the European Works Council. We encourage suggestions and innovations for improving business performance through the "top+ Board", business suggestion schemes and the staff dialogue process.

Environmental

As a leading global company, Siemens has a responsibility to comply with the highest ethical and legal standards while protecting the environment and benefiting society as a whole. There are a number of initiatives, such as the Siemens corporate responsibility award, to highlight and honour those individuals and employee teams whose projects highlight our commitment to making the world a better place.

Equal opportunities

The Company is committed to equal opportunities for all, free from discrimination and harassment. Siemens values the contribution of all employees. All job applicants and employees, customers, visitors or contractors will receive equal treatment regardless of sex, race, disability, sexual orientation, religion or belief, age, colour, marital status, trade union membership, nationality or ethnic or national origins.

Within Siemens, applicants and employees will be recruited, selected, trained and promoted on objective grounds, i.e. on the basis of their abilities to contribute most effectively to the success of the Company. Wherever possible, we will assist disabled employees to enable them to work for the Company and maximise their contribution and performance.

POLITICAL DONATIONS

No political donations were made during the current period or preceding year.

DISCLOSURE OF INFORMATION TO THE AUDITOR

The directors who held office at the date of approval of this annual report confirm that so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware, and each director has taken all steps that ought to have been taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

VA TECH T & D UK LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018

DIRECTORS ' REPORT (Continued)

AUDITOR

In accordance with section 487(2) of the Companies Act 2006, Ernst & Young LLP will continue in office as auditor of the Company.

Signed by order of the board of directors



C Ennis
Director

Approved by the directors on 11 February 2019

Registered office:
Faraday House
Sir William Siemens Square
Frimley
Camberley
Surrey
GU16 8QD

VA TECH T & D UK LIMITED

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

FOR THE PERIOD ENDED MARCH 31, 2018

The directors are responsible for preparing the annual report and financial statements in accordance with applicable laws in the United Kingdom and those International Financial Reporting Standards as adopted by the European Union.

Under Company Law the directors must not approve the financial statements unless they are satisfied that they present fairly the financial position, financial performance and cash flows of the Company for that period. In preparing the financial statements the directors are required to:

- ▶ select suitable accounting policies in accordance with IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- ▶ present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- ▶ provide additional disclosures when compliance with the specific requirements in IFRSs is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance;
- ▶ state that the Company has complied with IFRSs, subject to any material departures disclosed and explained in the financial statements.

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 and Article 4 of the IAS Regulation. They are responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

VA TECH T & D UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VA TECH T & D UK LIMITED FOR THE PERIOD ENDED MARCH 31, 2018

Opinion

We have audited the financial statements of VA Tech T & D UK Limited for the period ended 31 March 2018 which comprise Statement of Comprehensive Income, Statement of Financial Position, Statement of Cash Flows, Statement of Changes in Equity and the related notes 1 to 21, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 March 2018 and of its profit for the period then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 below. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

We draw attention to note 1 to the financial statements which explains that the directors intend to liquidate the company and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis which reflects the net realisable value of the assets and liabilities in the statement of position as described in note 1. Our opinion is not modified in this respect of this matter.

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.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VA TECH T & D UK LIMITED

FOR THE PERIOD ENDED MARCH 31, 2018

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 strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement 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.

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

Use of our report

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

Ernst & Young LLP

Sarah Kokot (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London

13 February 2019

VA TECH T & D UK LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

	Note	18-Month period ended 31 Mar 2018	Year ended 30 Sep 2016
Administrative expenses		(16)	(146)
Other operating (expenses) / income		(2)	137
Operating loss	3	<u>(18)</u>	<u>(9)</u>
Interest income	6	19	45
Income before income taxes		<u>1</u>	<u>36</u>
Income tax credit / (expenses)	7	3	(1)
Income, net of income taxes		<u>4</u>	<u>35</u>
Net income for the financial period		<u>4</u>	<u>35</u>

Other than the net income in the period there was no other comprehensive income in either current or comparative period.

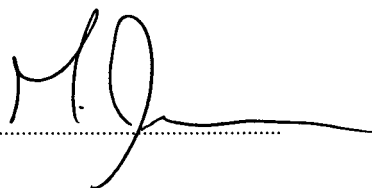
VA TECH T & D UK LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT MARCH 31, 2018 AND SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

	Note	31 Mar 2018	30 Sep 2016
ASSETS			
Trade and other receivables	8	12,016	12,039
Other current financial assets	9	62	31
Current income tax assets		-	12
Other current assets	10	38	25
Total assets		12,116	12,107
LIABILITIES AND EQUITY			
Other current liabilities	12	7	2
Total liabilities		7	2
Equity			
Share capital	14	15,290	15,290
Retained earnings		(3,181)	(3,185)
Total equity		12,109	12,105
Total liabilities and equity		12,116	12,107

These financial statements were approved and authorised for issue by the board of directors on 11 February 2019 and were signed on their behalf by:



M Dervan
Director

Registered number: 04087989
VA Tech T & D UK Limited

VA TECH T & D UK LIMITED

STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

	Note	18-Month period ended 31 Mar 2018	Year ended 30 Sep 2016
Cash flows from operating activities			
Net income for the financial period		4	35
Adjustments to reconcile net income to cash flows from operating activities			
Income tax (credit) / expenses	7	(3)	1
Interest income, net	6	(19)	(45)
		<u>(18)</u>	<u>(9)</u>
Operating loss before changes in working capital			
Changes in assets and liabilities			
Other current assets		(44)	(19)
Other current liabilities		(6)	-
		<u>(68)</u>	<u>(28)</u>
Cash used in operations			
Income taxes received		13	12
Interest received		31	45
		<u>(24)</u>	<u>29</u>
Cash flows from operating activities			
Cash flows from financing activities			
Change in financing from other group companies	8	24	(29)
		<u>24</u>	<u>(29)</u>
Cash flows from financing activities			
Change in cash and cash equivalents		-	-
Cash and cash equivalents at the beginning of the period		-	-
Cash and cash equivalents at the end of the period		<u>-</u>	<u>-</u>

Siemens AG operates a cash pooling facility across its worldwide group. Cash balances generated by entities are passed to Siemens AG and companies are able to draw down on these facilities if required. Therefore, apart from any accounts held with local banks, amounts invested with/drawn down from the Siemens AG accounts are shown as an intercompany balance. Changes in the balances on these facilities are included in cash flows from financing activities in the Statement of Cash Flows. An increase in cash that is loaned to the cash pool is shown as a cash outflow from financing activities, and an increase in cash borrowed from the cash pool is shown as a cash inflow from financing activities.

VA TECH T & D UK LIMITED

STATEMENT OF CHANGES IN EQUITY

AS AT MARCH 31, 2018 AND SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

	Share capital	Retained earnings	Total equity
Brought forward October 1, 2015	15,290	(3,220)	12,070
Net income for the financial year	-	35	35
Balance at September 30, 2016	<u>15,290</u>	<u>(3,185)</u>	<u>12,105</u>
Brought forward October 1, 2016	<u>15,290</u>	<u>(3,185)</u>	<u>12,105</u>
Net income for the financial period	-	4	4
Balance at March 31, 2018	<u>15,290</u>	<u>(3,181)</u>	<u>12,109</u>

VA TECH T & D UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

1. Basis of presentation

The accompanying financial statements present the operations of the Company and have been prepared and approved by the directors in accordance with International Financial Reporting Standards ('IFRS') as adopted by the EU and applied in accordance with the Companies Act 2006. The financial statements are generally prepared on the historical cost basis, except as stated in note 2.

VA Tech T & D UK Limited has prepared and reported its financial statements in Great British Pounds (GBP or £) and the financial information is disclosed in thousands of £, except where stated otherwise. 'k' denotes thousands of £ and 'm' denotes millions of £. VA Tech T & D UK Limited is a United Kingdom based company incorporated in England and Wales and is a holding company for one subsidiary which previously operated in the electrical transmission and distribution industry..

The financial statements contain information about VA Tech T & D UK Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Siemens AG, a company incorporated in Germany.

In 2018, the accounting period was extended to an 18 month period as part of the liquidation activities. Therefore, the amounts presented are not entirely comparable.

The Company applied all standards and interpretations issued by the International Accounting Standards Board ('IASB') that were effective as of March 31, 2018. In these financial statements, the term 'group' refers to all companies for whom the ultimate parent undertaking is Siemens AG. The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

Company is dormant and does not have any operations due to transfer of its active Company to Siemens plc and therefore this is a surplus entity and will be liquidated in foreseeable future. The decision to liquidate the company has resulted in the going concern basis no longer being appropriate and therefore these financial statements have been prepared on a basis which reflects the net realisable value of the assets and liabilities in the statements of financial position as at 31 March 2018.

2. Summary of significant accounting policies and critical accounting estimates

Income from interest — Interest is recognised using the effective interest rate method.

Investments — Investments are stated at their historic cost to the Company less, where appropriate, provisions for any permanent or temporary impairment in value. The determination of the recoverable amount of an investment involves the use of estimates by management. The Company uses discounted cash flow-based methods applied to the cash-generating unit underlying the investment. These discounted cash flow calculations typically use five-year projections that are based on the financial plans. Cash flow projections take into account past experience and represent management's best estimate about future developments. Cash flows after the planning period are extrapolated using individual growth rates. Key assumptions which management has based its determination of fair value less costs to sell and value in use include estimated growth rates, weighted average cost of capital and tax rates. These estimates, including the methodology used, can have a material impact on the values and ultimately the amount of any investment impairment. For further explanation of the investment impairment testing in the period see note 11.

Income taxes — The Siemens Group operates in various tax jurisdictions and therefore has to determine tax positions under respective local tax laws and tax authorities' views which can be complex and subject to different interpretations of tax payers and local tax authorities. Under the liability method, deferred tax assets and liabilities are recognised for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets are recognised if sufficient future taxable profit is available, including income from forecasted operating earnings, the reversal of existing taxable temporary differences and established tax planning opportunities. As of each period-end, management evaluates the recoverability of deferred tax assets, based on projected future taxable profits. Based upon the level of historical taxable income and projections for future taxable income over the periods in which the deferred tax assets are deductible, Siemens believes it is probable the Company will realise the benefits of these deductible differences. As future developments are uncertain and partly beyond management's control, assumptions are necessary to estimate future taxable profits as well as the period in which deferred tax assets will recover. Estimates are revised in the period in which there is sufficient evidence to revise the assumption.

Financial instruments — A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company does not use the category held to maturity and does not use the option to designate financial assets or financial liabilities at fair value through profit or loss at inception (Fair Value Option). Based on their nature, financial instruments are classified as financial assets and financial liabilities measured at cost or amortised cost. For additional information refer to note 16.

Regular way purchases or sales of financial assets are accounted for at the trade date.

Initially, financial instruments are recognised at their fair value. Transaction costs are only included in determining the carrying amount, if the financial instruments are not measured at fair value through profit or loss. Financial assets and liabilities are measured according to the category to which they are assigned - cash and cash equivalents, available-for-sale financial assets, loans and receivables, financial liabilities, measured at amortised cost or financial assets and liabilities classified as held for trading.

Cash and cash equivalents — The Company considers all highly liquid investments with less than three months maturity from the date of acquisition to be cash equivalents. Cash and cash equivalents are measured at cost. The Company is part of a cash pooling arrangement across the worldwide Siemens group. Balances within this facility are classified as *Receivables from group companies* and *Amounts due to group*

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

companies.

Loans and receivables — Financial assets classified as loans and receivables are measured at amortised cost using the effective interest method less any impairment losses. Impairment losses on trade and other receivables are recognised using separate allowance accounts. The allowance for doubtful accounts involves significant management judgement and review of individual receivables based on individual customer creditworthiness, current economic trends and analysis of historical bad debts on a portfolio basis. For the determination of the country-specific component of the individual allowance, the Company also considers country credit ratings, which are determined by the group based on information from external rating agencies. Regarding the determination of the valuation allowance derived from a portfolio-based analysis of historical bad debts, a decline of receivables in volume results in a corresponding reduction of such provisions and vice versa. The movement on the valuation allowance is given in note 8.

Financial liabilities — The Company measures financial liabilities, except for derivative financial instruments, at amortised cost using the effective interest method.

Borrowing costs — The Company pays or receives interest on some of its intercompany cash balances. These are recognised within interest in the Statement of Comprehensive Income when incurred or receivable. All costs directly attributable to the cost of a qualifying asset are capitalised.

New and amended standards effective for the period ended March 31, 2018:

IAS 7 Disclosure Initiative - Amendments to IAS 7

The amendments, effective for annual periods beginning on or after January 1, 2017, to IAS 7 Statement of Cash Flows are part of the IASB's Disclosure Initiative and require an entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

IAS 12 Recognition of Deferred Tax Assets for Unrealised Losses - Amendments to IAS 12

The amendments, effective for annual periods beginning on or after January 1, 2017, to IAS 12 Income Taxes clarify the accounting for deferred tax assets for unrealised losses on debt instruments at fair value. The amendments clarify that a company needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how a company should determine future taxable profits and explains in which circumstances taxable profit may include the recovery of some assets for more than their carrying amount.

New standards and interpretations not yet adopted:

A number of new standards, amendments to standards and interpretations are not yet effective for the year ended 31 March 2018, and have not been applied in preparing these financial statements. Those standards that have relevance to the Company are mentioned below:

IFRS 9 - Financial Instruments

This standard, effective for years beginning on or after January 1, 2018, is the first phase of the IASB's three-phase project to replace IAS 39 Financial Instruments: Recognition and Measurement. The first phase addresses the requirements for the classification and measurement of financial assets and financial liabilities and hedge accounting requirements. It uses a single approach to determine whether a financial asset is measured at amortised cost or at fair value, replacing the existing rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments (its business model) and the contractual cash flow characteristics of the financial assets. The standard also introduces new requirements relating to financial liabilities in relation to the presentation of changes in fair value due to credit risks and the removal of an exemption from measuring certain derivative liabilities at fair value.

IFRIC Interpretation 23 - Uncertainty over Income Tax Treatments

The interpretation, effective for years beginning after January 1, 2019, addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of IAS 12. The interpretation does not apply to taxes or levies outside the scope of IAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments.

VA TECH T & D UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

3. Operating loss

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Net foreign exchange loss / (gains)	-	(1)
Staff costs (see note 4)	-	137
Auditor's remuneration:		
- audit of financial statements	7	1

Amounts payable to Ernst & Young LLP and their associates by the Company in respect of non-audit services were £nil (2016: £nil).

4. Staff numbers and costs

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Wages and salaries	-	111
Social security costs	-	11
Expenses relating to pension plans and employee benefits	-	15
	<u>-</u>	<u>137</u>

The average number of employees (excluding executive directors) during the period ended 2018 and the year ended 2016 was nil and 3, respectively. Part-time employees are included on a proportionate basis rather than being counted as full units. The employees were engaged in the following activities:

	Period ended 31 Mar 2018 Number	Year ended 30 Sep 2016 Number
Sales and marketing	-	3
	<u>-</u>	<u>3</u>

5. Directors' emoluments

The directors' aggregate emoluments, including pension contributions, in respect of qualifying services were:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Emoluments receivable	1,099	1,230
Employer contributions to money purchase schemes	63	28
Compensation for loss of office	-	3
	<u>1,162</u>	<u>1,261</u>

The directors of the company are also directors and employees of fellow subsidiary companies. All of the Company's directors are remunerated by Siemens Plc. The directors do not believe that it is practicable to apportion their qualifying services between their services as directors of the company and their services as directors or employees of fellow subsidiary companies.

The aggregate of emoluments and amounts receivable under long-term incentive schemes of the highest paid director was £471,889 (2016: £767,911). One director is a member of the defined contributions scheme. None of the directors are members of a defined benefit scheme. The accrued annual pension benefit of the highest paid director at the period-end was £nil (2016: £nil), and the accrued lump sum was £nil (2016: £nil). None of the of the directors have qualifying services shares receivable from a long-term incentive scheme.

VA TECH T & D UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

6. Interest income and interest expense

Interest expense is all for financial assets or liabilities that are not at fair value through the Statement of Comprehensive Income.

The total amounts of interest income and expense were as follows:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Interest income	19	45
Interest income, net	19	45

Interest income, net includes all other interest amounts primarily consisting of interest relating to corporate debt and related hedging activities, as well as interest income on corporate assets.

7. Taxes

The analysis below is in reference to the total tax expense or credit included in the Statement of Comprehensive Income.

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Current tax:		
UK corporation tax	-	-
Adjustments for prior years	(3)	1
Tax (credit) / expense	(3)	1

For the period ended March 31, 2018 and 2016, the Company was subject to UK corporation tax at a rate of 19.33% (20% during the 6 months to April 1, 2017; 19% during the 6 months to September 30, 2017 and 19% during the 6 months to March 31, 2018) and 20% respectively. The total tax expense or credit differs from the amounts computed by applying the statutory UK tax rate as follows:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Net income before tax	1	36
Tax at 19.33% (2016: 20%)	-	7
Increase / (decrease) in income taxes resulting from:		
Non-deductible losses and expenses	-	1
(Over) / under provided in prior years - current tax	(3)	1
Utilisation of unrecognised tax losses	-	(8)
Total income tax (credit) / expense for the period	(3)	1

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability settled, based on tax rates that have been enacted or substantively enacted at the Statement of Financial Position date.

The Finance Act 2016, included a reduction in the corporate tax rate to 19% (effective from April 2017) and to 17% (effective from April 2020). Deferred tax assets and liabilities have been measured at the enacted tax rates that are expected to apply to the period when the asset is realised or the liability is settled.

Management considers to what extent it is probable that the deferred tax asset will be realised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry forwards become deductible.

As of March 31, 2018 the Company had £nil (2016: £102,000) of gross tax loss carry forwards.

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Deferred tax assets have not been recognised with respect of the following items:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Tax loss carry forward	-	102
	<u>-</u>	<u>102</u>

8. Trade and other receivables

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Receivables from group companies	12,016	12,039
	<u>12,016</u>	<u>12,039</u>

Receivables from group companies is part of the group cash pooling facility.

9. Other current financial assets

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Other current financial assets	62	31
	<u>62</u>	<u>31</u>

This balance relates to pension costs recoverable from Siemens Transmission & Distribution Limited in the subsequent months following the end of reporting period.

10. Other current assets

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Other tax receivables	38	25
	<u>38</u>	<u>25</u>

Balance of £38k represents sales tax receivable which will be recovered under the group tax payment arrangements.

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NOTES TO THE FINANCIAL STATEMENTS

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11. Investments

	Shares in subsidiary undertakings
Cost	
At October 1, 2015	6,290
At September 30, 2016	6,290
At October 1, 2016	6,290
At March 31, 2018	6,290
Provisions	
At October 1, 2015	(6,290)
At September 30, 2016	(6,290)
At October 1, 2016	(6,290)
At March 31, 2018	(6,290)
Net book value	
At October 1, 2015	-
At September 30, 2016 and October 1, 2016	-
At March 31, 2018	-

The companies set out below are the subsidiary undertakings as at March 31, 2018. Shareholdings are in voting equity capital of companies registered in England and Wales and the voting equity capital is wholly owned, except where otherwise stated.

Company:	Proportion of ordinary equity and voting rights held	Nature of business
Siemens Protection Devices Limited	100%	Electrical Transmission and Distribution (In strike off)

In 2013 the investment was fully impaired following the announcement to ramp down manufacturing activities performed by Siemens Protection Devices Limited for Siemens AG.

12. Other current liabilities

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Other accrued liabilities	7	2
	<u>7</u>	<u>2</u>

This an accrual related to audit fees.

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13. Post-employment benefits

Post-employment benefits provided by the Company are organised through defined benefit plans as well as defined contribution plans.

The Company was the principal employer of the VA Tech (UK) Pension Scheme in the prior year. On 31 July 2017 the Company ceased to be the principal employer and participating employer in the pension scheme.

At 1 October 2006, the group undertook an exercise to allocate the assets and liabilities of the scheme to the individual companies that participate in the scheme. A deed of indemnity was signed between the Company and Siemens Transmission and Distribution Limited, which states that any pension asset or liability relating to the Company is the responsibility of Siemens Transmission and Distribution Limited and is included within their financial statements.

The Trustee entered into bulk purchase annuity contracts (commonly referred to as buy ins) in 2013 and 2015 which secured most of the pension liabilities of the scheme. The final premium was agreed during the period and the sponsoring companies agreed to fund the premium. There was no financial impact on the Company since all payments were met by the other sponsoring employers.

Defined contribution plan

The Company participates in a defined contribution pension plan. The pension cost charge for the period represents contributions payable by the Company to the Scheme and amounted to £-k (2016: £15k).

14. Share capital

Allotted, called up and fully paid:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
15,290,000 (2016: 15,290,000) Ordinary Shares of £1 each	15,290	15,290

15. Commitments and contingencies

As of March 31, 2018 and September 30, 2016 the Company had no capital commitments.

As of March 31, 2018 and September 30, 2016 the Company had no future payment obligations under non-cancellable operating leases and no capital commitments.

16. Additional disclosures on financial instruments

This section gives a comprehensive overview of the significance of financial instruments for the Company and provides additional information on Statement of Financial Position items that contain financial instruments.

The following table presents the carrying amounts of each category of financial assets and liabilities:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Financial assests		
Loans and receivables	12,078	12,070
	<u>12,078</u>	<u>12,070</u>
Financial liabilities		
Financial liabilities measured at amortised cost	-	2
	<u>-</u>	<u>2</u>

All financial assets and liabilities are measured at amortised cost.

The fair values of cash and cash equivalents, trade and other receivables, other current financial assets and other current financial liabilities approximate their carrying amount largely due to the short-term maturities of these instruments.

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FOR THE PERIOD ENDED MARCH 31, 2018 AND YEAR ENDED SEPTEMBER 30, 2016 (IN THOUSANDS OF £)

Fair value hierarchy

The Company analyses financial instruments carried at fair value by valuation method. The different levels have been defined as follows:

- Level 1: quoted price in active markets for identical assets or liabilities,
- Level 2: inputs other than quoted prices that are observable for the asset or liability, either directly (i.e as prices) or indirectly (i.e derived from prices); and
- Level 3: inputs for assets and liabilities, not based on observable market data.

Net gains / (losses) of financial instruments are as follows:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Financial assets / (liabilities) measured at amortised cost	-	1

Net gains on financial assets and liabilities measured at amortised cost include gains and losses on financial receivables and payables from group companies, gains and losses on other monetary Statement of Financial Position items, denominated in foreign currency.

Collateral

The Company does not hold any collateral that can be sold or re-pledged in the absence of default by the owner on contractual terms. Nor does the Company pledge its financial assets as collateral to third parties.

Financial risk management

Interest rate risk

The Company's interest rate risk exposure is mainly related to interest-bearing deposits held with local banks and amounts invested with / drawn down from Siemens AG as part of the cash pooling facility across the worldwide group.

The approximate impact on the Statement of Comprehensive Income of a 1% fluctuation in interest rates would be £120k in 2018 (2016: £20k).

Credit risk

Credit risk is defined as an unexpected loss in cash and earnings if the customer is unable to pay its obligations in due time. Credit evaluations and ratings are performed on all customers with an exposure or requiring credit beyond a defined limit.

Concerning trade receivables and other receivables, as well as other receivables included in *Other financial assets* that are neither impaired nor past due, there were no indications as of March 31, 2018 and September 30, 2016, that defaults in payment obligations will occur.

The Company is not exposed to credit risk in connection with its receivables from other group companies.

Equity price risk

The Company does not hold investments in publicly traded companies. No equity price risk is therefore foreseen for the Company.

Liquidity risk

Liquidity risk results from the Company's potential inability to meet its financial liabilities, e.g. settlement of its financial debt, paying its suppliers and settling finance lease obligations. Beyond effective net working capital and cash management, the Company mitigates liquidity risk by arranging borrowing facilities with other Siemens companies. Amounts payable to other group companies are repayable on demand, but historically other Siemens companies have not demanded repayment of these intercompany balances.

To monitor existing financial assets and liabilities as well as to enable an effective controlling of future risks, Siemens has established a comprehensive risk reporting covering its worldwide business units.

The balanced view of liquidity and financial indebtedness is stated in the calculation of the net liquidity amount and is used for internal management. It results from the total amount of cash and cash equivalents, amounts receivable from and due to group companies within the group cash pooling facility and finance leases with Siemens Financial Services as stated on the Statement of Financial Position. The amounts receivable and due to group companies reported below are held with Siemens AG (Siemens Financial Services division) in the group cash pooling facility. For further information, refer to the *Statement of Cash Flows*.

VA TECH T & D UK LIMITED

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The following table reflects the calculation of the Company's net liquidity:

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Receivables from group companies	12,014	12,039
Total liquidity	12,014	12,039
Net liquidity	12,014	12,039

Capital Management

The Company defines its capital structure as net debt and equity. The primary objective of the Company's capital management is to ensure that it makes optimal use of the working capital generated from its trading profits. The Company's management focus is on generating positive cash flow from operations and maintaining a positive relationship of the Company's current assets and current liabilities.

The current ratio for 2018 was 1722 (2016: 6049.50). The Company also has access to Siemens AG cash pooling arrangement when necessary.

17. Related party transactions

Transactions between the Company and its subsidiaries and associates are disclosed below.

(a) During the period, the Company entered into the following transactions with related parties:

	Corporate costs		Interest income	
	Period ended 2018	Year ended 2016	Period ended 2018	Year ended 2016
Other group companies	-	137	19	45

Recharges of corporate costs to related parties were made with no margin added.

(b) Period-end balances arising from sales / purchases of goods

Period-end balances arising from sales / purchases of goods and services amounted to £nil (2016: £nil).

(c) Period-end balances arising from loans to / from related parties

	Amounts owed by related parties		Amounts owed to related parties	
	Period ended 2018	Year ended 2016	Period ended 2018	Year ended 2016
Siemens AG	12,014	12,039	-	-

The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No provisions have been made for doubtful debts in respect of the amounts owed by related parties.

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18. Remuneration of key management personnel

The remuneration of the key management personnel of the Company is set out below in aggregate for each of the categories specified in IAS 24 *Related Party Disclosures*.

	Period ended 31 Mar 2018	Year ended 30 Sep 2016
Short-term employee benefits	1,099	1,230
Post-employment benefits	63	31

The directors of the company are also directors and employees of fellow subsidiary companies. All of the Company's directors are remunerated by Siemens Plc. The directors do not believe that it is practicable to apportion their qualifying services between their services as directors of the company and their services as directors or employees of fellow subsidiary companies.

19. Directors' transactions

No such transactions occurred in the 18 month period ended 2018 or the year ended 2016 which require disclosure under the requirements of s413 of the Companies Act 2006 and IAS 24 with the directors (or other key management personnel).

20. Subsequent events

On 22 November 2018, the company recapitalised its subsidiary SPDL to the value of £290,814 as part of its strike off activities. This is categorised as a non-adjusting event.

21. Ultimate parent undertaking

The ultimate parent undertaking is Siemens AG, incorporated in Germany. Siemens AG is the only group undertaking of which the Company is a member for which group financial statements are prepared. Copies of the group financial statements are available on the internet at <http://www.siemens.com/annualreport> or obtained from:

Siemens AG
Werner-von-Siemens-Strasse 1
D-80333 Munich
Germany

The immediate parent undertaking is Siemens Holdings Plc, a company incorporated in England and Wales.