

Willow Bidco Limited

**UNAUDITED SEMI-ANNUAL FINANCIAL STATEMENTS
FOR THE 6 MONTHS ENDED 30 JUNE 2020**

Willow Bidco Limited

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Willow Bidco Limited

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS:

A. Petrie
J.B. Auger
A. Mercado
P. Larsen
L. Pisco
N. McBreen
Q. Li (appointed 27 February 2020)
B. Pahari (resigned 21 July 2020)
N. Karunatilake (appointed 21 July 2020)

COMPANY SECRETARY:

Soditic Secretaries Limited

REGISTERED OFFICE:

27 Hill Street
St Helier
Jersey JE2 4UA

AUDITORS:

PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

Registered in Jersey: Number. 100255

Willow Bidco Limited

Registered Number. 100255

GROUP INCOME STATEMENT FOR THE 6 MONTHS ENDED 30 JUNE 2020

	Group 6 months ended 30 June 2020 £'m	Group 6 months ended 30 June 2019 Restated* £'m
Revenue	257.1	243.0
Cost of sales	(105.6)	(97.1)
Gross profit	151.5	145.9
Administrative expenses	(11.0)	(11.3)
Operating profit	140.5	134.6
Finance income	0.4	0.2
Other losses	(41.6)	(34.3)
Finance costs	(62.0)	(57.3)
Profit before income tax	37.3	43.2
Income tax expense	(43.3)	(9.1)
(Loss)/profit attributable to equity holders of the parent	(6.0)	34.1

All profit and loss items relate to continuing operations of the Group.

* See note 1 for detail regarding the restatement as a result of a reclassification.

GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE 6 MONTHS ENDED 30 JUNE 2020

	Group 6 months ended 30 June 2020 £'m	Group 6 months ended 30 June 2019 Restated* £'m
(Loss)/profit for the 6 months	(6.0)	34.1
Other comprehensive (expense)/income		
<i>Items that are or may be subsequently reclassified to profit or loss:</i>		
Loss on cash flow hedge taken to equity	(120.4)	(50.8)
Recycling of amounts from cash flow hedge to profit or loss	6.2	6.3
Income tax on these items	23.7	7.5
Other comprehensive expense for the 6 months	(90.5)	(37.0)
Total comprehensive expense for the 6 months attributable to owners of the parent	(96.5)	(2.9)

Willow Bidco Limited

Registered Number. 100255

**GROUP STATEMENT OF CHANGES IN EQUITY
FOR THE 6 MONTHS ENDED 30 JUNE 2020**

	Called up share capital	Capital reserve	Cash flow hedge reserve	Accumulated losses	Total equity
	£'m	£'m	£'m	£'m	£'m
At 1 January 2019 (as previously reported)	-	-	(53.5)	(182.4)	(235.9)
Reclassification adjustment (see Note 1)	-	-	-	7.6	7.6
At 1 January 2019 (restated*)	-	-	(53.5)	(174.8)	(228.3)
Profit for the period (restated*)	-	-	-	34.1	34.1
Other comprehensive expense					
Loss on cash flow hedge taken to equity	-	-	(50.8)	-	(50.8)
Recycling of amounts from cash flow hedge to profit or loss	-	-	6.3	-	6.3
Income tax on these items	-	-	7.5	-	7.5
Total comprehensive income	-	-	(37.0)	34.1	(2.9)
Dividends paid	-	-	-	(19.7)	(19.7)
At 30 June 2019 (restated*)	-	-	(90.5)	(160.4)	(250.9)
At 1 January 2020	-	8.2	(104.6)	(146.6)	(243.0)
Loss for the period	-	-	-	(6.0)	(6.0)
Other comprehensive expense					
Loss on cash flow hedge taken to equity	-	-	(120.4)	-	(120.4)
Recycling of amounts from cash flow hedge to profit or loss	-	-	6.2	-	6.2
Income tax on these items	-	-	23.7	-	23.7
Total comprehensive expense	-	-	(90.5)	(6.0)	(96.5)
Dividends paid	-	-	-	-	-
At 30 June 2020	-	8.2	(195.1)	(152.6)	(339.5)

* See note 1 for detail regarding the restatement as a result of a reclassification.

The called up share capital of the Company is £12,360 (2019: £12,360).

Willow Bidco Limited

Registered Number. 100255

**GROUP BALANCE SHEET
AS AT 30 JUNE 2020**

	30 June 2020	31 December 2019
	£'m	£'m
Assets		
Non-current assets		
Goodwill	616.8	616.8
Property, plant and equipment	2,374.4	2,341.1
Derivative financial instruments	-	2.9
	<u>2,991.2</u>	<u>2,960.8</u>
Current assets		
Inventories	0.5	0.5
Current tax assets	0.2	-
Trade and other receivables	2.1	29.1
Contract assets	11.1	11.1
Cash and cash equivalents	367.8	13.7
	<u>381.7</u>	<u>54.4</u>
Current liabilities		
Trade and other payables	(90.1)	(105.8)
Contract liabilities	(48.2)	(42.0)
Current tax liabilities	-	(7.3)
Loans payable	(367.1)	(343.7)
	<u>(505.4)</u>	<u>(498.8)</u>
Net current liabilities	<u>(123.7)</u>	<u>(444.4)</u>
Total assets less current liabilities	<u><u>2,867.5</u></u>	<u><u>2,516.4</u></u>
Non-current liabilities		
Trade and other payables	3.8	4.6
Loans payable	2,666.8	2,377.7
Retirement benefit obligation	16.4	16.4
Preference shares	0.1	0.1
Deferred tax liabilities	241.1	238.7
Derivative financial instruments	278.8	121.9
	<u>3,207.0</u>	<u>2,759.4</u>
Equity attributable to owners of the parent		
Called up share capital	-	-
Capital reserves	8.2	8.2
Cash flow hedge reserve	(195.1)	(104.6)
Accumulated losses	(152.6)	(146.6)
Total equity	<u>(339.5)</u>	<u>(243.0)</u>
Total equity and non-current liabilities	<u><u>2,867.5</u></u>	<u><u>2,516.4</u></u>

Certified as fairly representing the position of the Group by Niamh McBreen.

All equity is attributable to equity holders of the parent.

Willow Bidco Limited

Registered Number. 100255

**GROUP STATEMENT OF CASH FLOW
FOR THE 6 MONTHS ENDED 30 JUNE 2020**

	Group 6 months ended 30 June 2020 £'m	Group 6 months ended 30 June 2019 Restated* £'m
Cash flows from operating activities		
Cash receipts from customers	272.6	265.6
Cash paid to suppliers and employees	(27.8)	(33.8)
Cash generated from operations	<u>244.8</u>	<u>231.8</u>
Income tax paid	(24.7)	(9.6)
Interest paid	(55.6)	(59.7)
Net cash generated from operating activities	<u>164.5</u>	<u>162.5</u>
Cash flows from investing activities		
Interest received	0.4	0.2
Purchase of property, plant and equipment	(122.7)	(32.5)
Proceeds from disposal of property, plant and equipment	0.3	-
Net cash used in investing activities	<u>(122.0)</u>	<u>(32.3)</u>
Cash flows from financing activities		
Equity dividend paid	-	(19.7)
Repayment of loans	(241.8)	(51.3)
Receipt of new loans	553.9	-
Repayments of lease liabilities	(0.5)	(0.4)
Net cash generated from/(used in) financing activities	<u>311.6</u>	<u>(71.4)</u>
Net increase in cash and cash equivalents	354.1	58.8
Cash and cash equivalents at the beginning of the period	13.7	14.8
Cash and cash equivalents at the end of the period		
Bank balances and cash	<u>367.8</u>	<u>73.6</u>

* See note 1 for detail regarding the restatement as a result of a reclassification.

Willow Bidco Limited

Registered Number. 100255

COMPANY INCOME STATEMENT FOR THE 6 MONTHS ENDED 30 JUNE 2020

	6 months ended 30 June 2020	6 months ended 30 June 2019 Restated*
	£'m	£'m
Revenue (Dividend income)	-	20.0
Operating profit before tax	-	20.0
Finance income	7.8	10.2
Other losses	(11.8)	(9.4)
Finance costs	(26.7)	(24.1)
Loss before income tax	(30.7)	(3.3)
Income tax (expense)/credit	(0.2)	4.2
(Loss)/profit attributable to equity holders of the parent	(30.9)	0.9

All profit and loss items relate to continuing operations of the Company.

*See note 1 for detail regarding the restatement as a result of a reclassification.

COMPANY STATEMENT OF COMPREHENSIVE INCOME FOR THE 6 MONTHS ENDED 30 JUNE 2020

	6 months ended 30 June 2020	6 months ended 30 June 2019 Restated*
	£'m	£'m
(Loss)/profit for the period	(30.9)	0.9
Other comprehensive expense		
<i>Items that are or may be subsequently reclassified to profit or loss</i>		
Cash flow hedges		
Recycling of amounts from cash flow hedge to profit or loss	(0.2)	(0.1)
Income tax on these items	(0.1)	-
Other comprehensive expense for the 6 months	(0.3)	(0.1)
Total comprehensive (expense)/income for the period attributable to owners of the parent	(31.2)	0.8

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COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE 6 MONTHS ENDED 30 JUNE 2020

	Called up share capital	Capital reserve	Cash flow hedge reserve	Retained earnings	Total equity
	£'m	£'m	£'m	£'m	£'m
At 1 January 2019 (as previously reported)	-	-	6.4	19.3	25.7
Reclassification adjustment (see Note 1)	-	-	-	7.6	7.6
At 1 January 2019 (restated*)	-	-	6.4	26.9	33.3
Profit for the period (restated*)	-	-	-	0.9	0.9
Other comprehensive income					
Recycling of amounts from cash flow hedge to profit or loss	-	-	(0.1)	-	(0.1)
Income tax on these items	-	-	-	-	-
Total comprehensive income	-	-	(0.1)	0.9	0.8
Dividends paid	-	-	-	(19.7)	(19.7)
At 30 June 2019	-	-	6.3	8.1	14.4
At 1 January 2020	-	8.2	3.3	51.3	62.8
Loss for the period	-	-	-	(30.9)	(30.9)
Other comprehensive expense					
Recycling of amounts from cash flow hedge to profit or loss	-	-	(0.2)	-	(0.2)
Income tax on these items	-	-	(0.1)	-	(0.1)
Total comprehensive expense	-	-	(0.3)	(30.9)	(31.2)
Dividends paid	-	-	-	-	-
At 30 June 2020	-	8.2	3.0	20.4	31.6

The called up share capital of the Company is £12,360 (2019: £12,360).

*See note 1 for detail regarding the restatement as a result of a reclassification.

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Registered Number. 100255

**COMPANY BALANCE SHEET
AS AT 30 JUNE 2020**

	30 June 2020	31 December 2019
	£'m	£'m
Assets		
<i>Non-current assets</i>		
Investments	1,025.3	1,025.3
Derivative financial instruments	254.0	143.9
	<u>1,279.3</u>	<u>1,169.2</u>
<i>Current assets</i>		
Current tax asset	10.8	7.4
Trade and other receivables	68.9	70.3
Cash and cash equivalents	-	-
	<u>79.7</u>	<u>77.7</u>
<i>Current liabilities</i>		
Trade and other payables	(2.0)	(1.8)
Loans payable	(12.2)	(12.2)
	<u>(14.2)</u>	<u>(14.0)</u>
Net current assets	<u>65.5</u>	<u>63.7</u>
Total assets less current liabilities	<u>1,344.8</u>	<u>1,232.9</u>
<i>Non-current liabilities</i>		
Loans payable	1040.2	1027.0
Preference shares	0.1	0.1
Deferred tax liabilities	4.3	0.7
Derivative financial instruments	268.6	142.3
	<u>1,313.2</u>	<u>1,170.1</u>
<i>Capital and reserves</i>		
Called up share capital	-	-
Capital reserve	8.2	8.2
Cash flow hedge reserve	3.0	3.3
Retained earnings	20.4	51.3
Total equity	<u>31.6</u>	<u>62.8</u>
Total equity and non-current liabilities	<u>1,344.8</u>	<u>1,232.9</u>

Certified as fairly representing the position of the Company by Niamh McBreen.

All equity is attributable to equity holders of the parent.

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**COMPANY STATEMENT OF CASH FLOW
FOR THE 6 MONTHS ENDED 30 JUNE 2020**

	6 months ended 30 June 2020 £'m	6 months ended 30 June 2019 Restated* £'m
Cash flows from operating activities		
Dividends received from subsidiaries	-	20.0
Cash generated from operations	-	20.0
Interest paid	(11.3)	(17.4)
Net cash (used in)/generated from operating activities	(11.3)	2.6
Cash flows from investing activities		
Interest received	5.2	10.2
Cash flows from financing activities		
Equity dividends paid	-	(19.7)
Repayment of loans	(130.6)	(5.1)
Receipt of new loans	136.7	13.1
Net cash generated from/(used in) financing activities	6.1	(11.7)
Net increase in cash and cash equivalents	-	1.1
Cash and cash equivalents at the beginning of the period	-	-
Cash and cash equivalents at the end of the period		
Bank balances and cash	-	1.1

* See note 1 for detail regarding the restatement as a result of a reclassification.

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Note 1. *Reclassification of certain financial derivatives*

During 2019 and as already reported in the annual financial statements for the year ended 31 December 2019, management reviewed the classification of certain financial derivatives. Following this review, it was determined that these should be reclassified from derivatives to loans payable and the prior year balances were restated as required by IAS 8. As a result, the comparative period for the period ending 30 June 2019 has been restated. Other (losses)/gains-net and finance costs have been restated.

Adjustments made are shown in the table below:

Group Income Statement (extract)

	Group 6 months ended 30 June 2019	Group Profit increase/ (decrease)	Group 6 months ended 30 June 2019 Restated
	£'m	£'m	£'m
Other (losses)/gains - net	(28.6)	(5.7)	(34.3)
Finance costs	(62.4)	5.1	(57.3)
Profit before tax	43.8	(0.6)	43.2
Profit attributable to owners of the parent	34.7	(0.6)	34.1

Company Income Statement (extract)

	6 months ended 30 June 2019	Profit increase/ (decrease)	6 months ended 30 June 2019 Restated
	£'m	£'m	£'m
Other (losses)/gains - net	(3.7)	(5.7)	(9.4)
Finance costs	(29.2)	5.1	(24.1)
Loss before tax	(2.7)	(0.6)	(3.3)
Profit attributable to owners of the parent	1.5	(0.6)	0.9