Registration number: 13390485

Aigrette Financing (Issuer) PLC

Annual Report and Financial Statements

for the Year Ended 31 March 2023

Aigrette Financing (Issuer) PLC

Contents

Aigrette Financing (Issuer) PLC

Company Information

Directors

Mr Peter Simpson

Mr Steven Buck

Mr John Hirst

Company secretary

Mrs Claire Russell

Registered office

Lancaster House
Lancaster Way
Ermine Business Park
Huntingdon
PE29 6XU

Auditors

Deloitte LLP
London, United Kingdom

Aigrette Financing (Issuer) PLC

Strategic Report for the Year Ended 31 March 2023

The directors present their strategic report for the year ended 31 March 2023.

Fair review of Business

The Company was incorporated on 12 May 2021, as part of the Anglian Water Group Limited and Anglian Water Services (AWS) capital restructure.

In order to efficiently execute the refinancing of Anglian Water Services, in 2021/22, a new three-tier financing structure was set-up, and debt issued at the two tiers above Anglian Water Services. £650.5 million of new debt was issued by the Company, and a large proportion of these proceeds, and the proceeds of the debt issued at the Osprey Financing Group, further down the group structure, were injected as equity into Anglian Water Services to support its continuing investment grade credit rating. This year a further £75.0 million debt was issued by the Company.

The Anglian Water Group, whose ultimate parent company is Anglian Water Group Limited, operates a three-tier debt structure, referred to as OpCo, MidCo and HoldCo. Aigrette Financing (Issuer) PLC (AFIP) forms parts of the Aigrette Financing Limited (AFL) Group (Group headed up by AFL). The aim of this company is to raise debt and lend it to its parent company in the HoldCo part of the structure in order to maintain a certain net debt to capital ratio (net debt expressed as a percentage of Anglian Water's regulated capital value). As such the KPI for AFIP is the related net debt to capital ratio.

An intercompany facility is in place between AFIP and AFL under which external funds are provided to AFL. The intention is that the intercompany debt is on the same terms and conditions as the external debt. A management fee will be paid by AFL to AFIP and included in both companies' P&L's and taxable profits. The company has performed in-line with expectations with interest being incurred on its long-term borrowings and earned on the intercompany loan.

The statement of comprehensive income on page 14 shows the Company's results for the year. For the year ended 31 March 2023 the Company made a profit of £0.2 million (2022: Loss of £2 million).

At 31 March 2023 Aigrette Financing Limited's net debt to capital value ratio was 81% (2022: 83%).

Section 172 statement

Section 172 of the Companies Act 2006 requires the directors to act in the way they consider, in good faith, would most likely promote the success of the company for the benefit of its members as a whole.

Being one of the AFL Group's financing companies, the stakeholders are limited to investors, banks and ratings agencies. The Company has no employees, customers or suppliers however there are other companies within the group with whom there are intercompany relationships. As the Company does not operate separately to that of the AFL Group the Company's values and reputation are highly integrated with that of AFL and AWSL and therefore interested parties should read disclosures within the consolidated group annual report and financial statements.

Investors, banks and ratings agencies
The funding advanced by investors and banks is crucial to the delivery of the AFL Group's operating performance. Engagement is vital to understand their requirements, demonstrate our long-term sustainable vision and help them understand what makes Anglian Water a sound investment

How we engage
For the wider group, we hold investor presentations at least twice a year to coincide with preliminary and interim company results, and periodically hold additional events and site visits for investors. In addition, Peter Simpson, Steve Buck and the Company's Treasurer hold regular face-to face meetings and telephone conferences with banks and investors. We also engage with banks and investors through written reports,
including the Annual Report and the semi-annual report.

Key areas of engagement in 2022/23
Board members discuss key areas of Group risk with investors and banks to facilitate the continued funding of the business. Engagement with banks and investors informs our approach to sustainable financing. Anglian Water is committed to financing capital investment sustainably, while for their part, banks and investors have a clear appetite to invest in purpose-led, sustainable businesses such as ours.

Principal decisions made by the Board

Approval of annual and interim financial statements
The Board approves the annual or interim financial statements. The Board approves the annual or interim financial statements. The Board is engaged on any key issues impacting the Company throughout the year and gives appropriate time and consideration to the approval.

To give support to the Directors and enable them to discharge their duties, all new Directors receive a thorough induction programme on appointment which includes receiving a full background information pack, visits to operational sites and briefings from Executive Directors and senior managers.

The Company offers the Directors in-house training as necessary to aid their professional development and awareness of business and sector-specific issues. In addition, the Company offers to fund participation on externally provided training courses. All Directors are entitled to receive, at the Company's expense, independent professional advice on any matters relating to their responsibilities as a Director.

Principal risks and uncertainties

Risk management and internal control

The management of the business and execution of the Company's strategy are subject to several risks, the principal risks being management of liquidity and interest rate.

Liquidity

The Company's objective is to maintain flexibility, diversification and continuity of funding through access to different markets and debt instruments. At the year end the Company held cash at bank and in hand of £25.2 million (2022: £18.2 million) and had an undrawn committed revolving loan facility of £30.0 million (2022: £30.0 million). Cash is held on deposit by the Company to the extent required to meet near term debt repayments. These resources are maintained to ensure liquidity and the continuation of the AFL investment programme. Other funding requirements are sourced either from debt markets or loans from its parent company Aigrette Financing Limited which itself is funded by dividends originating from Anglian Water Services Limited, Anglian Water's operating entity.

Interest rates

The Company's policy for the management of interest rate risk follows that of the Aigrette Financing Limited group policy. That is to achieve a balanced mix of funding at indexed (to RPI and CPI), fixed and floating rates of interest for the group. To guard against the adverse movements in interest rates having a detrimental impact on the business and to enable covenanted obligations and credit ratings to be met, the overall underlying debt portfolio is maintained at between 45 per cent and 55 per cent of RCV for index-linked debt and between 5 per cent and 15 per cent for floating rate debt, with the remaining being fixed rate. Within these hedging levels, the Company endeavors to obtain the finest rates (lowest borrowing and finest depositing rates) consistent with ensuring that the relevant treasury objectives are met in full, i.e. the provision of adequate finance for Aigrette Financing Issuer Plc at all times and maintaining security of principal.

The management of the business and execution of the Company's strategy are subject to a number of risks, the principal risks being management of liquidity, interest rate and foreign currency exposure.

The Company's risks are managed as part of the Group risk management and internal control framework, the Board is responsible for the Company's systems of internal control and risk management and considers this to be fundamental to the achievement of the Company's strategic objectives. The Board's policy is to have systems in place that optimise the company's ability to manage risk in an effective and appropriate manner. Any areas of concern are reported to the next Board meeting and/or the Group's Audit Committee meeting as appropriate.

The Audit Committee has assisted the Board in formally reviewing the operation and effectiveness of the Group's system of internal controls and risk management on an annual basis.

Approved by the board on 07 June 2023. and signed on its behalf by:

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Mr Steven Buck

Director

Aigrette Financing (Issuer) PLC

Directors' Report for the Year Ended 31 March 2023

The directors present their report and the financial statements for the year ended 31 March 2023.

Directors of the company

The directors, who held office during the year, were as follows:

Mr Peter Simpson

Mr Steven Buck

Mr John Hirst

Dividends

No dividend was paid during the year (2022: £nil). The Directors are not recommending the payment of a final dividend.

Carbon reporting

The company has a very limited direct impact on the environment and is not a significant producer of greenhouse gas emissions. The company consumed less than 40,000 kilowatt hours of energy in the financial year and is therefore exempt from the streamlined energy and carbon reporting disclosure requirements.

Future developments

No changes to the company's principal activity is anticipated.

Going concern

Under the terms of the Company's financing arrangements, its parent, Aigrette Financing Limited (AFL) guarantees unconditionally and irrecoverably all the Company's borrowings. As the Company does not operate separately to the OAL group (the Group headed by Osprey Acquisitions Limited), the Directors have undertaken a detailed review of the OAL Group to meet its liabilities as they fall due for a period of at least 12 months from the date these financial statements are approved.

The Directors have undertaken a detailed review to assess the liquidity requirements of the group compared against the cash and facilities available to the group, as detailed below.

The review included a range of downside outcomes as a result of the macro-economic environment. Key updates since the previous assessment are as follows:

• There continues to be considerable market volatility particularly in terms of energy, interest rates and inflation.
• Higher inflation is improving gearing relative to RCV.

These updates along with company specific changes have been incorporated into our latest forecast which has been approved by the Board. This forecast forms our base going concern assessment which looks at liquidity, profitability and debt covenants.

Anglian Water Services Limited has a single debt platform (sometimes known as a "common terms" or "CTA" debt platform) that has been structured so as to align with, and enhance, the regulatory protections contained in the Water Industry Act 1991 and Anglian Water's Licence (an "Aligned Debt Programme"). Aligned Debt Programmes operate on a single covenant package and shared security and intercreditor arrangement that binds all debt providers.

In addition, Osprey Acquisitions Limited also has a common terms debt platform similar to that at Anglian Water Services Limited and operates a single set of covenants that applies to all debt raised at this level of the Group.

The CTA introduces two terms, a Trigger Event and an Event of Default. The intention of a Trigger Event is that it is an early warning event designed to reinforce credit worthiness and to protect the Company and its finance creditors from an Event of Default occurring and consequently it is not considered to be a going concern event. It does not enable creditors to destabilise the Company through enforcing their security.

In assessing Going Concern the Directors have considered a number of perspectives, including liquidity, profitability and debt covenants and tested these against both the base scenario and the three downside scenarios.

• Liquidity – The Group holds sufficient liquidity to cover the going concern period even under the most severe downside scenario.
• Profitability – The revenues of the business are underpinned by the regulatory model and the business has a detailed plan in place to deliver in line with the CMA FD. Our most severe scenario represents a 10 per cent reduction in EBITDA.
• Debt covenants – The business has significant headroom against Default Events (where class A interest cover ratio is less than 1.6:1) under its securitised covenants with no plausible scenario identified that would cause an Event of Default.

The Directors believe, after due and careful enquiry, that the business has sufficient resources to continue in operational existence for at least 12 months after the financial statements have been authorised for issue.

For these reasons, the Directors believe it appropriate to continue to adopt the going concern basis in preparing the financial statements.

Important adjusting events after the financial period

There have been no events between the balance sheet date, and the date on which the financial statements were approved by the Board, which would require adjustment to the financial statements or any additional disclosures.

Directors' liabilities

The Company maintains Directors' and officers' liability insurance which gives appropriate cover for legal action brought against its directors. The company has also provided an indemnity for its directors, which is a qualifying third party indemnity provision for the purpose of section 234 (2) - (6) of the Companies Act 2006. Both of these were in place throughout the financial year and up to the date of signing the financial statements.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Reappointment of auditors

The auditors Deloitte LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the board on 07 June 2023 and signed on its behalf by:

Steve Buck

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Mr Steven Buck
Director

Aigrette Financing (Issuer) PLC

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AIGRETTE FINANCING (ISSUER) PLC

Report on the audit of the financial statements

1. Opinion

In our opinion the financial statements of Aigrette Financing (Issuer) Plc (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 March 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the Profit and Loss account;
- the Balance Sheet;
- the Statement of Changes in Equity; and
- the related notes 1 to 13.

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

2. Basis for opinion

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

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard as applied to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. The non-audit services provided to the company for the year are disclosed in note 4 to the financial statements. We confirm that we have not provided any non-audit services prohibited by the FRC's Ethical Standard to the company.

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

3. Summary of our audit approach

Key audit matters	The key audit matter that we identified in the current year relates to borrowings.
Materiality	The materiality that we used in the current year was £21.8m which was determined on the basis of 3% of borrowings.
Scoping	Audit work to respond to the risks of material misstatement as performed directly by the audit engagement team.

4. Conclusions relating to going concern

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

Our evaluation of the Directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- Understanding Management's process to model the impact of going concern and agreeing relevant data points in the model to supporting documentation;
- Assessing the sophistication of the model used to prepare the forecasts, testing of the clerical accuracy of those forecasts and assessing the historical accuracy of forecasts prepared by Management;
- Assessing the assumptions used in establishing Management's base case, including comparison of key assumptions to independent data sources where relevant;
- Evaluating liquidity, including in the scenario where future financing is restricted;
- Evaluating the external financing to establish and assess the covenant requirements attached to this financing;
- Assessing the amount of headroom in the forecasts (cash and covenants); and
- Evaluating the sensitivity analysis including downside risks to reflect the macro-economic conditions, as prepared by Management.

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

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

5. Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on the overall audit strategy, the allocation of resources in the audit, and directing the efforts of the

engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5.1. Borrowings

Key audit matter description	The company issues external borrowings on behalf of the Aigrette Finance PLC group companies. This has resulted in the recognition of material borrowings of £725m (2022: £650m) as disclosed in Note 11. These external borrowings are recognised as financial liabilities measured at amortised cost, net of transaction costs. Due to the magnitude of the external borrowings held by the company, we have identified a key audit matter with respect to the carrying value of the borrowings.
How the scope of our audit responded to the key audit matter	In response to this matter, we have performed the following procedures: • Obtained an understanding of the relevant controls over the financial reporting process; • Agreed new borrowing proceeds, borrowing costs and interest terms where applicable to the underlying agreements; • Assessed the appropriateness of the accounting treatment applied for borrowings included the recognition at amortised cost; and • Evaluated the appropriateness of disclosures in respect to these liabilities included in the notes in the financial statements.
Key observations	Based on the work performed, we concluded that borrowings and the related disclosures are appropriately stated.

6. Our application of materiality

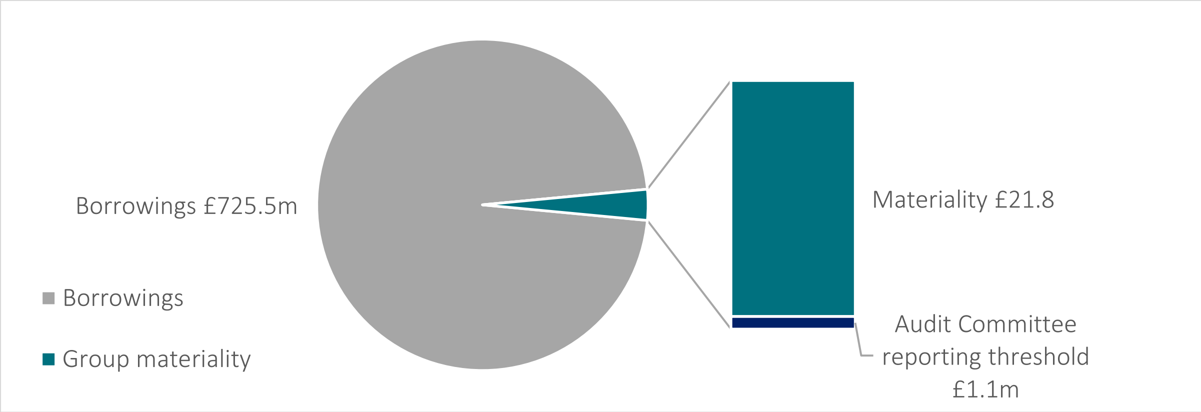
6.1. Materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Materiality	£21.8m
Basis for determining materiality	3% of borrowings.
Rationale for the benchmark applied	The entity has no trading activity, thus a balance sheet measure is the most appropriate benchmark, with borrowings selected as it represents the external financing exposure.

INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF AIGRETTE FINANCING (ISSUER) PLC



6.2. Performance materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Performance materiality was set at 70% of materiality for the 2023 audit. In determining performance materiality, we considered the following factors:

- our consideration of the company’s control environment;
- the limited number of changes to the business and the limited turnover of management and key accounting personnel during the year; and
- the history of a low number of corrected and uncorrected misstatements identified in previous periods.

6.3. Error reporting threshold

We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of £1.1m, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

7. An overview of the scope of our audit

7.1. Scoping

Our audit was scoped by obtaining an understanding of the entity and its environment, including internal control, and assessing the risks of material misstatement. Audit work to respond to the risks of material misstatement was performed directly by the audit engagement team.

7.2. Our consideration of the control environment

The company’s accounting records are contained within the group’s accounting system. Our work in relation to the group’s internal control environment involved testing of the group’s key reporting system. With the involvement of our IT specialists, we obtained an understanding of, and tested, relevant General Information Technology Controls (GITCs) within the group’s key reporting system, including the access controls, change management controls and controls around segregation of duties.

We obtained an understanding of the relevant controls within the borrowings business process, which are supported by the group’s key reporting system.

8. Other information

The other information comprises the information included in the annual report including the strategic report and the directors' report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained in the annual report.

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

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

9. Responsibilities of Directors

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

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

10. Auditor's responsibilities for the audit of the financial statements

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

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

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

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

11.1. Identifying and assessing potential risks related to irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance including the design of the company's remuneration policies, key drivers for Directors' remuneration, bonus levels and performance targets;
- results of our enquiries of Management, Internal Audit and the Audit Committee about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the company's documentation of their policies and procedures relating to:
  - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
  - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud; and
  - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations.

- the matters discussed among the audit engagement team and relevant internal specialists with consideration of group wide matters, including IT specialists, regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud. In common with all audits under ISAs (UK), we are required to perform specific procedures to respond to the risk of Management override.

We also obtained an understanding of the legal and regulatory frameworks that the company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act, Listing Rules and tax legislation.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

11.2. Audit response to risks identified

As a result of performing the above, we did not identify any key audit matters related to the potential risk of fraud or non-compliance with laws and regulations .

Our procedures to respond to risks identified included the following:

- reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- enquiring of Management, the Audit Committee and in-house legal counsel concerning actual and potential litigation and claims;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings of those charged with governance and reviewing any correspondence with HMRC; and
- in addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members including internal specialists, and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Report on other legal and regulatory requirements

12. Opinions on other matters prescribed by the Companies Act 2006

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

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

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

13. Matters on which we are required to report by exception

13.1. Adequacy of explanations received and accounting records

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have nothing to report in respect of these matters.

13.2. Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of Directors' remuneration have not been made.

We have nothing to report in respect of this matter.

14. Other matters which we are required to address

14.1. Auditor tenure

Following the recommendation of the audit committee, we were appointed by the Board of Directors on 27 September 2021 to audit the financial statements for the year ending 31 March 2022 and subsequent financial periods. The period of total uninterrupted engagement including previous renewals and reappointments of the firm is 2 years, covering the years ending 31 March 2022 to 31 March 2023.

14.2. Consistency of the audit report with the additional report to the audit committee

Our audit opinion is consistent with the additional report to the audit committee we are required to provide in accordance with ISAs (UK).

15. 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.

Kate Hadley (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Birmingham, United Kingdom

7 June 2023

Aigrette Financing (Issuer) PLC

Profit and Loss Account for the Year Ended 31 March 2023

	Note	2023 £ 000	2022 £ 000
Turnover		-	-
Operating profit/(loss)		-	-
Interest receivable and similar income	3	37,468	16,697
Loan Interest Payable - External	4	(36,975)	(16,686)
Expected credit movement on intercompany loan		(169)	(2,023)
Net finance cost		324	(2,012)
Profit/(loss) before tax		324	(2,012)
Tax on profit/(loss)	7	(94)	(2)
Profit/(loss) for the year		230	(2,014)

The above results were derived from continuing operations.

Aigrette Financing (Issuer) PLC

(Registration number: 13390485)
Balance Sheet as at 31 March 2023

	Note	31 March 2023 £ 000	31 March 2022 £ 000
Non-current assets			
Investments	8	723,308	648,477
Current assets			
Cash at bank and in hand	9	25,231	18,234
Total assets		748,539	666,711
Creditors: Amounts falling due within one year			
Trade and other payables	12	(24,679)	(18,173)
Income tax liability	7	(94)	(2)
Total creditors: Amounts falling due within one year		(24,773)	(18,175)
Net current assets		458	59
Total assets less current liabilities		723,766	648,536
Creditors: Amounts falling due after more than one year	11	(725,500)	(650,500)
Total liabilities		(750,273)	(668,675)
Net liabilities		(1,734)	(1,964)
Capital and reserves			
Called up share capital	10	50	50
Profit and loss account		(1,784)	(2,014)
Shareholders' deficit		(1,734)	(1,964)

Approved by the board on 07 June 2023 and signed on its behalf by:

....
Mr Steven Buck
Director

Aigrette Financing (Issuer) PLC

Statement of Changes in Equity for the Year Ended 31 March 2023

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 April 2022	50	(2,014)	(1,964)
Profit for the year	-	230	230
Total comprehensive income	-	230	230
At 31 March 2023	50	(1,784)	(1,734)

	Share capital £ 000	Retained earnings £ 000	Total £ 000
Loss for the year	-	(2,014)	(2,014)
Total comprehensive income	-	(2,014)	(2,014)
New share capital subscribed	50	-	50
At 31 March 2022	50	(2,014)	(1,964)

The notes on pages 17 to 24 form an integral part of these financial statements.

1 General information

The address of its registered office is:
Lancaster House
Lancaster Way
Ermine Business Park
Huntingdon
PE29 6XU
United Kingdom

These financial statements were authorised for issue by the board on 07 June 2023.

This is a private company registered in the United Kingdom.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates
The principal accounting policies applied in the preparation of these financial statements are set out below.

These financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101) and the Companies Act 2006 (the Act). FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of the act.

The Company is a qualifying entity for the purposes of FRS 101. The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Given the straight-forward nature of the Company no areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, have been identified by management.

The financial statements are prepared on a going concern basis under the historical cost convention as modified by the revaluation of derivative financial instruments at fair value. The principal accounting policies applied in the preparation of these financial statements are set out below.

No key assumptions or significant judgements were required in the preparation of these financial statements.

Summary of disclosure exemptions

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS101:
- The following paragraphs of IAS1 "Presentation of Financial Statements"
- 10(d) (statement of cash flows);
- 16 (statement of compliance with IFRS);
- 38 (comparative information in respect of paragraph 79(a)(iv) of IAS1);
- 38A (requirement for minimum of two primary statements including cash flow statements); and
- 111 (cash flow statement information)
- 134 -136 (capital management disclosures)
- -IAS 7 "Statement of cash flows"
- Paragraph 30-31 of IAS 8 "Accounting policies, changes in accounting estimates and errors" (requirement for the disclosure information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- Paragraph 8(d) of FRS 101 the requirements of IFRS 7 ‘Financial Instruments: Disclosures’
- The requirements of IAS 24 "Related party disclosures" to disclose related party transactions entered into between two or more members of a group.

Adjusting events after the financial period

There have been no events between the balance sheet date, and the date on which the financial statements were approved by the Board, which would require adjustment to the financial statements or any additional disclosures.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 April 2022 have had a material effect on the financial statements.

Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Investments

Fixed asset investments

Investments represent loans to the immediate parent undertaking (AFL) and reflect the "back-to-back" arrangement with the Company. After initial recognition at fair value, financial investments are held at amortised cost. This is based on the business' practice of acquiring financial assets to collect their contractual cash flows and the simple nature of the investments made, which consist solely of principal payments and interest on the principal outstanding.

The expected credit loss (ECL) model requires the Company to account for ECLs and changes in those ECLs at each reporting date to reflect changes in credit risk since initial recognition of the financial assets, therefore this is no longer dependent on the company first identifying a credit loss event. This requires consideration of a broader range of information when assessing credit risk and measuring ECLs, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:
• where credit risk is low or has not increased significantly since recognition ('Stage 1');
• where credit risk is not low or has increased significantly since initial recognition ('Stage 2'); and
• where the financial asset is credit impaired (Stage 3).
'12-month expected credit losses' are recognised for Stage 1 while 'lifetime expected credit losses' are recognised for Stage 2.

Expected credit losses are defined as the weighted average of credit losses with the respective risk of default occurring as the weights. A loss allowance for full lifetime ECL is required for a financial instrument if the credit risk on that financial
instrument has increased significantly since initial recognition. For all other financial instruments, ECLs are measured at an amount equal to the 12-month ECL.nvestments in securities are classified on initial recognition as available-for-sale and are carried at fair value, except where their fair value cannot be measured reliably, in which case they are carried at cost, less any impairment.

Unrealised holding gains and losses other than impairments are recognised in other comprehensive income. On maturity or disposal, net gains and losses previously deferred in accumulated other comprehensive income are recognised in income.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Borrowings

All borrowings are initially recorded at the amount of proceeds received, net of transaction costs. Borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the profit and loss account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in finance costs.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

3 Interest receivable and similar income

	2023 £ 000	2022 £ 000
Interest income on bank deposits	493	11
Interest on loans to immediate parent	36,975	16,686
	37,468	16,697

4 Interest payable and similar expenses

	2023 £ 000	2022 £ 000
Interest on loans and borrowings	36,975	16,686

5 Directors' remuneration

The monthly average number of persons employed by the Company (including Directors) during the period was nil. Anglian Water Group employees carry out all the activities of the Company, there is no specific recharge for these services. None of the Directors receive emoluments for the provision of services to the company. The Directors are remunerated through another group company and no recharges are made.

6 Auditors' remuneration

The remuneration for the audit of the company financial statements of £10,500 (2022: £10,500) was borne by another group company with no recharge to the entity.

7 Income tax

Tax charged in the profit and loss account

	2023 £ 000	2022 £ 000
Current taxation		
UK corporation tax	94	2

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2022 - higher than the standard rate of corporation tax in the UK) of 19% (2022 - 19%).

The differences are reconciled below:

	2023 £ 000	2022 £ 000
Profit/(loss) before tax	324	(2,012)
Corporation tax at standard rate	62	(382)
Increase from effect of revenues exempt from taxation	32	384
Total tax charge	94	2

8 Investments

Subsidiaries	£ 000
Cost or valuation	
At 1 April 2022	650,500
Additions	75,000
At 31 March 2023	725,500
Provision	
At 1 April 2022	2,023
Provision	169
At 31 March 2023	2,192
Carrying amount	
At 31 March 2023	723,308

9 Cash at bank and in hand

	31 March 2023 £ 000	31 March 2022 £ 000
Cash at bank	25,231	18,234

10 Share capital

Allotted, called up and fully paid shares

	31 March 2023		31 March 2022	
	No.	**£**	**No.**	**£**
Ordinary shares of £1 each	50,000	50,000	50,000	50,000

11 Loans and borrowings

	31 March 2023 £ 000	31 March 2022 £ 000
Non-current loans and borrowings		
Bank borrowings	725,500	650,500

	31 March 2023 £'000	31 March 2022 £'000
Instrument description		
£10.5 million fixed to floating rate notes 2027	10,500,000	10,500,000
£145 million fixed to floating rate notes 2028	145,000,000	145,000,000
£120 million 4.82% fixed rate 2030	120,000,000	120,000,000
£30 million floating rate notes 2030	30,000,000	30,000,000
£50 million fixed to floating rate notes 2030	50,000,000	50,000,000
£95 million floating rate private placements 2027	95,000,000	95,000,000
£75 million private placement 2030	75,000,000	-
£125 million floating term facility 2026	125,000,000	125,000,000
£75 million floating term facility 2026	75,000,000	75,000,000
Total	725,500,000	650,500,000

12 Creditors: amounts falling due within one year

	31 March 2023 £ 000	31 March 2022 £ 000
Amounts due to related parties	963	9,084
Other creditors	23,716	9,089
Income tax liability	94	2
	24,773	18,175

13 Parent and ultimate parent undertaking

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is Anglian Water Group Limited, incorporated in Jersey.

The address of Anglian Water Group Limited is:

44 Esplanade, St Helier, Jersey, JE4 9WG.

The Directors consider Anglian Water Group Limited to be the ultimate parent undertaking and controlling party. Anglian Water Group Ltd is itself owned by a consortium of investors consisting of CPPIB (Hong Kong) Limited, First Sentier Investors, Infinity Investments S.A., Global Infra (HK) E. Limited and Camulodunum Investments Limited..

The parent of the smallest group in which these financial statements are consolidated is Aigrette Financing Limited (AFL), incorporated in Jersey.

The address of Aigrette Financing Limited (AFL) is:

Lancaster House, Lancaster Way, Ermine Business Park, Huntingdon, PE29 6XU.