Scotland Gas Networks plc
Unaudited interim financial information
for the six-month period ended 30 September 2024

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Profit and loss account for the six-month period ended 30 September 2024

		Una	Audited	
	Notes	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Turnover		193	213	434
Net operating costs ¹	3	(130)	(127)	(265)
Operating profit		63	86	169
Interest receivable and similar income	5	3	4	7
Interest payable and similar expenses	6	(30)	(36)	(63)
Fair value movement on derivatives	10	1	(4)	(4)
Profit before taxation	4	37	50	109
Tax charge on profit	7	(10)	(13)	(28)
Profit for the financial period		27	37	81

¹ Included within Net operating costs are exceptional items to the sum of £nil (30 September 2023: £nil and 31 March 2024: £1m), see note 9 for more details.

Statement of comprehensive income for the six-month period ended 30 September 2024

		Una	Audited	
	Notes	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Profit for the financial period		27	37	81
Other comprehensive income/(loss)				
Gain arising on cash flow hedges	20	1	12	2
Remeasurement on net pension asset	20	4	(10)	(14)
Income tax relating to components of other comprehensive income/(loss)	20	(1)	-	3
Other comprehensive income/(loss) for the financial period net of income tax		4	2	(9)
Total comprehensive income for the period		31	39	72

Balance sheet as at 30 September 2024

		Unaudited	Audited
	Notes	30 September 2024 £'m	31 March 2024 £'m
Fixed assets			
Intangible assets	11	104	106
Tangible assets	12	2,348	2,305
Non-current financial assets	13	3	3
		2,455	2,414
Current assets			
Debtors	14	58	42
Cash at bank and in hand		18	18
		76	60
Creditors: amounts falling due within one year	15	(146)	(177)
Net current liabilities		(70)	(117)
Total assets less current liabilities		2,385	2,297
Creditors: amounts falling due after more than one year	16	(1,443)	(1,388)
Provisions for liabilities	17	(346)	(342)
Deferred income	18	(190)	(187)
Pension assets	19	92	87
Net assets		498	467
Capital and reserves			
Called up share capital		49	49
Hedging reserve		(19)	(20)
Profit and loss account		468	438
Shareholders' funds	20	498	467

Statement of changes in equity as at 30 September 2024

Balance at 30 September 2024		49	(19)	468	498
Dividends paid	8	-	-	-	-
Total comprehensive income		-	1	30	31
Other comprehensive income		-	1	3	4
Profit for the financial period		-	-	27	27
Balance at 1 April 2024		49	(20)	438	467
	Notes	£'m	£'m	£'m	£'m
		Called up share capital	Hedging reserve	Profit and loss account	Total

		Called up share capital	Hedging reserve	Profit and loss account	Total
	Notes	£'m	£'m	£'m	£'m
Balance at 1 April 2023		49	(21)	400	428
Profit for the financial period		-	-	37	37
Other comprehensive income/(loss)		-	9	(7)	2
Total comprehensive income		-	9	30	39
Dividends paid		-	-	(12)	(12)
Balance at 30 September 2023		49	(12)	418	455

Cash Flow Statement as at 30 September 2024

		Unaudited	Unaudited	Audited
		Six-month	Six-month	
		period ended	period	
		30	ended 30	Year ended
		September 2024	September 2023	31 March 2024
	Notes	£'m	£'m	£'m
Cash flows from operating activities			``	
Cash generated from operations	23	38	84	285
Interest paid		(14)	(15)	(50)
Tax paid		(2)	(1)	(13)
Net cash from operating activities		22	68	222
Cash flows from investing activities				
Purchase of intangible fixed assets		(3)	(1)	(6)
Purchase of tangible fixed assets		(76)	(75)	(151)
Customer contributions received		5	5	9
Net cash used in investing activities		(74)	(71)	(148)
Cash flows from financing activities				
Issue of debt		50	-	-
Repayment of debt		-	-	(65)
Payments of interest rate swaps		-	(3)	(1)
Receipts from inflation-linked swaps		2	5	5
Dividends paid		-	(12)	(33)
Net cash from/(used in) financing activities		52	(10)	(94)
Decrease in cash and cash equivalents		-	(13)	(20)
Cash and cash equivalents at beginning of financial period	24	18	38	38
Cash and cash equivalents at end of the financial period	24	18	25	18

Notes to the financial information for the six-month period ended 30 September 2024

1 Basis of preparation

This interim report for Scotland Gas Networks plc ("the Company") presents the unaudited financial information of the Company for the six-month period ended 30 September 2024. Unaudited profit and loss account comparative figures have been presented for the six-month period ended 30 September 2023. Comparative figures for the year ended 31 March 2024 have also been presented which have been derived from the audited statutory accounts of the Company.

This interim financial information does not constitute statutory financial statements within the meaning of section 435 of the Companies Act 2006.

The accounting policies used are consistent with those as set out in the statutory accounts of the Company for the year ended 31 March 2024, and these accounts are therefore prepared under FRS 102.

2 Segmental reporting

Turnover arises entirely in the United Kingdom and is attributable to the continuing activity of transportation of natural gas and the provision of related services, which the Directors consider represents a single class of business.

3 Net operating costs

	Six-month	Six-month	Year
	period ended	period ended	ended 31
	30 September	30 September	March
	2024	2023	2024
	£'m	£'m	£'m
Net operating costs	130	127	265

4 Profit before taxation

The profit is stated after charging/ (crediting):

	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Depreciation	32	31	61
Loss on disposal of fixed assets	-	-	1
Goodwill amortisation	1	1	3
Computer software amortisation	4	3	6
Amortisation of customer contributions	(2)	(2)	(4)

5 Interest receivable and similar income

	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Net defined benefit pension income	2	2	5
Other interest receivable	1	2	2
	3	4	7

6 Interest payable and similar expenses

	Six-month period ended 30 September 2024	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Interest payable on fixed rate instruments	20	20	38
Interest payable on floating rate instruments	3	4	8
Interest payable on inflation-linked instruments	7	12	15
Other interest payable	-	-	2
	30	36	63

6 Interest payable and similar expenses - continued

Included within interest payable on inflation-linked instruments is £8m of accretion on RPI-linked debt instruments (30 September 2023: £8m and 31 March 2024: £10m) and £3m of accretion on CPI-linked debt instruments (30 September 2023: £4m and 31 March 2024: £4m).

7 Tax charge on profit on ordinary activities

	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Current tax charge	7	12	21
Deferred tax charge	3	1	7
Total tax charge for the period	10	13	28

8 Dividends

	Six-month period ended 30 September 2024 £'m	Year ended 31 March 2024 £'m
Equity shares		
Interim dividend paid nil pence per share (31 March 2024: cash dividend of 65.80 pence per share)	-	33

9 Exceptional items

	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Exceptional items included within Net operating costs:			
Onerous provision*	-	-	1

^{*}During the year ended 31 March 2024, the Company recognised an onerous contract provision of £1m in respect of the obligation to complete the H100 Fife project to construct an end-to-end hydrogen system for approximately 300 homes in Scotland.

10 Fair value movements on derivatives

	Six-month period ended 30 September 2024	Six-month period ended 30 September 2023	Year ended 31 March 2024
	£'m	£'m	£'m
Fair value movements on derivatives:			
Net (gains)/losses on derivative financial instruments*	(1)	4	4
Included within taxation:			
Tax charge/(credit) on net (gains)/losses on derivative financial instruments	-	1	(1)

^{*} Net losses/(gains) on derivative financial instruments comprise gains and losses arising on derivative financial instruments reported in the Statement of Profit and Loss. These exclude gains and losses for which hedge accounting has been effective, which has been recognised directly in the statement of comprehensive income. Included within net losses on derivative financial instruments is £3m of accretion on CPI-linked swaps (30 September 2023: £5m and 31 March 2024: £6m).

11 Intangible fixed assets

	Goodwill	Software	Total
	£'m	£'m	£'m
Cost			
At 1 April 2024	143	44	187
Additions	-	3	3
At 30 September 2024	143	47	190
Accumulated amortisation			
At 1 April 2024	(54)	(27)	(81)
Amortisation for the period	(1)	(4)	(5)
At 30 September 2024	(55)	(31)	(86)
Net book value			
At 30 September 2024	88	16	104
At 31 March 2024	89	17	106

12 Tangible fixed assets

← III	machinery £'m	equipment £'m	Total £'m
47	2,950	50	3,047
-	70	6	76
-	(1)	-	(1)
47	3,019	56	3,122
(16)	(691)	(35)	(742)
(1)	(29)	(2)	(32)
-	-	-	-
(17)	(720)	(37)	(774)
30	2,299	19	2,348
31	2,259	15	2,305
	(16) (1) - (17)	47 2,950 - 70 - (1) 47 3,019 (16) (691) (1) (29) (17) (720)	47 2,950 50 - 70 6 - (1) - 47 3,019 56 (16) (691) (35) (1) (29) (2) (17) (720) (37)

13 Non-current financial assets

	30 September	31 March
	2024	2024
	£'m	£'m
Derivative financial instruments - interest rate	3	3
swaps not in hedge relationships		

14 Debtors

	30 September 2024 £'m	31 March 2024 £'m
Trade and other debtors	26	35
Amounts owed by group undertakings	25	-
Prepayments and accrued income	7	3
Corporation tax	-	4
	58	42

Amounts owed by group undertakings includes:

- an intercompany loan due from Southern Gas Networks plc of £38m (31 March 2024: due to Southern Gas Networks plc of £6m). The loan is repayable on demand and it bears interest at the Bank of England Base Rate (31 March 2024: Bank of England Base Rate plus 1 percent).

This is partially offset by:

- intercompany trade balances due to the Group of £13m (31 March 2024: £28m).

The intercompany loan balance between Southern Gas Networks plc and the Company is significantly different to the loan position as at the previous year end. This is driven by the net cashflow movements, as the intercompany loan is the result of the daily automated cash pooling.

15 Creditors: amounts falling due within one year

	30 September 2024 £'m	31 March 2024 £'m
Bank overdraft	3	-
£35m 2.407% fixed rate loan due 2025	35	35
Trade creditors	32	40
Other creditors	5	5
Amounts owed to group undertakings	-	34
Social security and other taxes	4	3
Accrued interest	23	12
Accruals	27	30
Deferred income	17	18
	146	177

For details of Amounts owed to group undertakings see Note 14.

16 Creditors: amounts falling due after more than one year

	30 September 2024 £'m	31 March 2024 £'m
Derivative financial liabilities – interest rate swaps	24	25
Derivative financial liabilities - inflation-linked swaps	16	17
Inflation-linked debt	342	333
Fixed rate debt	981	933
Floating rate debt	80	80
	1,443	1,388

In September 2023, the Company submitted a notice of its intention to repay early some of its floating rate notes amounting to £65m, which were fully repaid as at 31 March 2024.

The Company has a total revolving credit facility of £150m (31 March 2024: £150m) which expires in March 2027, on which there are two 1-year extension options maturing in March 2025 and March 2026 respectively. This facility was undrawn at 30 September 2024 (31 March 2024: undrawn).

Interest rate swaps

In October 2022, Scotland Gas Networks plc entered into three interest rate swaps totalling £90m that convert a portion of the £184m fixed rate notes, entered into within the same month, into floating rates based on SONIA:

- £30m of the £34m notes due 2032 converted from fixed to SONIA plus 2.115%, effective October 2022:
- £30m of the £30m notes due 2035 converted from fixed to SONIA plus 2.373%, effective March 2023;
- £30m of the £50m notes due 2035 converted from fixed to SONIA plus 2.2695%, effective October 2022.

In June 2022 the mandatory break on the Company's £80m IRS was extended by 10 years to March 2033. As part of this exercise, the swap was novated to another of the SGN Group's relationship banks and the fixed rate payable leg was increased by around 0.5%. The floating rate receivable was unchanged and remains the same as the floating rate payable on the hedged £80m floating rate bond due 2043.

In February 2023, the Company entered into a single £30m interest rate swap to 're-fix' the interest rate swap hedging the fixed rate notes due in 2032. The new swap's floating receive leg exactly offsets the original swap's floating pay leg, resulting in a net fixed exposure.

In May 2023, the Company entered into a single £30m interest rate swap to 're-fix' the interest rate swap hedging the fixed rate notes due in 2035 that was effective in March 2023. The new swap's floating receive leg exactly offsets the original swap's floating pay leg, resulting in a net fixed exposure.

17 Provisions for liabilities

	Environmental £'m	Deferred tax £'m	Other provisions £'m	Total £'m
At 1 April 2024	5	331	6	342
Movement during the period	-	4	-	4
Reassessments during the period	-	-	_	_
At 30 September 2024	5	335	6	346

The environmental provision represents the Directors' best estimate of environmental restoration costs, where the Company has a legal obligation to restore sites at the balance sheet date. The provision has been discounted and is stated at the present value of the expenditure expected to be required to settle the obligation. The provision is expected to be utilised over the next 1.5 years in line with anticipated regulatory output requirements for land remediation.

Other provisions consist of asbestos related liabilities and other provisions relating to the operations of our gas networks. The other provisions represent management's best estimates of the future expenditure necessary to settle the obligations. The provision has been discounted and is stated at the present value of the estimated expenditure to settle the obligation. The asbestos related provision is expected to be utilised over the next 27.5 years. The other provisions relating to the operations of our gas networks are expected to be utilised in the next year.

During the year ended 31 March 2024, an onerous contract has been identified in relation to the H100 Fife project, as a result of cost overruns. The onerous provision of £1m, included within Other provisions, reflects the unavoidable costs under the contract, which are the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The provision represents management's best estimates of the future expenditure necessary to settle the obligations.

Deferred tax has been measured based upon corporation tax rates substantively enacted at the balance sheet date.

18 Deferred income

Customer contributions

The Company has received customer contributions relating to plant and machinery. In accordance with the Company's accounting policy the assets are capitalised within fixed assets and the contributions are recognised as deferred income in the balance sheet. The connections contributions are from customers being connected to the network and replacement contributions are related to the diversion of gas mains.

The deferred income is released to the profit and loss account over the estimated lives of the related assets.

18 Deferred income - continued

The amount deferred under this policy was as follows:

	Connections	Replacement	Total
	2024	2024	2024
	£'m	£'m	£'m
Customer contributions as at 1 April 2024	112	75	187
Customer contributions deferred in the period	3	2	5
Amortisation in year	(1)	(1)	(2)
	114	76	190

Customer contributions exclude Deferred income presented as part of Creditors: Amounts falling due within one year, as those amounts relate to unfinished projects, where the associated asset is not yet completed.

19 Pension assets

The Company is a wholly owned subsidiary of SGN MidCo Limited. The ultimate parent undertaking is Scotia Gas Networks Limited which operates the Scotia Gas Networks Pension Scheme ('the Scheme'), a defined benefit scheme. A significant proportion of the Company's employees are members of this Scheme. Under the Scheme, the employees are entitled to retirement benefits based on final salary on attainment of retirement age (or earlier withdrawal or death). The Scheme is open to future accrual of benefits and closed to new members.

The Scheme is operated by Scotia Gas Networks Limited and is funded with assets held in separate trustee administered funds. It is subject to independent valuations at least every three years, on the basis of which the qualified actuary determines the rate of employers' contribution, which, together with the specified contributions payable by the employees and proceeds from the Scheme's assets, are expected to be sufficient to fund the benefits payable under the Scheme.

The most recent triennial valuation of the Scheme was carried out at 31 March 2021. The next triennial valuation as at 31 March 2024 is in progress at the signing date of this report. The Company has employed an independent actuary to approximately update this valuation allowing for differences between the actuarial assumptions used by the Scheme for funding purposes and those adopted by the Company to measure the Scheme's liabilities on the financial statements, as well as adjusting for benefit accrual and benefits paid by the Scheme. The present value of the defined benefit obligation, the related current service cost and past service cost were measured using the projected unit credit method. In accordance with FRS 102, a limited actuarial review has been carried out by Broadstone Corporate Benefits Limited at 30 September 2024 using the projected unit method.

19 Pension assets - continued

The fair value of the assets in the scheme and the present value of the liabilities in the scheme were:

Fair value

Actuarial gains Benefits paid

Closing balance

Fair value		
	30 September	31 March
	2024	2024
	£'m	£'m
Government bonds	157	152
Corporate bonds	84	88
Cash	6	10
Insurance contracts	74	77
Total market value of assets	321	327
Actuarial value of liabilities	(229)	(240)
Net pension asset	92	<u>87</u>
Movements in the present value of defined benefit obligations we	re as follows:	
	30 September	31 March
	2024	2024
	£'m	£'m
Opening balance	(240)	(242)
Current service cost	(1)	(3)
Interest cost	(6)	(11)
Actuarial gains	13	8

Movement in the fair value of scheme assets were as follows:

	30 September	31 March
	2024	2024
	£'m	£'m
Opening balance	327	340
Interest income	8	16
Contributions from the Company	-	2
Remeasurement of scheme assets	(9)	(22)
Benefits paid	(5)	(8)
Administration costs		(1)
Closing balance	<u>321</u>	327

5

(229)

8

(240)

19 Pension assets - continued

The actual loss on plan assets was:

	Six-month period ended 30	Six-month period ended 30	Year ended 31
	September	September	March
	2024	2023	2024
	£'m	£'m	£'m
Loss on plan assets excluding interest income	(9)	(41)	(22)
Interest income on plan assets	8	8	16
Actual loss on plan assets	<u>(1)</u>	(33)	(6)

Amounts recognised in the profit and loss account in respect of these defined benefit schemes are as follows:

Current service cost Administration costs	Six-month period ended 30 September 2024 £'m (1)	Six-month period ended 30 September 2023 £'m (1) (1)	Year ended 31 March 2024 £'m (3) (1)
Total charged to net operating costs:	(1)	(2)	(4)
Expected return on scheme assets Interest charge on scheme liabilities	8 (6)	8 (6)	16 <u>(11)</u>
Net interest credit	2	2	5
Total charge to the profit and loss account	1		1
Actuarial losses on scheme assets Actuarial gains on scheme obligations	Six-month period ended 30 September 2024 £'m (9)	Six-month period ended 30 September 2023 £'m (41) 31	Year ended 31 March 2024 £'m (22) 8
Gains/(Losses) recognised in other comprehensive inco	ome <u>4</u>	(10)	<u>(14</u>)

19 Pension assets - continued

A High Court legal ruling in June 2023 (Virgin Media Limited v NTL Pension Trustees II Limited) decided that certain rule amendments were invalid if they were not accompanied by the correct actuarial confirmation. While the ruling only applied to the specific pension scheme in question, if it stands, it will form part of case law and can therefore be expected to apply across other pension schemes. The ruling is subject to appeal and it may take some time for the outcome of the appeal to be known. The Company has not assessed the extent of any likely impacts from this ruling and considers that there is sufficient uncertainty not to warrant recognition of any potential obligation in respect of this in the statement of financial position at 30 September 2024 and 31 March 2024. Any subsequent developments following this ruling will be monitored by the Company.

20 Reconciliation of movements in shareholders' funds

		Six-month period ended 30 September 2024 £'m	Year ended 31 March 2024 £'m
Profit for the period		27	81
Gain arising on cash flow hedges		1	1
Remeasurement on net pension asset		3	(10)
Dividends paid	8	-	(33)
Net increase in shareholders' funds		31	39
Opening shareholders' funds		418	379
Closing shareholders' funds		449	418

21 Contingent liabilities

Other legal and regulatory claims

The Company is party to various litigation, claims and investigations, including in relation to health and safety matters. These proceedings include claims and litigation matters which, based on the advice of legal counsel, management believes may result in potential liabilities. As of the reporting date, the ultimate outcome of these proceedings is either uncertain or the amount of the obligation cannot yet be reliably estimated. Accordingly, no provision has been recognised for these contingent liabilities.

Management continuously evaluates the progress of legal proceedings and assesses the likelihood of any potential loss, taking into account available information and legal advice. Should circumstances arise where it becomes probable that a loss will be incurred and the amount can be reliably estimated, appropriate provisions will be recognised in the financial statements at that time.

It is possible that the resolution of these proceedings could have a material adverse effect on the financial position, results of operations, or cash flows of the Company.

22 Subsequent events

On 2 December 2024, Simon Kilonback, the Company's Chief Financial Officer, will succeed Mark Wild as Chief Executive Officer. At the date of this report, Jeremy Robinson is acting Interim Chief Financial Officer until Antony King takes up the position on a permanent basis on 2 December 2024.

On 20 November 2024, the Company raised £20m of private placement notes, all of which was drawn in December.

23 Reconciliation of profit before taxation to cash generated from operations

	Six-month period ended 30 September 2024 £'m	Six-month period ended 30 September 2023 £'m	Year ended 31 March 2024 £'m
Profit before tax	37	50	109
Depreciation charges	32	31	61
Amortisation charges	5	4	9
Loss on disposal of fixed assets	-	-	1
Amortisation of deferred income	(2)	(2)	(4)
Decrease in provisions	-	(1)	-
Interest payable and similar expenses	30	36	63
Fair value movement on derivatives	(1)	4	4
Interest receivable and similar income	(3)	(4)	(7)
Other operating cash flows	(1)	-	(2)
	97	118	234
(Increase)/decrease in trade and other debtors	(54)	(2)	5
(Decrease)/Increase in trade and other creditors	(5)	(32)	46
Cash generated from operations	38	84	285

24 Analysis of changes in net debt

	At 1 April 2024 £'m	Cash flow £'m	Other non-cash changes £'m	At 30 September 2024 £'m
Cash Cash at bank	18			18
	18			18
Debts Debts falling due within 1 year Debts falling due after 1 year	(35) (1,346) (1,381)	(50)	(3) (7) (10)	(38) <u>(1,403)</u> <u>(1,441)</u>
Derivative financial instruments Derivative financial assets Derivative financial liabilities	3 (42)	<u>.</u>	2	3 (40)
	(39)		2	(37)
Total	(1,402)	(50)	(8)	<u>(1,460)</u>

Cash and cash equivalents contain £18m (31 March 2024: £18m) of cash which is contractually restricted to be used on designated innovation projects only and is not available for general use.

25 Major non-cash transactions

Other non-cash movements in borrowings relate to the amortisation of borrowing fees and loan accretion accruals.