

**Northern Gas Networks Operations Limited**

Annual Report and accounts  
for the year ended 31 March 2019

Registered number: 03528783

## Strategic report

For the year ended 31 March 2019

The directors present their Annual Report on the affairs of the company, together with the accounts and auditor's report, for the year ended 31 March 2019.

The accounts are presented under Financial Reporting Standard 102 (FRS102) issued by the Financial Reporting Council.

### **Review of the business**

The company's purpose is to operate and maintain the North of England gas distribution network on behalf of its parent Northern Gas Networks Limited (NGN), so that the Northern Gas group provide safe and secure gas supplies to the people and the businesses within the distribution network. NGN hold all licence obligations with Ofgem and the Health and Safety Executive (HSE) and hold the network assets. The company is the operational entity with the cost of all work recharged to NGN. The company holds all employees of the NGN group. The company's vision of success mirrors that of NGN, which is to be consistently benchmarked by the regulators, Ofgem and the HSE as being in the top two comparable utilities in safety management, efficiency and customer service, which in turn will generate value to the shareholders of the company.

### **Financial and operational review**

Operating profit for the year was £100,000 (2018 - £100,000) as all costs plus a margin are recharged to NGN. The balance sheet at 31 March 2019 shows net assets of £0.6m (2018 - £0.5m).

#### *Key performance indicators (KPIs)*

The company is managed as part of the overall group with costs recharged to NGN. For this reason, the company's directors believe that specific key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the group, including this company, is discussed in the Northern Gas Networks Holdings Limited (NGNH) Annual Report.

#### *Environment*

The company recognises the importance of its environmental responsibilities and undertakes its operations in an environmentally sensitive manner, complying with all relevant legislative requirements and higher standards where possible. The company is committed to the protection of the environment in the region it serves. The company's environmental management systems are certified under ISO 14001 and OHSAS 18001. This helps the directors to deal proactively with future environmental issues and legislation and assist in the development of environmentally beneficial projects.

### **Future prospects and subsequent events**

The directors expect the future prospects of the company to be consistent with performance shown within this Annual Report and accounts. From 1 April 2013, the current price control (RIIO-GD1) period commenced, which gives the group of which the company is a member security over regulated revenue until 31 March 2021. Further going concern details can be found within the Directors' report. There are no material post balance sheet events. The company continues to consider the potential impact of Brexit on its business, through the transition period and beyond. For now, existing laws and trading arrangements are unchanged. Based on the assessment of the latest available information, our principal risk continues to be that there could be a sustained period when the import of certain raw materials could be challenging, which could curtail planned work if inventory levels were depleted. In mitigation, stock levels of critical spares have been elevated as at 31 March 2019.

## Strategic report (continued)

### **Principal risks and uncertainties**

The company's principal risks and uncertainties are set out below, mirroring those of NGN.

#### *Regulatory environment, revenue and costs*

The gas industry is subject to extensive legal and regulatory obligations and controls with which the company must comply. The application and possible changes of these laws, regulations and regulatory standards could have an adverse effect on the operations and financial position of the company or, in the case of misreporting, a potential fine.

#### *Mitigation*

NGN engages with the regulatory authorities extensively at all levels of seniority to understand future plans and potential impacts on the business. The company responds to all potential changes which impact on the business and seek to mitigate any adverse impacts. The business has in place an extensive set of policies and procedures to ensure compliance with legal and regulatory obligations. The implications of the next price control, RII0-GD2, are being assessed although this does not start until 1 April 2021.

#### *Health and safety*

There is a risk that an incident within the network leads to injury to an employee, contractor or a member of the general public. Any such incident could have an adverse effect primarily for individuals concerned, but also on the reputation of the company, or lead to potential prosecution.

#### *Mitigation*

Health and Safety is our priority. The business has an Environment Health & Safety team that ensure compliance with our management safety system and monitor it on a monthly basis with key KPIs.

#### *Network performance*

If the network assets were to fail it could result in a loss in supply of gas to customers and associated adverse publicity and an unexpected increase in costs.

#### *Mitigation*

The company have a set of policies and procedures we adhere to, to ensure the integrity of the network and ensure that the people who work on the network are qualified and competent.

#### *Employees*

The success of the company depends to a significant extent on the contribution of its employees and the employees of operational contractors. Fair and effective recruitment, training and employee development are critical to the successful functioning and progression of the business. The ability to adapt in a climate of change is dependent on the appointment and retention of a high calibre, competent, flexible, quality conscious and customer focused workforce all of whom are committed to business success and are given appropriate training.

## Strategic report (continued)

### Principal risks and uncertainties (continued)

#### *Mitigation*

Appropriate succession planning strategies mean that development of existing staff is crucial. The company, as an equal opportunities employer, ensures that no job applicant receives less favourable treatment because of his or her age, colour, disability, ethnic or national origin, gender, marital status or sexuality or is disadvantaged by conditions or requirements which are irrelevant to performance and the company's needs. The company has published its gender pay gap analysis which can be found at: <https://www.northerngasnetworks.co.uk>. The company comply with all UK human rights laws and has processes and procedures to assess risk in this area, including an employee grievance procedure. The company also has a fraud policy statement which protects employees from bribery and corruption. No issues have been reported in the year.

### Financial risk management objectives and policies

The company's financial instruments comprise group debtors, cash and various items such as trade debtors and trade creditors that arise directly from its operations. There are no uncontrolled key risks associated with these financial instruments as their main purpose is to finance the company's operations. The company does not hold or issue any derivative financial instruments for speculative purposes.

#### *Credit Risk*

Credit risk is the risk that a counterparty fails to discharge an obligation to the company. The company has minimal exposure to credit risk.

#### *Liquidity Risk*

The company is funded through debt raised by the group. The maturities of all debt and committed debt facilities other than amortising loans, are managed such that at any one time all have a time to maturity of more than one year and that at least 50% by value have a time to maturity of more than five years. Debt and facility maturities are staggered to avoid excessive concentrations in any twelve month period as well as the period around regulatory reset dates where possible.

By order of the Board



M J Horsley

Director

12 July 2019

## Directors' report

For the year ended 31 March 2019

The directors present their Annual Report on the affairs of the company, together with the accounts and auditor's report for the year ended 31 March 2019. The following disclosures have been disclosed in the strategic report and are included in this report by way of cross reference here: principal activities, business review including KPI's, principal risks and uncertainties, financial risk management objectives and policies and future prospects and subsequent events.

### Directors

The directors, who served throughout the year and subsequently except as noted, were as follows:

A J Hunter (Chairman)  
M J Horsley (Chief Executive Officer)  
H L Kam  
C T Wan  
N D McGee  
D N Macrae  
L S Chan  
C C Tsai  
S D Beer

### The Board of Directors

The daily operations of the business are managed by a Senior Management Team ("SMT") and the Chief Executive Officer ("CEO"). All significant decisions are referred to the Northern Gas Networks Limited Board of Directors.

The Northern Gas Networks Operations Limited Board of Directors ("the Board") meets at least once a year. The number of Board meetings held during the year and attendees (including alternates) at the Board meetings are detailed below:

Year ended 31 March 2019		Year ended 31 March 2018	
Date	Attendees	Date	Attendees
18 July 2018	8 out of 9	26 July 2017	7 out of 9

The effectiveness of systems and internal controls are reviewed on an ongoing basis by the SMT. The Board is ultimately responsible for the system of internal controls and for the review of their overall effectiveness.

### Directors indemnities

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

## Directors' report (continued)

### **Dividends**

The directors do not recommend payment of a dividend (2018 - £nil).

### **Going Concern**

The company's business activities, performance and position, together with its principal risks and uncertainties likely to affect its future development and performance are set out in the strategic report.

The company is able to pay its liabilities as they fall due, with all costs being recharged to NGN which in turn has the reliability of regulated revenue under RII0-GD1. The existence of the company is dependent upon the existence of NGN, with it being the regulated licence holder of Ofgem.

It should be noted that the Northern Gas Networks group had £200m of debt at the balance sheet date falling due in July 2019, with the required refinancing completed in June 2019.

The directors have made enquiries and reviewed the forecasts, including sensitivity analysis, and have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and accounts.

### **Disabled employees**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of employees becoming disabled every effort is made to ensure that their employment with the company continues and that appropriate training is arranged. It is the policy of the company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of all other employees.

### **Employee consultation**

The company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the company. This is achieved through both formal and informal meetings. Employees are consulted regularly on a wide range of matters affecting their current and future interests. Some employees are eligible to receive an annual bonus related to the overall financial and operational performance of the company.

### **Supplier payment policy**

The company's policy, which is also applied by the group, is to settle terms of payment with suppliers when agreeing the terms of each transaction, ensure that suppliers are made aware of the terms of payment and abide by the terms of payment.

## Directors' report (continued)

### Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the 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.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor.

Approved by the Board and signed on its behalf by:

By order of the Board



M J Horsley  
Director

12 July 2019

1100 Century Way  
Thorpe Park Business Park  
Colton  
Leeds  
LS15 8TU  
United Kingdom

## Directors' responsibilities statement

The directors are responsible 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 Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of 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 then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 Northern Gas Networks Operations Limited

## ***Report on the audit of the financial statements***

### ***Opinion***

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Northern Gas Networks Operations Limited (the 'company') which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the statement of accounting policies; and
- the related notes 1 to 11.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

### ***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 are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

## Independent auditor's report to the members of Northern Gas Networks Operations Limited (continued)

We have nothing to report in respect of these matters.

### ***Other information***

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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 respect of these matters.

### ***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.

### ***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: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

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Independent auditor's report to the members of Northern Gas Networks Operations Limited  
(continued)

***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.

***Report on other legal and regulatory requirements***

***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.

***Matters on which we are required to report by exception***

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.



**Scott Bayne FCA (Senior Statutory Auditor)**

For and on behalf of Deloitte LLP

Statutory Auditor

Leeds, United Kingdom

12 July 2019

## Statement of comprehensive income

For the year ended 31 March 2019

	Notes	2019 £'000	2018 £'000
<b>Turnover</b>	1	298,365	295,080
Cost of sales		(298,265)	(294,980)
<b>Operating profit and profit on ordinary activities before tax</b>	2	100	100
Tax on profit on ordinary activities	5	(17)	43
<b>Profit for the financial year</b>		83	143
Other comprehensive income		-	-
<b>Total comprehensive income</b>		83	143

The above results arise from continuing operations.

Profit for the year is all attributable to the equity shareholders of the company.

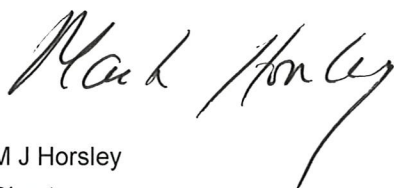
The accompanying notes on pages 17 to 21 are an integral part of this statement of comprehensive income

Balance sheet  
As at 31 March 2019

	Notes	2019 £'000	2018 £'000
<b>Current assets</b>			
Stocks - raw materials		3,552	2,560
Debtors - due within one year	6	44,376	37,804
		<u>47,928</u>	<u>40,364</u>
<b>Creditors: Amounts falling due within one year</b>	7	<u>(47,339)</u>	<u>(39,858)</u>
<b>Net current assets</b>		<u>589</u>	<u>506</u>
<b>Net assets</b>		<u>589</u>	<u>506</u>
<b>Capital and reserves</b>			
Called-up share capital	8	-	-
Profit and loss account		589	506
<b>Shareholders' funds</b>		<u>589</u>	<u>506</u>

The accompanying notes on pages 17 to 21 are an integral part of this balance sheet.

The accounts of Northern Gas Networks Operations Limited, Registered number 03528783, were approved by the Board of Directors and authorised for issue on 12 July 2019 and signed on its behalf by:



M J Horsley  
Director

12 July 2019

## Statement of changes in equity

For the year ended 31 March 2019

	Profit and loss account £'000	Called up share capital £'000	Total £'000
<b>At 1 April 2017</b>	363	-	363
Total comprehensive income	143	-	143
	<hr/>	<hr/>	<hr/>
<b>At 31 March 2018</b>	506	-	506
Total comprehensive income	83	-	83
	<hr/>	<hr/>	<hr/>
<b>At 31 March 2019</b>	589	-	589
	<hr/>	<hr/>	<hr/>

The accompanying notes on pages 17 to 21 are an integral part of this statement of changes in equity.

## Statement of accounting policies

For the year ended 31 March 2019

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the prior year.

### **Basis of accounting**

Northern Gas Network Operations Limited is a company incorporated in the United Kingdom under the companies act. The company is a private company limited by shares and is registered in England and Wales. The address of the company is 1100 Century Way, Leeds, LS15 8TU. The accounts have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. Principal activities and nature of operations are shown in the strategic report.

The functional and presentational currency is considered to be pounds sterling because that is the currency of the primary economic environment in which the company operates.

The company meets the definition of a qualifying entity under FRS102 and has therefore taken advantage of disclosure exemptions available to it. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remunerations of key management personnel.

### **Going concern**

The company's business activities, performance and position, together with its principal risks and uncertainties likely to affect its future development and performance are set out in the strategic report. The company is able to pay its liabilities as they fall due, with all costs being recharged to NGN which in turn has the reliability of regulated revenue under RIIO-GD1. The refinancing requirements of the group are further discussed within the strategic report.

The directors have made enquiries and reviewed the forecasts, including sensitivity analysis, and have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and accounts (further details are provided within the Directors' report).

### **Stocks**

Stocks are stated at the lower of cost and net realisable value. Provision is made for obsolete or defective items where appropriate.

### **Taxation**

Current tax is provided at amounts expected to be paid (or recovered) using the UK tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

## Statement of accounting policies (continued)

### Taxation (continued)

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the group's taxable profits and its results as stated in the accounts that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the accounts.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax is measured on a non-discounted basis

### Financial instruments

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

#### Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs). If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.



## Statement of accounting policies (continued)

### **Turnover**

Turnover represents income receivable for the provision of services to NGN net of Value Added Tax. Revenue is recognised at the end of each month for the services provided within that month.

### **Pension costs**

Employees of the company participate in either the Northern Gas Networks Limited Pension Scheme, a defined benefit scheme which is now closed to new entrants, or defined contribution pension schemes operated by NGN. The amount charged to the profit and loss account in respect of pension costs is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet. The defined benefit pension scheme and so the defined benefit asset/liability is held by NGN.

### **Leases**

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

### **Critical accounting judgments and key sources of estimation uncertainty**

The directors are not aware of any critical accounting judgments or key sources of estimation uncertainty with these accounts.

## Notes to the accounts

For the year ended 31 March 2019

### 1 Segment information

The directors consider that the company has only one class of business being gas infrastructure. The company's turnover is generated wholly from within the UK.

### 2 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging:

	2019 £'000	2018 £'000
Operating lease rentals - vehicles	1,028	1,103
Operating lease rentals – property	1,421	1,360
Fees payable to the company's auditor for the audit of the company's annual accounts	15	15

Fees payable to Deloitte LLP and their associates for non-audit services to the company are not required to be disclosed because the consolidated accounts of the parent company disclose such fees on a consolidated basis.

### 3 Staff costs

The average monthly number of employees (including executive directors) was:

	2019 Number	2018 Number
Administration	129	144
Operations	1,302	1,326
	1,431	1,470

## Notes to the accounts (continued)

<b>3 Staff costs (continued)</b>	2019	2018
	£'000	£'000
Their aggregate remuneration comprised:		
Wages and salaries	61,106	57,558
Social security costs	6,592	6,269
Pension costs	7,630	6,962
	<u>75,328</u>	<u>70,789</u>

Pension costs include only those items included within cost of sales.

### 4 Directors' remuneration and transactions

The directors did not receive or accrue any remuneration in relation to their services to the company during the current year or prior year. The total remuneration received by the directors during the year was £1,271,000 (2018 - £1,072,000) which was paid by other group companies for their services to the group. There have been no transactions with directors in the year (2018 - £nil).

### 5 Tax on profit on ordinary activities

The tax charge comprises:

	2019	2018
	£'000	£'000
<b>Current tax</b>		
UK corporation tax	19	11
Adjustments in respect of prior years	(2)	(20)
<b>Total current tax charge / (credit)</b>	<u>17</u>	<u>(9)</u>
<b>Deferred tax</b>		
Adjustments in respect of prior years	-	(34)
<b>Total deferred tax</b>	<u>-</u>	<u>(34)</u>
<b>Total tax charge on profit on ordinary activities / (credit)</b>	<u>17</u>	<u>(43)</u>

The differences between the total tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

## Notes to the accounts (continued)

### 5 Tax on profit on ordinary activities (continued)

	2019 £'000	2018 £'000
<b>Profit on ordinary activities before tax</b>	<u>100</u>	<u>100</u>
Tax on profit on ordinary activities at standard UK corporation tax rate of 19% (2018 – 19.0%)	19	19
Effects of:		
Differences in tax rates	-	(8)
Adjustments in respect of prior year	(2)	(54)
<b>Total tax charge for the year</b>	<u>17</u>	<u>(43)</u>

The company earns its profits in the UK. Therefore the tax rate used for tax on profit on ordinary activities is the standard rate for UK corporation tax, currently 19% (2018 – 19.0%).

The Finance Act 2016 included provisions to reduce the rate of UK corporation tax to 17% with effect from 1 April 2020. Deferred taxation is measured at tax rates that are expected to apply in the periods in which temporary timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted at the balance sheet date. Accordingly 17% has been applied when calculating deferred tax assets and liabilities.

### 6 Debtors – due within one year

	2019 £'000	2018 £'000
Trade debtors	1,805	361
Amounts owed by group undertakings	26,730	31,921
Other debtors	10,545	2,601
Prepayments and accrued income	5,263	2,888
Deferred tax	33	33
	<u>44,376</u>	<u>37,804</u>

Amounts owed by group undertakings are interest free and repayable on demand.

## Notes to the accounts (continued)

### 7 Creditors: Amounts falling due within one year

	2019 £'000	2018 £'000
Trade creditors	4,860	4,850
Other taxation and social security	1,573	1,602
Accruals and deferred income	40,906	33,406
	<u>47,339</u>	<u>39,858</u>

### 8 Called-up share capital and reserves

#### *Share capital*

	2019 £	2018 £
<i>Allotted, called-up and fully-paid</i>		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

#### *Profit and loss account*

This is the accumulative earnings retained by the company.

### 9 Financial commitments

The company had no capital commitments at the end of the financial year (2018 - £nil).

Total future commitments under non-cancellable operating leases are as follows:

<b>Motor vehicle leases</b>	2019 £'000	2018 £'000
Expiry date:		
- within one year	542	97
- between one and two years	169	607
- between two and five years	18	637
	<u>729</u>	<u>1,341</u>

## Notes to the accounts (continued)

### **10 Related parties**

As a subsidiary undertaking of Northern Gas Networks Holdings Limited, the company has taken advantage of the exemption in FRS 102 section 33 2.2, "Related Party Disclosures", from disclosing transactions with other members of the group headed by Northern Gas Networks Holdings Limited.

### **11 Ultimate controlling party**

The directors regard Northern Gas Networks Holdings Limited, a company incorporated in England and Wales, as the ultimate parent company and the ultimate controlling party. Northern Gas Networks Limited is the immediate parent company.

Northern Gas Networks Holdings Limited is the parent company of the largest and smallest group of which the company is a member and for which group accounts are drawn up. Copies of the accounts are available from 1100 Century Way, Thorpe Park Business Park, Colton, Leeds, LS15 8TU.

The Shareholders of Northern Gas Networks Holdings Limited are a consortium comprising of:

PG (April) Limited (47.1%)

Beta Central Profits Limited (41.3%)

SAS Trustee Corporation (11.6%)