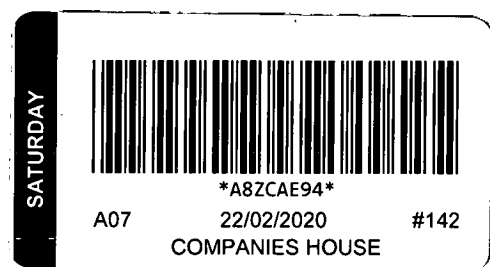


Registered in England No: 05632167

ENFIELD LIGHTING SERVICES LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019



Enfield Lighting Services Limited

Contents

	Page
Company information	1
Directors' report	2 - 4
Statement of directors' responsibilities in respect of the directors' report and the financial statements	5
Independent auditor's report to the members of Enfield Lighting Services Limited	6 - 7
Profit and loss account and statement of other comprehensive income	8
Balance sheet	9
Statement of changes in equity	10
Notes to the financial statements	11 - 24

Enfield Lighting Services Limited

Company information

The Board of Directors

D M M Vermeer
T S Cunningham

Company secretary

Imagile Secretariat Services Limited

Registered office

Third Floor Broad Quay House
Prince Street
Bristol
United Kingdom
BS1 4DJ

Independent auditor

RSM UK Audit LLP
Chartered Accountants
Marlborough House
Victoria Road South
Chelmsford
Essex
CM1 1LN

Enfield Lighting Services Limited

Directors' report for the year ended 30 June 2019

The directors present their report and the audited financial statements of the Company for the year ended 30 June 2019.

Principal activity and business review (including future developments)

The principal activity of the Company is the design, installation, operation (including the procurement of energy), maintenance and financing of new, refurbished and existing public street lighting, associated equipment and apparatus for the London Borough of Enfield.

The scheme proposed an improvement in the current street lighting service that will involve the replacement of approximately 16,316 existing columns and 4,515 signs and bollards, with an uplift of 3,083 new columns which were installed during a five year Core Investment Programme ("CIP"). A proportion of the stock is replaced as part of the annual investment reviews post CIP.

The directors have reviewed the activities of the business for the year and the position as at 30 June 2019 and consider them to be satisfactory.

The concession is due to expire in 2031; the Company intends to continue to comply with its obligations under the PFI agreement until this date.

On 28 September 2018, John Laing Infrastructure Fund Limited was acquired by Jura Acquisition Limited a subsidiary of Jura Holdings Limited and the Directors now regard Jura Holdings Limited as the ultimate parent of the Company. Jura Holdings Limited is a Guernsey registered company which is a joint venture between funds managed by Dalmore Capital Limited and Equitix Investment Management Ltd. The Directors consider that there is no ultimate controlling entity.

Results and dividends

The trading results for the year to 30 June 2019 and the Company's financial position as at 30 June 2019 are shown in the attached financial statements. The Company has made a profit after tax during the year of £162,924 (2018: £143,022) and the shareholder's funds at 30 June 2019 show a deficit of £2,426,094 (2018: £2,647,423 deficit).

The directors do not recommend the payment of a dividend for the year ended 30 June 2019 (2018: £nil).

Directors

The directors of the Company who held office during the year and to the date of this report are listed below:

D M M Vermeer (appointed 1 June 2019)
T S Cunningham (appointed 1 June 2019)
P A Cartwright (resigned 31 May 2019)
T B Symes (resigned 31 May 2019)
V L Everett (resigned 2 May 2019)

Enfield Lighting Services Limited

Directors' report

for the year ended 30 June 2019 (*continued*)

Going concern

The shareholder's funds at 30 June 2019 show a deficit of £2,426,094 (2018: £2,647,423 deficit). This arises from the early phase in the Company's 25 year concession period and the recognition of the Company's swap liability at fair value of £2,664,320 at the balance sheet date (2018: £2,734,688). The Company has a secured bank facility that will enable it to continue trading for the life of the concession period. The Company is not in breach of its covenant terms and does not expect to become so in the foreseeable future. The directors have reviewed the forecast and believe that the financial position will strengthen in the foreseeable future. Furthermore, the directors are of the opinion that the Company can continue to meet its liabilities as they fall due, and therefore consider that it is appropriate to prepare these financial statements on a going concern basis.

Key performance indicators

The Company's management produces comparisons of actual cash flows against forecast cash flows from the finance model and analyse any fluctuations.

The directors believe that there are no other key performance indicators that require disclosure for an understanding of the development, performance or position of the business.

Principal risks and uncertainties

The Company's revenue is based on a fixed price, subject to adjustments for retail price index increases. In most cases costs are similarly indexed.

The Company is financed by a variable rate loan and is therefore exposed to interest rate risk. In order to mitigate this risk, the Company has entered into an interest rate swap arrangement in order to fix interest rates.

The design, installation, and maintenance operations of street lighting are subcontracted out. Significant risks are passed down to the key subcontractors within limits set out as liability caps.

However, contractual default by these subcontractors or losses/deductions reaching the liability caps would transfer the risks back to the Company.

Under the PFI Project Agreement with London Borough of Enfield, any general change in law risk is transferred to the Company and, subject to certain criteria and caps, is passed down to the subcontractor. A Change in Law Facility of £517,177 (2018: £517,177) is available to the Company to meet any residual Change in Law risk (refer to note 14).

A Debt Service Facility of £1,031,310 (2018: £1,031,310) is also available to the Company to meet any residual Debt Service risk (refer to note 14).

Strategic report

The Company has taken advantage of the exemption, under section 414B of the Companies Act 2006, from preparing a strategic report for the financial year.

Enfield Lighting Services Limited

Directors' report for the year ended 30 June 2019 (*continued*)

Disclosure of information to the 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.

Auditor

RSM UK Audit LLP have indicated their willingness to be reappointed for another term and appropriate arrangements are being made for them to be deemed reappointed as auditor in absence of an Annual General Meeting.

Registered office:
Third Floor Broad Quay House,
Prince Street,
Bristol,
United Kingdom,
BS1 4DJ

Registered number: 05632167
Company Secretary: Imagile Secretariat Services Limited

On behalf of the Board



Director

Approved by the directors on 20 December 2019

Enfield Lighting Services Limited

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing those 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 United Kingdom Accounting Standards, including FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They 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 ENFIELD LIGHTING SERVICES LIMITED

Opinion

We have audited the financial statements of Enfield Lighting Services Limited (the 'Company') for the year ended 30 June 2019 which comprise the profit and loss account and statement of other comprehensive income, the balance sheet, and statement of changes in equity, and notes to the financial statements, including a summary of 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 30 June 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

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 our 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 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 the audit:

- the information given in the directors' report for the financial year 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 TO THE MEMBERS OF ENFIELD LIGHTING SERVICES LIMITED (*continued*)

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 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 5, 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: <http://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.

RSM UK AUDIT LLP

Nicholas Cattini (Senior Statutory Auditor)

For and on behalf of RSM UK Audit LLP, Statutory Auditor

Chartered Accountants

Marlborough House, Victoria Road South,

Chelmsford, Essex

CM1 1LN

23 December 2019

Enfield Lighting Services Limited

Profit and loss account and statement of other comprehensive income for the year ended 30 June 2019

	Note	2019 £	2018 £
Turnover	2	1,596,981	1,684,568
Cost of sales		(1,498,755)	(1,587,974)
Gross profit		98,226	96,594
Administrative expenses		(81,966)	(83,485)
Operating profit		16,260	13,109
Interest receivable and similar income	6	1,086,142	1,118,241
Interest payable and similar charges	7	(892,111)	(951,177)
Profit on ordinary activities before taxation	3	210,291	180,173
Tax on profit on ordinary activities	8	(47,367)	(37,151)
Profit on ordinary activities after taxation		162,924	143,022
Other comprehensive income			
Effective portion of fair value changes in cash flow hedges	15	70,368	657,865
Tax recognised in relation to change in fair value cash flow hedges	8	(11,963)	(111,837)
Other comprehensive profit for the year		58,405	546,028
Total comprehensive profit for the year		221,329	689,050

The notes on pages 11 to 24 form part of these financial statements.

Enfield Lighting Services Limited


Balance sheet

As at 30 June 2019

	Note	2019 £	2018 £
Current assets			
Debtors: amounts falling due within one year	10	1,456,786	1,303,917
Debtors: amounts falling due after one year	10	20,783,817	21,631,581
Cash at bank and in hand	11	842,843	823,918
		<u>23,083,446</u>	<u>23,759,416</u>
Creditors: amounts falling due within one year	12	(10,769,860)	(10,540,339)
Total assets less current liabilities		<u>12,313,586</u>	<u>13,219,077</u>
Creditors: amounts falling due after one year	13	(14,739,680)	(15,866,500)
Net liabilities		<u>(2,426,094)</u>	<u>(2,647,423)</u>
Capital and reserves			
Called up share capital	16	25,000	25,000
Profit and loss account	17	(239,708)	(402,632)
Cashflow hedge reserve	17	(2,211,386)	(2,269,791)
Total shareholder's deficit		<u>(2,426,094)</u>	<u>(2,647,423)</u>

The notes on pages 11 to 24 form part of these financial statements.

These financial statements, for company registration number 05632167, were approved by the board of directors and authorised for issue on 20 December 2019 and signed on its behalf by:



Director

Enfield Lighting Services Limited

Statement of changes in equity for the year ended 30 June 2019

	Called up share capital £	Profit and loss account £	Cashflow hedge reserve £	Total shareholder's deficit £
Balance as at 1 July 2017	25,000	(545,654)	(2,815,819)	(3,336,473)
Profit for the year	-	143,022	-	143,022
Other comprehensive income				
Fair value loss on effective cash flow hedge	-	-	546,028	546,028
Total comprehensive income for the year	-	143,022	546,028	689,050
Balance as at 30 June 2018	25,000	(402,632)	(2,269,791)	(2,647,423)
Profit for the year	-	162,924	-	162,924
Other comprehensive income				
Fair value gain on effective cash flow hedge	-	-	58,405	58,405
Total comprehensive income for the year	-	162,924	58,405	221,329
Balance as at 30 June 2019	25,000	(239,708)	(2,211,386)	(2,426,094)

The notes on pages 11 to 24 form part of these financial statements.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019

1. Accounting policies

Enfield Lighting Services Limited (the “Company”) is a private company limited by shares and incorporated and domiciled in England and Wales with a registered office at Third Floor Broad Quay House, Prince Street, Bristol, United Kingdom, BS1 4DJ.

The Company’s principal activities and nature of its operations are described in the Directors’ Report.

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, including the provisions of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, and under the historical cost convention, modified to include certain financial instruments at fair value. The presentation currency of these financial statements is sterling and amounts have been rounded to the nearest whole £, unless otherwise stated.

The Company’s parent undertaking, IIC Enfield Holding Company Limited includes the Company in its consolidated financial statements. The consolidated financial statements of IIC Enfield Holding Company Limited are prepared in accordance with FRS 102 and are available to the public and may be obtained from the Company Secretary, Third Floor Broad Quay House, Prince Street, Bristol, United Kingdom, BS1 4DJ. 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 following disclosures:

Section 7 ‘Statement of Cash Flows’ – Presentation of a statement of cash flows and related notes and disclosures;

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

The shareholder’s funds at 30 June 2019 show a deficit of £2,426,094 (2018: £2,647,423 deficit). This arises from the early phase in the Company’s 25 year concession period and the recognition of the Company’s swap liability at fair value. The Company has a secured bank facility that will enable it to continue trading for the concession period (refer to note 14). The Company is not in breach of its covenant terms. The directors have reviewed the forecast and believe that the financial position will strengthen in the foreseeable future. Furthermore, the directors are of the opinion that the Group can continue to meet its liabilities as they fall due, and therefore consider that it is appropriate to prepare these financial statements on a going concern basis.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

1. Accounting policies (*continued*)

Classification of financial instruments issued by the Company

In accordance with FRS 102 Section 22 'Liabilities and Equity', financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- (b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

Basic financial instruments

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

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

Interest-bearing borrowings classified as basic financial instruments

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Cash and cash equivalents

Cash at bank is carried in the balance sheet at book value.

Finance debtor and contractual receivables

Finance debtor and contractual receivables are classified as loans and receivables as defined in FRS 102, which are initially recognised at the fair value of the consideration received or receivable and are then stated at amortised cost.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

1. Accounting policies (*continued*)

Other financial instruments

Financial instruments not considered to be Basic financial instruments (Other financial instruments)

Other financial instruments not meeting the definition of Basic Financial Instruments are recognised initially at fair value. Subsequent to initial recognition other financial instruments are measured at fair value with changes recognised in profit or loss except as follows:

- hedging instruments in a designated hedging relationship shall be recognised as set out below.

Derivative financial instruments and hedging

Derivative financial instruments are recognised at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss. However, where derivatives qualify for hedge accounting, recognition of any resultant gain or loss depends on the nature of the item being hedged (see below).

Cash flow hedges

Where a derivative financial instrument is designated as a hedge of the variability in cash flows of a recognised asset or liability, or a highly probable forecast transaction, the effective part of any gain or loss on the derivative financial instrument is recognised directly in Other comprehensive income. Any ineffective portion of the hedge is recognised immediately in profit or loss.

For cash flow hedges, where the forecast transactions resulted in the recognition of a non-financial asset or non-financial liability, the hedging gain or loss recognised in other comprehensive income is included in the initial cost or other carrying amount of the asset or liability. Alternatively when the hedged item is recognised in profit or loss the hedging gain or loss is reclassified to profit or loss.

When a hedging instrument expires or is sold, terminated or exercised, or the entity discontinues designation of the hedge relationship but the hedged forecast transaction is still expected to occur, the cumulative gain or loss at that point remains in equity and is recognised in accordance with the above policy when the transaction occurs. If the hedged transaction is no longer expected to take place, the cumulative unrealised gain or loss recognised in equity is recognised in the profit and loss immediately.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

1. Accounting policies (*continued*)

Impairment of financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit and loss.

Turnover

All turnover and profit on ordinary activities before taxation originates in the UK. Turnover is recognised in accordance with the finance debtor accounting policy.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Interest

Interest costs have been capitalised during the construction phase of the contract and will be amortised over the period of the concession.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

1. Accounting policies (*continued*)

Interest (*continued*)

Interest payable and similar charges include interest payable on borrowings and associated ongoing financing fees.

Other interest receivable and similar income include interest receivable on funds invested and interest recognised on the finance debtor based upon the finance debtor accounting policy below.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

Finance debtor and revenue recognition

The Company is accounting for the concession asset on the basis that all risks and rewards of ownership are substantially transferred to the customer. Consequently, the costs incurred by the Company on the design and construction of the assets have been treated as a finance debtor within these financial statements.

The Company is an operator of a Private Finance Initiative (PFI) contract, which was entered into prior to transition to FRS 102. Therefore the accounting has been continued using the accounting policies applied prior to the date of transition to FRS 102 as follows. The underlying asset was not deemed to be an asset of the Company under FRS 5, Application Note G, because the risks and rewards of ownership as set out in that Standard are deemed to lie principally with the Authority.

During the construction phases of the project, all attributable expenditure including finance costs is included in amounts recoverable on contracts and turnover. Upon becoming operational, the costs are transferred to the finance debtor. During the operational phase invoiced amounts net of value added tax, are 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 FRS 5 Application Note G. The Company recognises income in respect of service provided as it fulfils its contractual obligation in respect of these services and in line with fair value of consideration receivable in respect of these services.

Major maintenance costs are recognised on an incurred basis and the revenue receivable in respect of these services is recognised when the services are performed.

Judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with FRS 102 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.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

1. Accounting policies (*continued*)

Judgements and key sources of estimation uncertainty (*continued*)

The Company uses derivative finance instruments to hedge certain economic exposures in relation to movements in interest rates as compared with the position that was expected at the date the underlying transaction being hedged was entered into. The Company fair values its derivative financial instruments and records the fair value of those on its balance sheet. The measurement of fair value is based on estimates of future market interest and inflation rates and will therefore be subject to change. The company has used the Mark to Market valuation provided by the hedging party to assist with valuing such instruments.

The directors have applied their judgement in assessing the interest rate swaps to be fully effective and have therefore designated the instruments as a cash flow hedge.

Accounting for the service contracts and finance receivables requires estimation of service margins, finance receivable interest rates and the finance receivable amortisation profile which is based on forecasted results of the PFI contract.

The directors have reviewed the interest rates applied to the subordinated loan stock and consider these to be at market rate.

In accordance with the financial model 50% of the lifecycle costs are deemed to be in respect of replacing the original assets and are therefore capitalised into the financial debtor.

Agency arrangements

The Company has acted as agent on behalf of Bouygues E&S Infrastructure UK Limited in connection with the small works undertaken at the request of the Authority. The value of these transactions, whereby Enfield Lighting Services Limited act as agent is set out in note 2. These amounts have not been recognised and disclosed as turnover within the Company's profit and loss account. Enfield Lighting Services Limited has no commercial interest or exposure in respect of these transactions.

2. Analysis of turnover

	2019	2018
	£	£
Services income	<u>1,596,981</u>	<u>1,684,568</u>

All turnover originates in the United Kingdom.

In addition to the amounts disclosed as turnover above, the Company acts as the invoicing conduit for a number of transactions where the Company bears no risk or reward and the transactions are "pass through costs" where the Company generates neither profit nor loss. These items have been excluded from the turnover stated above as the directors consider this reflects the substance of the transactions. The total value of these pass through costs in the year were £1,555,893 (2018: £1,380,875).

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

3. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging:

	2019	2018
	£	£
Profit on ordinary activities before taxation is stated after charging:		
Auditor's remuneration:		
- for the statutory audit of the company	12,100	11,750
- taxation services	4,750	4,625
	<u>16,850</u>	<u>16,375</u>

The audit fee in respect of the Company was £7,260 for the year (2018: £7,050). The Company also bore the audit fees of the other group undertakings of £4,840 (2018: £4,700). Auditor's remuneration is payable to RSM UK Audit LLP and its affiliated entities.

4. Directors remuneration

The directors received no emoluments in respect of their services to the Company during the year (2018: £nil).

5. Particulars of employees

The Company had no employees during the year (2018: no employees).

6. Interest receivable and similar income

	2019	2018
	£	£
Finance debtor interest	1,084,896	1,117,565
Bank interest	1,246	676
	<u>1,086,142</u>	<u>1,118,241</u>

7. Interest payable and similar charges

	2019	2018
	£	£
Bank fees payable	32,322	19,338
Bank loan interest	204,443	169,006
Loan stock interest - payable to group entities	159,669	176,649
SWAP interest	495,677	586,184
	<u>892,111</u>	<u>951,177</u>

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

8. Taxation

(a) Tax on profit on ordinary activities	2019	2018
	£	£

Current tax:

UK corporation tax on profit for the year	19,978	17,117
Adjustments in respect of previous periods	(5,224)	-
Total current tax	14,754	17,117

Deferred tax:

Origination and reversal of timing differences	19,977	15,861
Impact of tax rate adjustment	(2,103)	3,896
Adjustments in respect of previous periods	14,739	277
Total deferred tax charge	32,613	20,034
Tax on profit on ordinary activities	47,367	37,151

(b) Tax recognised through other comprehensive income	2019	2018
	£	£

Deferred tax:

Deferred taxation on SWAP valuation movement	11,963	111,837
Total tax recognised through other comprehensive income	11,963	111,837

(c) Current tax reconciliation	2019	2018
	£	£

Profit on ordinary activities before taxation	210,291	180,173
Taxation using standard UK rate of 19% (2018: 19%)	39,955	34,233
Expenses not deductible for tax purposes	-	(128)
Effect of changes in tax rates	(2,103)	2,769
Adjustments in respect of previous periods	9,515	277
Total tax charge for the year	47,367	37,151

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

8. Taxation (*continued*)

(d) Factors that may affect future tax charges

Changes to the UK corporation tax rates were substantively enacted as part of Finance Act 2016 (on 6 September 2016). These include reductions to the main rate to reduce the rate to 17% from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

The Company has trade losses available to carry forward of £435,765 (2018: £602,346).

9. Deferred tax

	2019	2018
	£	£
Deferred Tax		
Arising on fair valuation of derivatives	452,934	464,897
Trade losses carried forward	74,080	106,693
Total deferred tax asset	527,014	571,590
Movement in deferred tax asset		
Origination and reversal of timing differences	(46,679)	(127,975)
Effect of tax rate change on opening balance	2,103	(3,896)
	(44,576)	(131,871)
Deferred tax asset at 1 July	571,590	703,461
Charged in the year to the profit and loss account	(32,613)	(20,034)
Charged in the year to other comprehensive income	(11,963)	(111,837)
Deferred tax asset at 30 June	527,014	571,590

The deferred tax asset recognised on tax losses has been on the basis to which these can be set off against future profits of the Company. There is no unprovided deferred tax (2018: nil). A deferred tax reversal of £22,724 is expected to occur in the year ending 30 June 2020.

A deferred tax asset is also recognised on the revaluation of the interest rate swaps held by the Company. These swaps have been designated as cash flow hedges (see note 15) and therefore the reversal of the deferred tax asset is shown through the cash flow hedge reserve.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

10. Debtors

	2019 £	2018 £
<i>Amounts falling due within one year</i>		
Finance debtor	973,397	874,645
Trade debtors	479,891	424,164
Other debtors	161	161
Prepayments and accrued income	3,336	4,946
Amounts due from group undertakings	1	1
	<u>1,456,786</u>	<u>1,303,917</u>
<i>Amounts falling due after one year</i>		
Finance debtor	20,256,803	21,059,991
Deferred tax	527,014	571,590
	<u>20,783,817</u>	<u>21,631,581</u>
Total debtors	<u>22,240,603</u>	<u>22,935,498</u>

During the year lifecycle costs of £170,291 (2018: £161,422) were capitalised into the finance debtor.

11. Cash at bank

Cash at bank includes the twelve current accounts with Allied Irish Bank having a balance of £842,843 (2018: £823,918). The restricted cash balance is £179,689 (2018: £194,269). Withdrawals from these bank accounts are restricted to items set out in the Credit Agreement with Allied Irish Bank and the Company must satisfy certain requirements before being permitted to withdraw any amounts from these accounts.

12. Creditors: amounts falling due within one year

	2019 £	2018 £
Bank loan	988,770	1,092,983
Loan stock - due to group entities	98,976	137,312
Trade creditors	269,942	213,662
Other taxation and social security	104,053	107,129
Corporation tax liability	28,497	15,471
Accruals and deferred income	9,279,622	8,973,782
	<u>10,769,860</u>	<u>10,540,339</u>

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

13. Creditors: amounts falling due after one year

	2019 £	2018 £
Bank loan	10,883,919	11,874,292
Interest rate swaps	2,664,320	2,734,688
Loan stock - due to group entities	1,191,441	1,257,520
	<u>14,739,680</u>	<u>15,866,500</u>

14. Interest-bearing loans and borrowings

This note provides information about the contractual terms of the Company's interest-bearing loans and borrowings, which are measured at amortised cost.

	2019 £	2018 £
Bank loan	12,006,537	13,113,204
Subordinated loan stock	1,290,417	1,394,832
	<u>13,296,954</u>	<u>14,508,036</u>

	2019 £	2018 £
Debt can be analysed as falling due as follows:		
Within one year	1,099,860	1,243,980
Between one and two years	1,079,341	1,174,082
Between two and five years	3,601,374	3,556,389
In five years or more	7,516,379	8,533,585
	<u>13,296,954</u>	<u>14,508,036</u>
Issue costs	<u>(133,848)</u>	<u>(145,929)</u>
	<u>13,163,106</u>	<u>14,362,107</u>

The Company has undrawn committed borrowing facilities of £nil (2018: £nil) expiring 31 July 2030 on the term loan facility, £517,177 (2018: £517,177) expiring on 31 July 2030 on the change of law facility and £1,031,310 (2018: £1,031,310) on the debt service facility expiring on 31 January 2030.

The term loan, change of law facility and debt service facility loan have a variable interest rate of LIBOR plus a margin of 0.75%.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

14. Interest-bearing loans and borrowings (*continued*)

The term loan and charge of law facility are secured, in favour of Allied Irish Bank, IKB Deutsche Industriebank, Landesbank Hessen-Thüringen (Helaba) and Landesbank Baden-Württemberg, over all assets of the Company, £23,083,446 (2018: £23,759,416). The term loan has a fixed repayment profile with payments falling due in March and September of each year.

On 21 April 2006, the Company issued £2,400,000 of unsecured loan stock due in 2031 part paid at the amount of £1. The loan stock was subscribed for by IIC Enfield Subdebt Limited. Payment of £2,155,268 in respect of loan stock was called up by the Company on 15 October 2009. The loan stock has an interest rate of 11.95%.

15. Financial Instruments

(a) Carrying amounts of financial instruments

The carrying amounts of the financial assets and liabilities include:

	2019	2018
	£	£
Assets measured at amortised cost		
- Finance debtor	21,230,200	21,934,636
- Accrued income	3,336	4,946
- Trade and other debtors	480,052	424,325
	<u>21,713,588</u>	<u>22,363,907</u>
Liabilities measured at amortised cost		
- Trade and other payables	(269,942)	(213,662)
- Bank loans and overdrafts	(11,872,689)	(12,967,275)
- Amounts owed to group undertakings	(1,290,417)	(1,394,832)
- Accruals	(342,818)	(336,658)
	<u>(13,775,866)</u>	<u>(14,912,427)</u>
Liabilities measured at fair value through profit and loss		
Interest rate swaps contract	<u>(2,664,320)</u>	<u>(2,734,688)</u>

(b) Financial instruments measured at fair value

Derivative financial instruments

The fair value of interest rate swaps is based on broker quotes. Those quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date.

(c) Hedge accounting

Derivative financial instruments designated as hedges of variable interest rate risk comprise of an interest rate swap.

To hedge the potential movement in the interest cash flows associated with the LIBOR rate used for the bank term loan described in note 14, the Company has entered into floating to fixed interest rate swaps with a nominal value equal to the initial borrowings with the same term as the loans and interest payment dates. These result in the Company paying 4.8070% per annum and receiving LIBOR.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

15. Financial Instruments (*continued*)

The following table indicates the periods in which the cash flows associated with the cash flow hedging instrument are expected to occur as required by FRS 102 Section 12.29(a) for the cash flow hedge accounting models and also the associated cash flow hedging instruments are expected to affect profit and loss.

2019						
	Carrying Amount £	Expected cash flows £	Within 1 year £	Between 1 - 2 years £	Between 2 - 5 years £	5 years and over £
Interest rate swap	(2,664,320)	(2,681,259)	(454,877)	(418,086)	(981,246)	(827,050)
	<u>(2,664,320)</u>	<u>(2,681,259)</u>	<u>(454,877)</u>	<u>(418,086)</u>	<u>(981,246)</u>	<u>(827,050)</u>

2018						
	Carrying Amount £	Expected cash flows £	Within 1 year £	Between 1 - 2 years £	Between 2 - 5 years £	5 years and over £
Interest rate swap	(2,734,688)	(2,901,090)	(522,332)	(449,884)	(1,013,360)	(915,514)
	<u>(2,734,688)</u>	<u>(2,901,090)</u>	<u>(522,332)</u>	<u>(449,884)</u>	<u>(1,013,360)</u>	<u>(915,514)</u>

(d) Fair values

The amounts for all financial assets and financial liabilities carried at fair value are as follows:

	2019 £	2018 £
Interest rate swaps contract	<u>2,664,320</u>	<u>2,734,688</u>

16. Share capital

Allotted, called up and fully paid:	2019		2018	
	Number	£	Number	£
Ordinary shares of £1 each	<u>25,000</u>	<u>25,000</u>	<u>25,000</u>	<u>25,000</u>

The Company's share capital is divided between 21,250 "A" Ordinary shares, 3,750 "B" Ordinary shares. All classes of shares rank pari passu to each other with regard to voting and rights to dividends until the completion of the dissolution and winding up of the Company.

Enfield Lighting Services Limited

Notes to the financial statements for the year ended 30 June 2019 (*continued*)

17. Reserves

Profit and loss account

The profit and loss account contains the cumulative retained earnings carried forward less distributions to owners.

Cashflow hedge reserve

The hedge reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

18. Related party transactions

At the balance sheet date, the Company was a wholly owned subsidiary of Jura Holdings Limited and has taken advantage of the exemption, under the terms of FRS 102, from disclosing related party transactions with entities that are part of the group headed by Jura Holdings Limited. The direct parent undertaking is IIC Enfield Holding Company Limited.

No remuneration was paid to key management personnel during the year by the Company (2018: £nil).

There were no other related party transactions entered into by the Company during the year.

19. Ultimate controlling party

At the balance sheet date the Directors regard Jura Holdings Limited, registered address First Floor Albert House, South Esplanade, St. Peter Port, Guernsey GY1 1AJ, as the ultimate parent company. Jura Holdings Limited is a joint venture between funds managed by Dalmore Capital Limited and Equitix Investment Management Ltd. The Directors consider that there is no ultimate controlling entity.

The Company's immediate holding company is IIC Enfield Holding Company Limited which is largest and smallest group for which consolidated financial statements are prepared. The consolidated financial statements of this group are available to the public and may be obtained from the Company Secretary, Third Floor Broad Quay House, Prince Street, Bristol, United Kingdom, BS1 4DJ.