

SCOTTISH FUTURES TRUST INVESTMENTS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2022

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CHAIRMAN'S STATEMENT

It is my pleasure to present SFTi's annual report and accounts for the year ended 31 March 2022.

The purpose of SFTi, which is a wholly owned subsidiary of Scottish Futures Trust Limited, is to make and hold investments in infrastructure companies, assets, and projects across Scotland. To date, this has involved supporting revenue funded investment in community infrastructure through the SFT-managed hub Programme as well as in affordable housing through both the National Housing Trust initiative and Housing Delivery Partnerships.

Regarding the hub Programme, SFTi has invested £16.5m in 41 Design, Build Finance and Maintain (DBFM) projects. Following the successful handover of Clydebank Health & Care Facility during the year, all 41 projects were fully operational as of 31 March 2022. The operational projects are performing well and, although having continued to experience COVID-19 related, supply chain and material availability challenges during the financial year, project companies, facilities management contractors and procuring authorities have worked well together to ensure continuation of public services.

In relation to housing, working closely with local authorities, Scottish Government, and wider stakeholders, SFTi also continues to support actively the delivery and provision of mid-market rent housing. During the year SFTi worked closely with partners and four housing LLPs in the Highlands to secure the long-term retention of homes for mid-market rent.

SFTi's investment portfolio plays a strategic part in the wider SFT Group's business.

Ian Russell Chairman

Date: 20th September 2022

STRATEGIC REPORT

The directors consider the Annual Report and Financial Statements taken as a whole, is fair, balanced, and understandable and provides the information necessary to assess the Company's performance, business model and strategy.

Principal Activity

SFTi is a wholly owned subsidiary of SFT, and its sole activity is to act as an investment company. The Company has no employees or other operations. Investments made by SFTi are managed by its directors. SFT staff represent the directors on the boards of companies in which SFTi invests. SFTi pays SFT a management charge for providing this service.

Strategy

SFTi's strategy is to invest in companies to support the development of infrastructure in Scotland. To date, this has been focused upon investing funds provided by the Scottish Government as subordinated debt into Design, Build, Finance and Maintain (DBFM) projects in the SFT managed hub programme. Returns from these investments deliver cash income to the SFT Group and these returns will be used to support the operations of the Group. SFTi also invests in LLPs to support the development of affordable and mid-market housing in Scotland.

Business Review

As of 31 March 2022, SFTi has invested in the equity and sub-ordinated debt of 41 revenue-funded projects delivered by the Scotland-wide hub programme. These investments include equity whose fair value is £638k (2020/21: £604k) and subordinated debt of £15.7m (2020/21: £15.8m). All 41 projects are now earning investment income. Investment income comprises both interest due on subordinated debt provided to projects and dividend returns received on equity investments. The latter fluctuates year on year depending on the availability of cash to pay dividends once project costs and financial covenants have been met. Further details on amounts received are provided within Note 5.

Equity investments are held at fair value based upon the forecast dividend returns. As of 31 March 2022 their estimated fair value was £638k compared to £604k as of 31 March 2021. The variation in fair value of £34k (2020/21; £79k) reflects the aggregate impact of: project dividends received in the year which decreased the fair value by £38k; movements in the dividends forecast by projects which resulted in a net increase of £9k in the fair value and the effect of discounting where SFTi is, in general, one year closer to receiving dividend income which increased the fair value by £63k.

In addition to hub projects, SFTi also invests in Limited Liability Partnerships (LLPs) under the Housing Delivery Partnership programme, which aims to increase the supply of affordable housing in conjunction with Local Authority partners. SFTi also remains invested in the National Housing Trust programme, with 19 operational LLPs in place across the country with an equity valuation of £19.

STRATEGIC REPORT (continued)

Risks and Mitigation

The most significant risk to the Company is investment performance. For financial year 2021/22, the main risks to investment performance were COVID-19, access to supply chain partners and availability of materials. During the year one facility was still under construction (Clydebank Health and Care Facility, part of the Greenock, Stobhill and Clydebank project bundle); notwithstanding continued challenges associated with COVID, supply chain, and availability of certain materials, the facility successfully reached final completion in November 2021.

For projects in operations, the provision of maintenance and facilities management services has continued throughout the pandemic. The Board has however considered the potential long-term impact that COVID-19 could have on the project companies and investment performance. Given the project companies' sole customers are public sector bodies backed by the Scottish Government, and service performance across the portfolio has been strong throughout the pandemic, the Board considers the risk of a material impact on investment performance to be low. The directors have committed to carrying out regular reviews of the portfolio's performance to monitor the ongoing situation.

Other than the Inverurie Community Campus investment, no operational projects were in senior lender distribution lock-up on 31 March 2022. This project was in lock-up due to funder requirement that post campus handover works (such as landscaping and car parking) were completed prior to the first distribution being permitted. The delays were caused by the COVID-19 pandemic and other unforeseen construction related issues. The Board do not anticipate any losses as payments are anticipated to be received in all cases and hence with the exception of minor re-profiling, investments are performing according to their base cases and making returns as anticipated.

Factors that may affect future dividend returns and valuation of equity are future tax charges and inflation. Regarding taxation, the Chancellor announced in the Budget on 3 March 2021, that there would be an increase in the rate of corporation tax for companies generating taxable profits of more than £250,000 (with marginal rates being applied at various profit bandings). This change becomes effective from 1 April 2023. With regard to inflation, the unitary charge payable by procuring authorities is structured in such a way to ensure the project is robust to upward and downward movements in RPI. Future tax and inflation assumptions for all project investments require to be agreed every 6 months with funders. The project companies have gone through this process during the financial year, and the long-term impact on dividend returns and valuation of equity is not expected to be material. The current valuation is based on agreed funder assumptions.

During the financial year LIBOR (London Interbank Offered Rate) ceased to exist. This impacted 19 projects where the loans and interest rate derivatives (IRDs) were underpinned by LIBOR. The replacement to LIBOR is SONIA (Sterling Overnight Index Average). Working closely with the project lenders, the impacted DBFM companies managed the transition to SONIA effectively, leaving them in a "no better, no worse" position.

STRATEGIC REPORT (continued)

Risks and Mitigation (continued)

The investment risk is mitigated by:

- SFTi's representative on the Board of each territory hub Company, which gives clear visibility of investment pipeline and delivery capabilities;
- investing through a well understood and closely controlled Design, Build, Finance and Maintain contract structure, which passes significant risk to sub-contractors outwith the investment vehicle; and
- close operational management of investments by the relevant SFT staff member (and his alternates), who is a director of each hubCo and a director of the special purpose companies established to deliver each project.

Risk Management and Internal Control

The directors monitor SFTi's risk management and internal control systems as detailed within the Statement of Internal Control.

Financial Results

Other income which was mainly investment returns received in the year but included a small amount of bank interest and hub director fees, totalled £1,865,272 (2020/21: £1,847,485) and grant income of £nil (2020/21: £nil). After costs of £551,397 (2020/21: £578,554) there was a profit before tax of £1,313,875 (2020/21: £1,268,931). A tax charge of £242,376 (2020/21: £234,874) was incurred in respect of the profit generated. Included in the costs is a £1,245 (2020/2021: £nil) expected credit loss provision movement. The expected credit loss charge consists of £3,000 in relation to the working capital loan provided to hub South West Scotland Limited due to the potential for the company not being able to repay the loan in full when it falls due and a decrease in the expected credit loss provision of hub West Scotland of £1,755.

The profit after tax was £1,071,499 (2020/21: £1,034,057). SFTi now generates a healthy return from its investment portfolio. Part of these profits is now transferred over to SFT via a dividend with these funds used by SFT to help fund its activities. In the current year, a dividend of £814K (20/21: £770k) was distributed by SFTi to SFT.

Following the implementation of IFRS 9, equity investments in hub SPVs and housing partnership LLPs are held at fair value based on the discounted future returns. At 31 March 2022 these were valued at £637,501 (2021: £603,833) an increase in value of £33,671 after a reduction of £3 following the disposal of three Housing LLPs.

STRATEGIC REPORT (continued)

Financial Results (continued)

The forty one investments made to date in DBFM projects are performing satisfactorily, except Inverurie Community Campus, which although operational had suffered delays to completion of final phased works and were in funder lock-up (that is, the funders require this work to be completed before sub-ordinated debt and dividend payments can be made to the project sponsors including SFTi). The Board do not anticipate any losses as payments are anticipated to be received and hence, with the exception of minor re-profiling, investments are performing according to their base cases and making returns as anticipated. Twenty projects made capital repayments in the year which totalled

£72,405 (2020/21: £217,293).

The NHT LLP investments and investments in hubCos are not anticipated to make material financial

returns to the Company.

As an investment company SFTi does not maintain separate non-financial key performance indicators.

Going Concern and viability statement

The directors believe it is appropriate for the SFTi Financial Statements to adopt the going concern basis of accounting. This is based on the investments held and related income streams which are expected to generate income for a period in excess of 20 years. In addition, SFTi's parent company,

SFT, has expressed its continued support.

As such the directors believe SFTi will be able to continue in operation and meet its liabilities taking account of its current position and principal risks and issues, as detailed above and within the Report

of the Audit Committee.

Future Plans

SFTi will continue to invest, as the opportunities arise, in SPV companies which support the development of infrastructure in areas such as housing, schools and other community or economic infrastructure projects. It is anticipated that no further investments will be made in hub DBFM projects as this programme draws to a close. However there is a possibility that SFTi will be asked to invest in future Mutual Investment Model (MIM) projects. MIM is a profit-sharing finance structure which includes the public sector as a co-investor and co-owner of up to 20% of each project delivery company. Scottish Government provides the funds for public sector investment through capital grant

or Financial Transaction lending.

The Strategic Report is approved by the Board of Directors and signed on its behalf by:

Peter Reekie

Executive Director

Pot Reda

Date: 20th September 2022

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DIRECTORS' REPORT

Directors

The business review of the Company is included in the Strategic Report in accordance with the Companies Act 2006 s.414 (C11). The directors who held office during the year and up to the signing of these financial statements are as follows:

Ian Russell Chairman

Peter Reekie Executive Director
Ann Allen Non-Executive Director
Bill Matthews Non-Executive Director
Pauline Mills Non-Executive Director
Graham Watson Non-Executive Director

Ann Faulds Non-Executive Director (resigned 30 November 2021)

Vivienne Cockburn Executive Director (resigned 18 June 2021)

The Company is wholly owned by Scottish Futures Trust Limited, a company wholly owned by the Scottish Ministers. Under section 251 of the Companies Act 2006, the Scottish Ministers are considered to be the Shadow Director of the Company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL REPORT AND FINANCIAL STATEMENTS

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 they have elected to prepare the Company's financial statements in accordance with UK adopted international accounting standards.

The Company's financial statements are required by law to give a true and fair view of the state of affairs of the Company and of the profit or loss for that year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

DIRECTORS' REPORT (continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL REPORT AND FINANCIAL

STATEMENTS (continued)

The directors are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and

detect fraud and other irregularities.

The directors have decided to prepare voluntarily, a Report on Corporate Governance as if the Company were required to comply with the Listing Rules of the Financial Conduct Authority in relation

to those matters.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and

dissemination of financial statements may differ from legislation in other jurisdictions.

Disclosure of Information to the Auditor

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are aware, there is no relevant audit information of which the auditor is unaware and each director has taken all the steps that they ought reasonably to have taken as a director to make

themselves aware of any relevant audit information and to establish that the Company's auditor is

aware of that information.

Auditor and AGM

Azets Audit Services will be replaced as auditor for 2022/23 as the SFT group is expected to be audited

by Audit Scotland or another audit firm appointed by Audit Scotland.

The Company has elected to dispense with the holding of the AGM, the laying of financial statements in a general meeting and the annual appointment of the auditor as meetings between the sole

shareholder, Scottish Futures Trust and its sole shareholder the Scottish Government occur on a

regular basis.

On behalf of the Board:

Peter Reekie

Executive Director

Pot Red X

Date: 20th September 2022

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REPORT ON CORPORATE GOVERNANCE

The Company is committed to high standards of corporate governance, business integrity and professionalism in all its activities.

Throughout the accounting year ending 31 March 2022, the Company has complied with all the relevant provisions of the UK Corporate Governance Code issued by the Financial Reporting Council as best practice guidance, except as explained below, notwithstanding that the Company is not a listed company to which the provisions are directed. The following exceptions are noted:

- there is no Nominations Committee as non-executive Board appointments to SFTi reflect those of the parent company, SFT. The terms and conditions of appointment for both SFTi and SFT nonexecutive board appointments are determined by the Company's ultimate shareholder, the Scottish Ministers;
- directors are not subject to election or re-election at General Meetings as required by the Code.
 Non-executive directors are appointed to the Board by the Scottish Ministers these appointments are made under a system regulated and monitored by the Commissioner for Ethical Standards in Public Life in Scotland, whose policies on term of office and diversity are available on their website:
- there is no Remuneration Committee as the Company has no direct employees;
- in view of the Group's responsibilities to take account of the provisions set out in the Management Statement and Financial Memorandum (MSFM) agreed with the Scottish Government, compliance is not appropriate with the provision in the UK Corporate Governance Code that performance-related elements of remuneration be transparent, stretching and rigorously applied. The SFT Board carries out the role of a Remuneration Committee as remuneration of non-executive directors is set by the Scottish Government;
- the Board has not identified a Senior Independent Director as the sole shareholder in SFT appoints and appraises the performance of the Chairman of SFTi, and the Chairman was independent on his appointment and has no financial interest in the performance of the Company; and
- the Board has requested the Group Audit Committee to regularly review the need for an internal audit function. At its June 2021 meeting the GAC agreed that it would continue with a programme of internal control reviews rather than a formal internal audit function. RSM were appointed in September 2020 to carry out the internal control reviews over the 3 year period 2020/21-2022/23. Since the year-end, the GAC has taken the decision to ask RSM to formally take on the role of internal auditor rather than carry out internal control reviews. This is due to a change in future reporting requirements. An internal audit plan has been agreed and will be put in place for the financial year 22/23 onwards.

Board of Directors

The Board is the principal decision-making forum. It has overall responsibility for leading and controlling the Company and is accountable to the Company's ultimate shareholder, the Scottish Ministers, for financial and operational performance. The Board approves Company strategy, authorises key investment decisions and monitors performance.

REPORT ON CORPORATE GOVERNANCE (continued)

Board of Directors (continued)

The Board has adopted a formal schedule of matters, in accordance with those matters reserved by the Board of the Parent Company, SFT, which are specifically reserved for its decision, which is reviewed on an annual basis.

The roles of the Chairman and the Chief Executive are distinct and separate, with a clear division of responsibilities. The Chairman leads the Board and ensures the effective engagement and contribution of all the directors. The Chief Executive has responsibility for all operational business and acts in accordance with the authority delegated from the Board. Responsibility for the implementation of policy, strategy and operational management is delegated to the Chief Executive.

The Chairman's other significant commitments are: chairman of HICL Infrastructure plc (resigned 20th July 22) and chairman of National Museums Scotland.

Board Meetings take place throughout each year as regularly as is required for the specific investment business that the Company undertakes. Board meetings are structured to allow open discussion and all directors participate in discussing the Company's strategic aims and performance and financial and risk management.

Three Board meetings were held during the year.

Board balance and independence

As at 31 March 2022, the Board included five non-executive directors (including the Chairman). The Board considers that, based on the criteria set out in the provisions of the UK Corporate Governance Code, all non-executive directors (including the Chairman at the time of his appointment) are independent. The non-executive directors combine broad business and commercial experience gained in the private and public sectors with independent and objective judgement and constructively challenge and assist development of strategic matters.

The Board functions effectively and efficiently and is considered to be of an appropriate size in relation to the Company's level of business and associated responsibilities.

The Board aims to achieve a balance between non-executive and executive directors so as to promote clear and effective leadership and maintain the highest standards of integrity and professionalism across the Company's business activities.

Election of Directors

The non-executive directors have been appointed by Scottish Ministers in accordance with the Office for the Commissioner for Ethical Standards in Public Life in Scotland's 2013 Code of Practice for Ministerial Appointments to Public Bodies in Scotland.

REPORT ON CORPORATE GOVERNANCE (continued)

Secretary and Meeting Minutes

As permitted by the Companies Act 2006, the Board has dispensed with the appointment of a Company Secretary. The Chairman is responsible for advising the directors on all governance matters and for ensuring that Board procedures are followed. All directors are entitled to obtain independent professional advice at the Company's expense. Minutes of Board and the Group Audit Committee meetings are available on SFT's website following their approval.

Performance Evaluation

The performance of non-executive directors is assessed by the Chairman and the performance of executive directors is assessed by the Chairman and the non-executive directors. The Chairman's performance is assessed by the Scottish Government.

Board Committees

Due to the restricted nature of its business, the Company Board does not have an extensive committee structure. There is a Group Audit Committee whose membership is determined by the Parent company.

Attendance at Board and Committee Meetings

Attendance by Board Members at Board and Committee meetings held during the year was as follows:

	SFTi Board	Group Audit Committee
Number of meetings	3	3
Ian Russell	2	N/A
Ann Faulds*	1	2
Graham Watson	3	3
Bill Matthews	3	2
Ann Allen	3	3
Pauline Mills	3	3
Peter Reekie	3	3**

^{*}Ann Faulds resigned from the Board at the end of November 2021

Relations with Ultimate Shareholder

As disclosed in the Directors' Report, the Company's ultimate shareholder, the Scottish Ministers, is considered to be the Shadow Director of the Company. The Chairman, on behalf of the directors has met with Scottish Ministers and officials regularly during the year and post year end to understand their views and has reported these to the Board.

^{**}In attendance, not a member of the Committee

REPORT ON CORPORATE GOVERNANCE (continued)

On behalf of the Board:

Peter Reekie Executive Director

Pot Plubs

Date: 20th September 2022

STATEMENT ON INTERNAL CONTROL

The key elements of the system of internal control are as follows:

Control Structure

SFTi has in place the same internal control system as SFT supplemented by the SFTi Investment Management Policy which was introduced in 2020/21. Given the nature and size of the Company, SFTi's control structure is the responsibility of the directors and there was no need for a separate internal audit function in 21/22. Since the year-end, the GAC has taken the decision to ask RSM to formally take on the role of internal auditor rather than carry out internal control reviews. This is due to a change in future reporting requirements. An internal audit plan has been agreed and will be put in place for the financial year 22/23 onwards.

The organisation has clear lines of responsibility and effective communication channels which ensures that best practice in managing risks and controls is consistently applied. In addition, the Company's external auditor presents reports to the Audit Committee which include any significant internal control matters which they have identified.

Identification and Monitoring of Business Risks

The Company has adopted a risk-based approach to internal control by evaluating the probability and impact of risks and putting in place appropriate levels of control to mitigate each risk. Procedures include an ongoing process of identifying, evaluating and managing key risks and, where appropriate, enhancing the systems which manage these risks. A formal risk register is kept and regularly reviewed by the Leadership Team, the Group Audit Committee and ultimately the Board.

In addition, the Board has developed a formal Risk Policy which describes the SFT Group's risk appetite and the formal responsibilities across the organisation for risk management. It also describes how workstream level risks should be managed and, if appropriate, escalated to the leadership team for possible inclusion in the corporate risk register.

Corporate Information Systems

The Company operates a budgeting and financial reporting system appropriate to its business as an investment vehicle. Standard financial control procedures are in place which provide assurance on the integrity of the Company's finances.

Effectiveness of Internal Controls

The directors are responsible for reviewing the effectiveness of the Company's system of internal control, including internal financial control, which is designed to provide reasonable, but not absolute assurance regarding the safeguarding of assets against unauthorised use or disposition and the maintenance of proper accounting records and the reliability of financial information used within the business or for publication. The directors do this through a range of internal control reviews conducted by RSM.

In 2021/22, there were four reviews, which were: IT services and continuity management, business continuity planning and cyber security, a review of one of the Housing LLPs and a review of the process for working capital loans. There were no significant issues noted.

STATEMENT ON INTERNAL CONTROL (continued)

These controls are designed to manage rather than eliminate the risk of failure to achieve business objectives due to circumstances which may reasonably be foreseen and can only provide reasonable and not absolute assurance against material misstatement or loss.

On behalf of the Board:

Peter Reekie

Executive Director

Pot Pleds

Date: 20th September 2022

REPORT ON DIRECTORS' REMUNERATION

Details of directors' remuneration are as follows:

Directors' Remuneration

None of the directors receive remuneration for their service to SFTi. Directors are remunerated through SFTi's parent company, SFT.

On behalf of the Board:

Peter Reekie Executive Director

Pot Red 259

Date: 20th September 2022

REPORT OF THE GROUP AUDIT COMMITTEE

Role and Responsibilities

The Group Audit Committee is responsible for assisting the Board in discharging its responsibilities in relation to the financial affairs of the Group, the arrangements for accounting, financial reporting and regulatory compliance, the standards and effectiveness of internal control, the arrangements for identifying, evaluating and managing the significant risks faced by the Group and the arrangements for external audit. The Group Audit Committee meets regularly throughout the accounting year and, in addition, it meets the external auditor privately.

Composition

Members of the Group Audit Committee during the financial year were:

- Graham Watson is a Chartered Accountant and experienced investment banker bringing extensive strategic leadership and financial expertise to the board. Graham was appointed chair of the Group Audit Committee from 1 September 2017.
- Ann Allen MBE is a chartered surveyor with over 35 years' experience. She is Director of Innovation and Campus Development at the University of Leeds and Chair of Architecture and Design Scotland.
- Ann Faulds was a partner in the law firm, CMS and has 30 years' experience in consenting processes for developments and infrastructure projects (resigned 30 November 2021).
- Bill Matthews is a Chartered Engineer and has governance knowledge across a variety of policy areas and organisations. He was the founding Chair of hub West Scotland and has significant infrastructure development experience.
- Pauline Mills is a chartered town planner and member of the Royal Town Planning Institute. She
 is currently Land and Planning Director at Taylor Wimpey, responsible for managing the firm's
 land assets across the regional Board of which she is a member.

In the year ended 31 March 2022, there were three meetings of the Group Audit Committee.

The Board is satisfied that the Committee membership has relevant financial and business experience.

Responsibilities

During the year the principal activities of the Group Audit Committee included:

 considering and recommending to the Board for approval the annual financial statements and reviewing the external auditor's report thereon;

REPORT OF THE GROUP AUDIT COMMITTEE (continued)

Responsibilities (continued)

- reviewing the scope, execution, results, cost effectiveness, independence and objectivity of the external auditor;
- reviewing and monitoring the independence of the external auditor in relation to non-audit assignments, taking into account relevant ethical guidance;
- reviewing and approving the external auditor's plan for the financial year, with a focus on the identification of areas of audit risk, and consideration of the appropriateness of the level of audit materiality adopted;
- reviewing the efficiency of the external audit process and the quality and independence of the audit engagement partner;
- reviewing the appropriateness of the Company's accounting policies; and
- ensuring the adequacy of the Company's internal control systems and standards.

Auditor and Audit Tenure

In June 2020, Azets Audit Services were appointed for a further 2 years (after the completion of an initial 3 year contract), to carry out the 2021 and 2022 external audits. Azets Audit Services will be replaced as auditor for 2022/23 as the SFT group is expected to be audited by Audit Scotland or another audit firm appointed by Audit Scotland.

Safeguarding the Auditor's Objectivity and Independence

The Group has a policy in place whereby their Auditor can provide non-audit services to a value not exceeding 50% of the agreed external audit fee if authorised by the SFT Director of Corporate Services & Investments. The Group Audit Committee can authorise non-audit services up to 100% of the audit fee. The Auditor cannot provide non-audit services to a value exceeding 100% of the external audit fee. This ensures the auditor's objectivity and independence.

The only non-audit services provided to the Company by Azets Limited, a company in the same group as the Auditor were basic corporation tax compliance advice, ad-hoc VAT advice and iXBRL tagging of the financial statements for submission to HMRC. This work was performed by staff from Azets Holdings Limited, who had no involvement with the external audit, thus the objectivity and independence of the external auditor was not compromised. The audit and tax fees for SFTi were paid by SFT and recharged via the management charge.

Significant Issues Considered Regarding the Annual Report and the Financial Statements

During the year, the Audit Committee considered the significant issues and areas of key audit risk in respect of the Annual Report and Financial Statements. The Audit Committee reviewed the external audit plan at an early stage and concluded that the appropriate areas of audit risk relevant to the Company had been identified and that suitable audit procedures had been put in place to obtain reasonable assurance that the financial statements as a whole would be free of material misstatements.

REPORT OF THE GROUP AUDIT COMMITTEE (continued)

Significant issue	How the issue was addressed
Income recognition	The Company's main source of income is the interest and dividends it receives on the working capital loans and subordinated debt invested in the hub Companies and the DBFM SPV companies. The SFTi Board approved each investment made and reviews the performance of each investment. In addition, at the year end, amounts due from investments are confirmed directly with the companies in which the investments have been made. This provides a completeness check of revenue due.
The incorrect accounting of repayable grants from the Scottish Government to SFT which were then granted on to SFTi	In previous years, SFT drew down repayable grants from the Scottish Government which were then granted on to SFTi to make investments in the subordinated debt and share capital of special purpose investment vehicles. These are repaid to SFT, and hence to Scottish Government, when SFTi receives a principal repayment from the SPVs who are delivering the projects. The repayment of principal which is related to the repayable grant is tracked through the Portfolio Model which is update by SFTi and subject to internal review and external review by an independent third party financial modeller. Through the review of the management accounts and the statutory financial statements, the Board ensure that all repayable grants due to be repaid to SFT and onward to the Scottish Government are recorded and disclosed correctly.
The risk that investments are not consolidated in SFT group accounts when they should be.	Through discussions with the auditor, the Audit Committee reviews the criteria regarding consolidation and the relationship the Group has with the companies the Group has invested in, in order to establish if consolidation is required.
Risk of the recoverability of investments in terms of repayment of the working capital loans, sub-ordinated debt loans and interest and dividends receivable	The SFTi Board reviews investment performance. SFTi also has board representation on all hubcos and DBFM project companies. This provides additional reassurance regarding the performance of hubcos to whom SFTi provides working capital loans and their project companies to whom SFTi may provide sub debt.
The risk that the fair value of investments is over or under stated in the financial statements	The Company has adopted IFRS 9 <i>Financial Instruments</i> which requires the equity investments, in companies delivering infrastructure as part of wider SFT programmes, to be held at fair value. The fair value calculations are based on the discounted value of future cashflows. The future cashflows are based on operational models provided bi-annually by the companies in which SFTi holds the equity. These companies have a SFT nominated Director on their Boards who confirms the reasonableness of the operating models. The directors gain reassurance that the fair value calculations are reasonable based on the above controls.

On behalf of the Group Audit Committee:

Graham Watson

Chairman, Group Audit Committee

Date: 20th September 2022

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED

Opinion

We have audited the financial statements of Scottish Futures Trust Investments Limited (the 'Company') for the year ended 31 March 2022 which comprise the Statement of Comprehensive Income, the Statement of Changes in Equity, the Statement of Financial Position, the Statement of Cash Flows and the notes to the financial statements including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and UK adopted international accounting standards.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's 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 reviewing the financial position of the Company and the budgets prepared by management for 2022/23 as well as a discussion as to expectations for 2023/24 which are in line with the 2022/23 budget, alongside the investments held and cash reserves of the Company.

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.

In relation to the Company's reporting on how they have applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the directors' statement in the financial statements about whether the director's considered it appropriate to adopt the going concern basis of accounting.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED (continued)

Our approach to the audit

Each of the key audit matters noted below were identified at the planning stage of the audit and as such procedures designed to mitigate the risk of material misstatement were selected at planning. In our audit, we tested and examined information using sampling and other audit techniques, to the extent we considered necessary to provide a reasonable basis for us to draw conclusions. We obtained evidence through performing a review of the significant accounting systems, substantive procedures and detailed analytical procedures.

Key audit matters

Key audit matters are those matters that, in our professional judgment, 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) we identified, including 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.

Income Recognition

- The risk: There is a risk that income is misstated as a result of the accounting policies adopted or as a result of the Company recognising income transactions in such a way as to lead to a material misstatement in the reported income.
- Our response: The Company's main source of income in the year is interest and dividend income received in respect of investments, working capital loans and subordinated debt invested in the hub companies and the Design Build Finance Maintain (DBFM) Special Purpose Vehicle (SPV) companies and through reviewing 3rd party supporting documentation we confirmed the interest and dividend income recognised in the year was accurate.
- Our findings: From the work performed we gained assurance in respect of the recognition of income in the year.

Repayable grants from the Scottish Government to SFT which are then granted on to SFTi

- The risk: There is a risk that repayable grants received by SFT from the Scottish Government
 which are then granted on to SFTi to fund the investment in sub-ordinated debt and the share
 capital of DBFM SPV companies are not correctly recorded in the financial statements of SFT
 or SFTi.
- Our response: There was no further drawdown from the Scottish Government in the year.
- Our findings: From the work performed, we have gained assurance over the closing balance at the year end.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED (continued)

Key audit matters (continued)

Treatment of Investments made by Scottish Futures Trust Investments Limited

- The risk: There is a risk that the financial statements of SFTi are incomplete as they may not include all entities that SFTi has invested in which may be deemed subsidiaries or associates of SFTi.
- Our response: We performed a detailed review of the investments held in order to establish to what extent, if any, SFTi exerts significant influence or control over the financial and operational decisions of the investee. This included detailed discussions with the Audit Committee and Leadership Team and a review of underlying agreements.
- Our findings: The investments held were reviewed and we concluded that no significant influence or control existed and therefore consolidation was not required for any of the investments held.

Recoverability of investments in terms of the repayment of the loans and interest receivable

- The risk: Capital investments and working capital loans in hub companies and special purpose investment vehicles in terms of both share capital and subordinated debt are impaired.
- Our response: We discussed the risk of impairment with the senior management team and the directors. We also performed a detailed review of Board and Audit Committee minutes where the performance of investments is reported to identify any impairment indicators which would suggest an unrecorded impairment.
- Our findings: No unrecorded impairment has been identified in respect of any of SFTi's investments.

The recognition of the equity investments at fair value in accordance with IFRS 9 Financial Instruments

- The risk: Equity investments are not recorded at their fair value.
- Our response: We reviewed the fair valuation calculations and are satisfied that the equity investments are held at fair value and that the movement in fair value in the year has been accounted for correctly.
- **Our findings:** The equity investments are held at fair value in line with the requirements of IFRS 9 and the movement in fair value in the year has been accounted for correctly.

Our application of Materiality

The materiality for the financial statements as a whole was set at £18,000. This has been assessed with reference to the benchmark of investment income (representing 1% of the reported figure) which we consider to be the principal considerations for the member of the Company in assessing the financial performance of the company.

For significant risk areas we set a performance (testing) materiality, which we assessed as being 75% of the overall materiality. All balances and transactions above 75% of overall materiality were audited. We tested smaller balances and transactions as we deemed necessary.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED (continued)

We agreed with the Audit Committee to report to it the following misstatements that we identified through our audit: (i) all material corrected misstatements; (ii) uncorrected misstatements with a value in excess of £900; and (iii) other misstatements below that threshold that we believe warranted reporting on qualitative grounds.

Other information

The other information comprises the information included in the annual report other than the financial statements and our Auditor's Report thereon. The directors are responsible for the other information contained within the audit 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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the part of the Directors' Remuneration Report to be audited has been properly prepared in accordance with 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 these reports have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements and the part of the Directors' Remuneration Report to be audited 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED (continued)

Corporate governance statement

We are required to review the directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Company's compliance with the provisions of the UK Corporate Governance Statement specified for our review.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the financial statements or our knowledge obtained during the audit:

- The Directors' statement with regards the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified (set out on page 5);
- The Directors' explanation as to the assessment of the Company's prospects, the period this assessment covers and why the period is appropriate (set out on page 5);
- The Directors' statement on the Annual Report and financial statements as a whole being fair, balanced and understandable (set out on page 2);
- The Board's confirmation that it has carried out a robust assessment of the emerging and principal risks (set out on pages 3 and 4);
- The section of the annual report that describes the review of effectiveness of risk management and internal financial controls (set out on page 5);
- The section describing the work of the Audit Committee (set out on pages 15 and 16).

Responsibilities of the directors

As explained more fully in the directors' responsibilities statement set out on pages 6 and 7, 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. This description forms part of our Auditor's Report.

The 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 and on the FRC's website, to detect material misstatements in respect of irregularities, including fraud.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED (continued)

The extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

We obtain and update our understanding of the Company, its activities, its control environment, and likely future developments, including in relation to the legal and regulatory framework applicable and how the Company is complying with that framework. Based on this understanding, we identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. This includes consideration of the risk of acts by the Company that were contrary to applicable laws and regulations, including fraud.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the Company through discussions with directors and other management, and from our commercial knowledge and experience;
- we focused on specific laws and regulations which we considered may have a direct material
 effect on the financial statements or the operations of the Company, including the Companies
 Act 2006, the UK Corporate Governance code, UK adopted international accounting standards
 and taxation, data protection, anti-bribery, environmental and health and safety legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC and the Company's legal advisors.

We assessed the susceptibility of the financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SCOTTISH FUTURES TRUST INVESTMENTS LIMITED (continued)

The extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

To address the risk of fraud through management bias and override of controls, we:

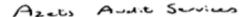
- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

In addition to our audit of the Financial Statements, the directors have engaged us to review their Report on Corporate Governance as if the Company was required to comply with the Listing Rules of the Financial Conduct Authority in relation to those matters. We review whether the Report on Corporate Governance reflects the Company's compliance with the UK Corporate Governance Code specified for our review by those rules, and we report if it does not. We are not required by the terms of our engagement to consider whether the Board's Statement on Internal Control covers all risks and controls, or to form an opinion on the effectiveness of the Company's corporate governance procedures or its risk and control procedures.

Use of this report

This report is made solely to the Company's member, 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 member, as a body, 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 member, as a body, for our audit work, for this report, or for the opinions we have formed.



James McBride (Senior Statutory Auditor)
For and on behalf of Azets Audit Services, Statutory Auditor
Exchange Place 3
Semple Street
Edinburgh
EH3 8BL

Date: 22 September 2022

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2022

	Note	2022	2021
Continuing operations		£	4
Revenue		-	
Cost of sales		-	
Gross Profit		-	
Other income	5	1,865,272	1,847,485
Operating expenditure	6	(551,397)	(578,554)
Profit on ordinary activities before taxation	n	1,313,875	1,268,931
Taxation on profit on ordinary activities	7	(242,376)	(234,874
Not Desfit for the		4.074.400	4.024.05
Net Profit for the year Other comprehensive income		1,071,499	1,034,057
Gain on fair value of SPV investments	8a	33,671	79,048
Other comprehensive income for the year		33,671	79,048
Total comprehensive income for the year		1,105,170	1,113,105
Attributable to Equity holder of the Compa	nnv	1,105,170	1,113,105

STATEMENT OF CHANGES IN EQUITY

As at 31 March 2022 and 31 March 2021	Share Capital	Retained Earnings	Other Reserve – Capital Grants for Investments	Fair Value Reserve	Total
	£	£		£	£
At 1 April 2021	1	2,483,877	5,410,903	602,910	8,497,691
Total comprehensive income					
for the year	-	1,105,170	-	-	1,105,170
Dividend paid	-	(814,000)	-	-	(814,000)
Transfer between reserves	-	2,028	(35,699)	33,671	-
At 31 March 2022	1	2,777,075	5,375,204	636,581	8,788,861
At 1 April 2020	1	7,630,723	-	523,862	8,154,586
Total comprehensive income					
for the year	-	1,113,105	-	-	1,113,105
Dividend payable	-	(770,000)	-	-	(770,000)
Transfer between reserves	-	(5,489,951)	5,410,903	79,048	-
At 31 March 2021	1	2,483,877	5,410,903	602,910	8,497,691

Other Reserve – Capital Grants for Investments is funding received pre 2015 from the Scottish Government to fund capital investments. As the capital is returned to SFTi, SFT will return these funds via a distribution to Scottish Government. £36k was returned to the Scottish Government in 21/22.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2022

	Note	2022	2021
ASSETS		£	£
Non-current assets			
Investments - share capital	8a	637,501	603,833
Investments - working capital loans	8b	126,562	87,807
Investments - subordinated debt	8c	15,682,446	15,754,851
Trade and other receivables in more than one year	9	1,763,779	1,928,336
		18,210,288	18,374,827
Current assets			
Trade and other receivables in less than one year	9	804,677	471,980
Investments - working capital loans	8b	60,000	110,000
Cash and cash equivalents	10	1,243,786	1,423,974
		2,108,463	2,005,954
Current liabilities			
Trade and other payables	11	(612,780)	(911,097)
Current tax liabilities	7	(242,402)	(235,007)
		(855,182)	(1,146,104)
Net current assets		1,253,281	859,850
Non-current liabilities			
Repayable grant from parent	12	(10,674,708)	(10,736,986)
Net assets		8,788,861	8,497,691
Equity			
Called up share capital	13	1	1
Retained earnings	13	2,777,075	2,483,877
Other reserve – Capital Grants for Investments	13	5,375,204	5,410,903
Fair value reserve	13	636,581	602,910
Total shareholder's funds		8,788,861	8,497,691

These financial statements were approved by the Board of Directors on 20th September 2022 and authorised for issue on its behalf by:

Ian Russell Chairman Peter Reekie Executive Director

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Registered Company Number: SC381388

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2022

	Note	2022	2021
Cash flows from operating activities		£	£
Profit on ordinary activities before taxation		1,313,875	1,268,931
Expected credit loss provision	6	1,245	-
Increase in trade and other receivables	9	(168,140)	(183,085)
Decrease in trade and other payables	11	(298,399)	(793,468)
Net cash generated from operating activities		848,581	292,378
Corporation tax paid	7	(234,981)	(201,907)
Cash flows from investing activities			
Dividend paid		(814,000)	-
Disposal of LLPs	8	3	-
Repayment of subordinated debt	8c	72,405	217,293
Repayment of working capital loan	8b	10,000	-
Repayment of repayable grant to parent	12	(62,196)	(199,011)
Net cash (used in)/generated from investing			
activities		(793,788) ————	18,282
Net (decrease)/increase in cash and cash equivalents		(180,188)	108,753
Cash and cash equivalents at beginning of year	10	1,423,974	1,315,221
Cash and cash equivalents at end of year	10	1,243,786	1,423,974

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

1. Basis of Preparation and Accounting Policies

The financial statements of Scottish Futures Trust Investments Limited have been prepared in accordance with International Accounting Standards in conformity with the requirements of the Companies Act 2006 and International Financial Reporting Standards and IFRIC interpretations. The financial statements are presented in British Pounds since this is the functional currency of the Company.

Scottish Futures Trust Investments Limited is a Company limited by shares, incorporated and domiciled in the United Kingdom. The address of its registered office is 11 - 15 Thistle Street, Edinburgh, EH2 1DF.

The report is prepared on an accruals basis and is based on historical costs and does not take into account changing money values or, except where specifically stated (for example equity investments), current valuations of non-current assets.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

The following significant accounting policies have been adopted in the preparation of this report:

Going Concern

On the basis of the information available to them, the directors have a reasonable expectation that the Company will continue to receive the forecast income due from its investment activities. Consequently, in managing this capital, the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the directors consider it appropriate to adopt the going concern basis in preparing the financial statements.

Share capital

The ordinary share capital of SFTi is classified as equity.

Other Reserve - Capital Grants for Investments

Included in this reserve is funding received previously from the Scottish Government which was used to fund investments. These investments are still held and thus the funding received in respect of them has been transferred to Other Reserve – Capital Grants for Investments.

Financial Instruments

Classification, recognition and measurement

The Company classifies its financial assets as investments, loans and receivables. Management determines the classification of its financial assets at initial recognition.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

1. Basis of preparation and accounting policies (continued)

Financial Instruments (continued)

Investments

These are investments by SFTi in hub companies, DBFM SPV companies and limited liability partnerships and are held at fair value. An irrecoverable election has been made to recognise the fair value movements through Other Comprehensive Income. SFTi has no intention of disposing of these investments.

Impairment

The Company reviews its investments for impairment based on changes in expected future cash flows. Where the discounted value of future cash flows exceeds the carrying value of investments no impairment is made; where it is less a provision is made for future expected credit losses.

Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are measured at amortised cost using the effective interest method.

De-recognition

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Cash and Cash Equivalents

In the Statement of Cash Flows, cash includes cash on hand and at call deposits with banks or financial institutions.

Trade and other Payables

Trade payables are obligations to pay for goods and 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 payables are recognised at cost.

Revenue

Revenue comprises the fair value of the consideration received or receivable in the ordinary course of the Company's activities. The Company recognises revenues when the amount of revenue can be reliably measured, and it is probable that future economic benefits will flow to the Company. Interest income is recognised using the effective interest method. When a loan and receivable is

impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans and receivables is recognised using the original effective rate.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

1. Basis of preparation and accounting policies (continued)

Capital Grants for investments

Prior to 2015, the Scottish Government provided grants to SFT which SFT then granted on to SFTi to fund investments. These grants were recognised as income by SFTi when the investment was made. As the capital is returned to SFTi, SFT will return the funds via a distribution to the Scottish Government.

Repayable grants

The Scottish Government provides repayable grants to SFT who in turn grants these onto SFTi to fund investments. These repayable grants have been accounted for as deferred income. The amount expected to be repaid within 12 months is included in current liabilities with the balance in non-current liabilities. Repayment to the Scottish Government via SFT may occur as capital repayments are received from the investment. In the event of any impairment to an investment, the balance due to the Scottish Government via SFT would be reduced by an equal amount.

Taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the income statement, unless it relates to items recognised directly in reserves in which case it is recognised in reserves.

Current tax is provided at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date.

Dividends

Dividends approved by the Board during the year are recognised within the intergroup balance if not paid by the year end.

2. New and Amended Standards Adopted by the Company

No new or amended IFRSs had a material impact on the 2022/23 financial statements.

3. Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Company

Guidance in Issue but not in Force – EU or UK Endorsed

There is no guidance in issue but not in force and that has been EU or UK Endorsed which we consider will have a material effect on the financial statements of SFTi.

Guidance in Issue but not in Force - not EU or UK Endorsed

There is no guidance in issue but not in force and that has not been EU or UK Endorsed which we consider will have a material effect on the financial statements of SFTi.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

4. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The preparation of financial statements under IFRS requires the Company to make estimates and assumptions that affect the application of policies and reported amounts. Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. If in the future such estimates and assumptions deviate from actual circumstances, the original estimates and assumptions would be modified as appropriate in the year in which circumstances change.

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below:

Fair value of investments

SFTi holds equity investments in a range of Special Purpose Vehicles ("SPVs") whose purpose is to contribute to the delivery of SFT's wider programmes of infrastructure investment. In accordance with IFRS 9, this equity is valued at fair value. The fair value is calculated based on the future cash flows expected to be generated from the SPVs discounted at 11%, the Company's risk rate of return.

The fair value calculations are based on bi-annual operating models provided by the SPVs which indicate the latest profile of forecast dividends. SFT appoints a Director to each of these companies providing reassurance regarding the reasonableness of the cash flow forecasts.

Expected Credit Loss

SFTi holds working capital loans in hubcos and sub-ordinated debt investments in SPVs responsible for delivering projects under the hub programme. The working capital loans provided to hubCos are held at cost and reviewed annually to establish if an expected credit loss is required. This analysis is based on an evaluation of the hubCo business and the likelihood of a default on part of the working capital loan based upon a range of scenarios. As at 31 March 2022 a provision of £10,926 (2021: £36,000) was required.

The subordinated debt is held at cost and is reviewed annually to establish if an expected credit loss is required. This review focuses on projects where there has been a delay in the scheduled repayment of interest or principal. For these projects, the expected future returns from interest and principal are discounted at the loan note IRR of the respective projects as set at financial close. If the discounted expected value of future cash flows is lower than the carrying value of the investment, then an expected credit loss provision is created.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

5. Other income

	2022	2021
	£	£
Interest income from:		
Subordinated debt (note 8c)	1,808,854	1,793,009
Working capital loan interest	2,687	6,874
Bank interest	20	117
Other income – directors' fees	15,638	15,433
Other income - dividends	38,073	32,052
	1,865,272	1,847,485

6. Operating expenditure

	2022	2021
	£	£
Profit before taxation is stated after charging:		
Management fee payable to SFT	550,108	578,514
Bank charges	44	40
Expected credit loss provision (see note 8b)	1,245	-
	551,397	578,554

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

7. Taxation

	2022	2021
	£	£
Profit on ordinary activities before tax	1,313,875	1,268,931
Less: dividends not subject to tax	(38,073)	(32,052)
Taxable profit	1,275,802	1,236,879
Corporation tax charge @ 19% (2020/21: @ 19%)	242,402	235,007
Overprovision in previous year	(26)	(133)
Corporation tax charge in statement of comprehensive		
income	242,376	243,874
Corporation tax creditor	242,402	235,007

The corporation tax charge is in respect of the profit generated as a result of the interest on working capital loans and sub-ordinated debt plus other income, exceeding the administration expenses of the Company.

8. Investments

Capital Management

In previous years, Scottish Government has granted SFT capital funds which SFT has granted on to SFTi for investment in subordinated debts, share capital in special purpose vehicles and working capital in hub companies. Scottish Government has also provided repayable grant to SFT which SFT then grants onto SFTi for investment in subordinated debt, share capital in special purpose vehicles and working capital in hub companies.

8. a) Investments – Share Capital

	2022	2021
	£	£
Cost and Fair Value		
At beginning of year	603,833	524,785
Disposals	(3)	(5)
Gain on revaluation	33,671	79,053
At 31 March 2022	637,501	603,833

The Fair Value of the equity investments in hub DBFM projects increased by £33,671 which reflected (i) the receipt of dividend income of £38,073; (ii) a net increase in the forecast dividends across the portfolio of £8,560; (iii) an increase in fair value of £63,184 reflecting the impact of discounting with forecast cashflows now 1 year closer to being received.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

8. a) Investments – Share Capital (continued)

SFTi invested £nil (2020/21: £nil) in housing partnership LLPs during the current year and £nil in share capital of SPVs in connection with sub debt investments (2020/21: £nil). Three Housing LLPs were disposed of during 2021/22 (2020/21: one).

Share capital investments cannot be classified in any other category of financial asset. There is no intention to dispose of any of the existing investments.

8. b) Investments - Working Capital Loans

	2022	2021
Non-current assets	£	£
Cost and Net book value		
At beginning of year	87,807	164,000
Transferred from/(to) current assets	40,000	(110,000)
Interest capitalised	-	33,807
Movement in expected credit loss	(1,245)	-
provision		
At 31 March 2022	126,562	87,807
	2022	2021
Current assets	£	£
Cost and Net book value		
At beginning of year	110,000	-
Repaid in the year	(10,000)	-
Transferred (to)/from non-		
current assets (investments)	(40,000)	110,000
At 31 March 2022	60,000	110,000

Working Capital Loans - Non-Current Assets

SFTi loaned working capital of £100,000 to hub South West Scotland Limited on 17 November 2012. This working capital facility was available until 16 November 2017 but was extended, initially to 16 November 2018, and then to 15 November 2021. The loan commitment has been reduced by 50% to £50,000 (with the balance repaid post year end) with a new expiry date of 30 November 2024 on which date the full amount of the working capital facility shall be due and payable. All providers of working capital loans agreed to extend these facilities (at a 50% reduced commitment) to support the ongoing operations of the company. The rate of interest applicable shall be: the interest (net of tax) received where amounts are held in the reserve account, and 6% p.a. on all other sums. Interest is accrued-semi-annually (on 31 December and 30 June) and added to the loan.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

8. b) Investments - Working Capital Loans (continued)

An expected credit loss provision of £3,000 has been recognised in the year to 31 March 2022 in relation to the working capital loan of hub South West Scotland. The sum of £50,000 plus interest accrued to date was received in May 2022, in part repayment of the original loan of £100,000 and in line with the reduced loan commitment.

SFTi loaned working capital of £100,000 to hub West Scotland Limited on 27 April 2012. This working capital facility was available until 26 April 2017 but was extended, initially to 31 December 2018, then to 31 March 2022 and to 31 March 2028. The most recent extension incorporated annual repayments of £10,000 to be made on 31st March each year (commencing 31st March 2022), with the remaining sums due being repaid in full on 31 March 2028. The rate of interest applicable shall be: the interest (net of tax) received where amounts are held in the reserve account, and 2.5% p.a. on all other sums. Interest is payable annually on 31 March. An expected credit loss provision of £36,000 was recognised in 2019/20. In 2020/21 the expected credit loss provision was recognised as £26,319 provision against the amount held for capital contribution and £9,681 as a general credit loss provision. In 2021/22 (April), £26,319 of the balance was written off as part of a capital contribution exercise. The general credit loss provision has been reduced to £7,926 as at March 2022.

Working Capital Loans - Current Assets

£10,000 of the remaining working capital loan for hub west is to be repaid by 31 March 2023 and this amount has been treated as a current asset in the year ended 31 March 2022.

This loan principal to be repaid by hub South West has been treated as an Investment current asset in the year ended 31 March 2022 with interest receivable recognised within current debtors, whereas the remaining £50,000 has been taken to non-current assets.

Working capital loans are held as financial assets – loans and receivables.

8. c) Investments – Subordinated Debt

	2022	2021
Cost and Net Book Value	£	£
At beginning of year	15,754,851	15,916,547
Interest capitalised into subordinated debt	-	55,597
Principal repaid in year	(72,405)	(217,293)
At 31 March 2022	15,682,446	15,754,851

During 2021/22, SFTi invested £nil (2020/21: £nil) as subordinated debt.

Further details on SFTi's investment in the subordinated debt of hub projects, including details of the principal invested, the coupon and the redemption dates can be found in the tables below, analysed by each hubco.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
hub North territory							
Aberdeen Community Health Village Ltd	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2039	£576,191 less £5,010 principal repaid totals £571,181	£Nil	2022: £1,390 2021: £1,315	2022: £95,366 2021: £96,131	2022: £68,046 2021: £68,144	2022: £Nil 2021: £Nil
hub North Scotland (FWT) Ltd (Forres/Tain/Woods ide Health Centre Bundle)	Fixed coupon unsecured loan Interest rate 10.2% Redemption Date 2039	£133,884 less £22,640 principal repaid totals £111,244	£Nil	2022: £15,404 2021: £19,424	2022: £10,694 2021: £14,534	2022: £12,739 2021: £13,102	2022: £Nil 2021: £Nil
hub North Scotland (Alford) Ltd	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2040	£747,036 less £61,703 principal repaid totals £685,333	£Nil	2022: £7,906 2021: £8,596	2022: £63,505 2021: £79,361	2022: £77,771 2021: £79,196	2022: £Nil 2021: £Nil
hub North Scotland (Wick) Ltd	Fixed coupon unsecured loan Interest Rate 10.2% Redemption date 2042	£1,568,509 less £198,001 principal repaid totals £1,370,508	£100	2022: £307 2021: £3,070	2022: £393,015 2021: £422,349	2022: £182,141 2021: £184,954	2022: £Nil 2021: £Nil
hub North Scotland (Anderson) Ltd	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2043	£342,962 less £30,040 principal repaid totals £312,922	£100	2022: £13,027 2021: £3,659	2022: £80,110 2021: £83,214	2022: £40,299 2021: £40,528	2022: £10,039 2021: £Nil
hub North Scotland (Elgin High School) Ltd	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2043	£253,654 less £71,832 principal repaid totals £181,822	£100	2022: £16,415 2021: £2,403	2022: £72,590 2021: £75,143	2022: £26,081 2021: £26,387	2022: £3,861 2021: £Nil
hub North Scotland (O & C) Ltd (Oban & Campbeltown High Schools)	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2043	£491,691 less £146,586 principal repaid totals £345,105	£100	2022: £31,168 2021: £4,394	2022: £167,497 2021: £172,764	2022: £52,596 2021: £53,126	2022: £973 2021: £Nil
hub North Scotland (New Academy – South of the City)	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2043	£321,672 less £8,238 principal repaid totals £313,434	£100	2022: £19,998 2021: £3,463	2022: £67,791 2021: £71,165	2022: £39,225 2021: £39,526	2022: £4,051 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
hub North territory (continued)							
hub North Scotland (I & F) Ltd (Inverurie & Forresterhill Health Centres)	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2044	£167,168 less £2,619 principal repaid totals £164,549	£100	2022: £14,319 2021: £1,202	2022: £25,442 2021: £26,511	2022: £19,440 2021: £19,560	2022: £1,008 2021: £Nil
hub North Scotland (Inverurie Campus) Ltd (Inverurie Community Campus)	Fixed coupon unsecured loan Interest rate 2.45% during construction and 10.2% during operation Redemption date 2044	£470,061	£100	2022: £1,437 2021: £966	2022: £127,559 2021: £74,690	2022: £52,868 2021: £51,651	2022: £Nil 2021: £Nil
hub North territory total		2022: £4,526,159	£700	2022: £121,371	2022: £1,103,569	2022: £571,206	2022: £19,932
		2021: £4,526,159		2021: £48,492	2021: £1,115,862	2021: £576,174	2021: £Nil
Hub South East territory							
James Gillespie's Campus Subhub Holdings Ltd	Fixed coupon unsecured loan Interest rate 10.87% Redemption date 2041	£1,252,424 less £75,456 principal repaid totals £1,176,968	£Nil	2022: £4,816 2021: £64,654	2022: £461,297 2021: £471,015	2022: £169,399 2021: £171,350	2022: £Nil 2021: £Nil
REH Phase 1 Subhub Holdings Ltd (Royal Edinburgh Hospital)	Fixed coupon unsecured loan Interest rate 2.48% during construction and 10.75% during operation Redemption date 2042	£410,685 less £4,867 principal repaid totals £405,818	£10	2022: £12,861 2021: £11,213	2022: £42,824 2021: £43,125	2022: £45,790 2021: £45,861	2022: £Nil 2021: £Nil
Newbattle DBFM Holdco Ltd (Newbattle High School)	Fixed coupon unsecured loan Interest rate 3.35% during construction and 10.5% during operation Redemption date 2043	£310,265 less £7,154 principal repaid totals £303,111	£10	2022: £12,655 2021: £10,543	2022: £38,871 2021: £39,805	2022: £34,148 2021: £34,284	2022: £Nil 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
Hub South East territory (continued)							
KHS DBFM Holdco Ltd (Kelso High School)	Fixed coupon unsecured loan Interest rate 3.35% during construction and 10.5% during operation Redemption date 2042	£205,150 less £4,441 principal repaid totals £200,709	£10	2022: £8,905 2021: £7,398	2022: £22,369 2021: £23,016	2022: £22,290 2021: £22,355	2022: £Nil 2021: £Nil
LBP DBFM Holdco Ltd (NHS Lothian Health Centre Bundle)	Fixed coupon unsecured loan Interest rate 3.37% during construction and 10.45% during operation Redemption date 2042	£243,750 less £9,859 principal repaid totals £233,891	£10	2022 £13,387 2021: £11,410	2022: £25,659 2021: £25,851	2022: £25,785 2021: £26,028	2022: £Nil 2021: £Nil
ELCH DBFM Holdco Ltd (East Lothian Community Campus)	Fixed coupon unsecured loan Interest rate 2.98% during construction and 10.45% during operation Redemption date 2044	£600,797 less £2,106 principal repaid totals £598,691	£10	2022: £29,791 2021: £24,459	2022: £95,481 2021: £96,276	2022: £68,986 2021: £69,838	2022: £Nil 2021: £Nil
WCHS DBFM Holdco Ltd (West Calder High School)	Fixed coupon unsecured loan Interest rate 3.47% during construction and 10.45% during operation Redemption date 2043	£286,654 less £8,862 principal repaid totals £277,792	£10	2022: £21,473 2021: £18,272	2022: £28,807 2021: £30,883	2022: £30,551 2021: £30,928	2022: £Nil 2021: £Nil
QHS DBFM Holdco Ltd (Queensferry High School)	Fixed coupon unsecured loan Interest rate 3.49% during construction and 10.3% during operation Redemption date 2045	£340,774 less £85 principal repaid totals £340,689	£10	2022: £5,465 2021: £3,938	2022: £53,068 2021: £36,569	2022: £38,722 2021: £14,488	2022: £Nil 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
Hub South East territory (continued)							
JICC DBFM Holdco Ltd (Jedburgh Community Campus)	Fixed coupon unsecured loan Interest rate 3.40% during construction and 10.3% during operation Redemption date 2045	£290,222 less £540 principal repaid totals £289,682	£10	2022: £7,936 2021: £6,547	2022: £30,015 2021: £30,139	2022: £31,326 2021: £31,355	2022: £Nil 2021: £Nil
hub South East territory total		2022: £3,827,351 2021: £3,842,010	£80	2022: £117,289 2021: £158,434	2022: £798,391 2021: £796,679	2022: £466,997 2021: £446,487	2022: £Nil 2021: £Nil
hub South West territory							
Hub SW NHSL Holdco Ltd (NHS Lanarkshire Health Centre Bundle)	Fixed coupon unsecured loan Interest rate 10.5% Redemption date 2040	£401,729 less £25,596 principal repaid totals £376,133	£Nil	2022: £23,734 2021: £20,934	2022: £19,720 2021: £20,457	2022: £39,674 2021: £39,077	2022: £Nil 2021: £Nil
Hub SW Greenfaulds Holdco Ltd	Fixed coupon unsecured loan Interest rate 2.33% during construction and 10.5% during operation Redemption date 2041	£298,253 less £11,894 principal repaid totals £286,359	£Nil	2022: £15,353 2021: £15,294	2022: £14,993 2021: £15,222	2022: £30,185 2021: £30,597	2022: £Nil 2021: £Nil
Hub SW Ayr Holdco Ltd	Fixed coupon unsecured loan Interest rate 3.78% during construction and 10.65% during operation Redemption date 2042	£506,610 less £5,030 principal repaid totals £501,580	£Nil	2022: £14,203 2021: £14,096	2022: £26,636 2021: £26,678	2022: £53,444 2021: £53,542	2022: £Nil 2021: £Nil
Hub SW Dalbeattie Holdco Ltd	Fixed coupon unsecured loan Interest rate 3.62% during construction and 10.85% during operation Redemption date 2042	£224,300 less £7,643 principal repaid totals £216,657	£Nil	2022: £9,841 2021: £3,830	2022: £11,721 2021: £11,871	2022: £23,584 2021: £23,875	2022: £Nil 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment		Historical	Fair Value	Interest	Interest	Dividend
	Type, Interest Rate and	Value	cost of	of Equity	Receivable	income	Income
	Redemption Date		Equity	31/3/2022	31/03/2022		
hub South West							
territory							
(continued)							
Hub SW EALC Holdco Ltd (East Ayrshire Learning Campus)	Fixed coupon unsecured loan Interest rate 3.26% during construction and 10.5% during operation Redemption date 2043	£405,468 less £9,225 principal repaid totals £396,243	£Nil	2022: £26,511 2021: £24,701	2022: £20,932 2021: £21,096	2022: £41,657 2021: £42,124	2022: £Nil 2021: £Nil
Hub SW Largs Holdco Ltd	Fixed coupon unsecured loan Interest rate 3.41% during construction and 10.15% during operation Redemption date 2043	£422,510 less £8,139 principal repaid totals £414,371	£Nil	2022: £27,268 2021: £40,956	2022: £20,972 2021: £21,145	2022: £42,162 2021: £42,531	2022: £16,384 2021: £Nil
Hub SW Cumbernauld Holdco Ltd	Fixed coupon unsecured loan Interest rate 3.52% during construction and 10.40% during Operation Redemption date 2044	£310,007 less £4,152 principal repaid plus £31,739 accrued interest capitalised totals £337,594	£Nil	2022: £15,286 2021: £12,044	2022: £17,507 2021: £17,688	2022: £35,203 2021: £34,305	2022: £Nil 2021: £Nil
Hub SW QMA Holdco Ltd (Queen Margaret Academy)	Fixed coupon unsecured loan Interest rate 3.46% during construction and 10.45% during operation Redemption date 2044	£233,662 less £2,973 principal repaid plus £23,858 accrued capitalised interest totals £254,547	£Nil	2022: £8,763 2021: £5,948	2022: £13,264 2021: £13,408	2022: £26,674 2021: £19,486	2022: £Nil 2021: £Nil
hub South West territory total		2022: £2,783,484 2021: £2,818,292	£ Nil	2022: £140,959 2021: £137,803	2022: £145,745 2021: £147,565	2022: £292,583 2021: £285,537	2022: £16,384 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
hub West territory							
Hub West Scotland Project Company (No.1) Ltd (Eastwood/Maryhill Health Centre Bundle)	Fixed coupon secured loan Interest rate 9.75% Redemption date 2041	£186,042 less £13,313 principal repaid totals £172,729	£Nil	2022: £52,988 2021: £70,831	2022: £34,854 2021: £38,352	2022: £19,385 2021: £19,630	2022: £Nil 2021: £Nil
Hub West Scotland Project Company (No.2) Ltd (Inverclyde Care Home)	Fixed coupon unsecured loan Interest rate 9.75% Redemption date 2042	£70,413 less £3,511 principal repaid totals £66,902	£1	2022: £11,042 2021: £10,302	2022: £12,960 2021: £14,126	2022: £7,453 2021: £7,559	2022: £Nil 2021: £Nil
Hub West Scotland Project Company (No.3) Ltd (Barrhead High School)	Fixed coupon unsecured loan Interest rate 9.75% Redemption date 2042	£213,748 less £31,164 principal repaid totals £182,584	£1	2022: £18,043 2021: £19,042	2022: £40,296 2021: £47,231	2022: £20,838 2021: £21,588	2022: £Nil 2021: £Nil
Hub West Scotland Project Company (No.4) Ltd (Our Lady & St Patrick's High School)	Fixed coupon unsecured loan Interest rate 9.75% Redemption date 2042	£228,400 less £25,202 principal repaid totals £203,198	£1	2022: £18,537 2021: £19,302	2022: £45,145 2021: £49,578	2022: £23,201 2021: £23,628	2022: £Nil 2021: £Nil
Hub West Scotland Project Company (No.5) 64 (Gorbals/Woodside Health Centre)	Fixed coupon unsecured loan Interest rate 9.75% Redemption date 04/2017	£288,202 less principal repaid £8,973 totals £279,229	£Nil	2022: £20,875 2021: £22,663	2022: £60,890 2021: £65,227	2022: £31,725 2021: £32,120	2022: £1,757 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In: hub West territory (continued)	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
Hub West Scotland Project Company (No.6) Ltd (Blairdardie & Carntyne Primary Schools)	Fixed coupon unsecured loan Interest rate 9.75% Redemption date 10/2017	£149,300 less £12,340 principal repaid totals £136,960	£1	2022: £9,099 2021: £11,144	2022: £28,423 2021: £31,400	2022: £15,455 2021: £15,735	2022: £Nil 2021: £Nil
Hub West Scotland Project Company (No.7) Ltd (Greenock & Stobhill Health Centres and Clydebank Health & Care Facility)	Fixed coupon unsecured loan Interest rate 9.75% Redemption date 12/2018 and 12/2019 respectively	£411,600	£1	2022: £40,065 2021: £30,557	2022: £134,542 2021: £84,867	2022: £49,675 2021: £46,862	2022: £Nil 2021: £Nil
hub West territory total		2022: £1,453,202 2021: £1,453,202	£5	2022: £170,649 2021: £183,841	2022: £357,110 2021: £330,781	2022: £167,732 2021: £167,122	2022: £1,757 2021: £Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

Investment In:	Investment Type, Interest Rate and Redemption Date	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
hub East Central territory							
Hub East Central (Levenmouth) Ltd	Fixed coupon unsecured loan Interest rate 10.2% Redemption date 2041	£1,608,000 less £232,236 principal repaid totals £1,375,764	£Nil	2022: £18,279 2021: £18,081	2022: £68,559 2021: £Nil	2022: £138,473 2021: £142,198	2022: £Nil 2021: £Nil
Hub East Central Scotland (Baldragon) Ltd	Fixed coupon unsecured loan Interest rate 10% Redemption date 2042	£299,790 less £31,562 principal repaid totals £268,228	£10	2022: £14,759 2021: £9,552	2022: £13,375 2021: £Nil	2022: £26,896 2021: £29,980	2022: £Nil 2021: £6,430
Hub East Central (Forfar) Ltd	Fixed coupon unsecured loan Interest rate 10% Redemption date 2041	£364,200 less £34,642 principal repaid totals £329,558	£Nil	2022: £14,239 2021: £13,037	2022: £16,433 2021: £Nil	2022: £33,097 2021: £33,641	2022: £Nil 2021: £2,250
Hub East Central (SCV) Ltd (Stirling Care Village)	Fixed coupon unsecured loan Interest rate 10% Redemption date 2044	£354,500	£10	2022: £12,602 2021: £11,295	2022: £17,676 2021: £Nil	2022: £35,450 2021: £35,450	2022: £Nil 2021: £8,400
Hub East Central (PSS) Ltd (Pharmaceuticals Special Services)	Fixed coupon unsecured loan Interest rate 10% Redemption date 2043	£276,200	£10	2022: £9,812 2021: £7,819	2022: £13,772 2021: £Nil	2022: £27,620 2021: £27,620	2022: £Nil 2021: £7,000
Hub East Central (Bertha Park) Ltd	Fixed coupon unsecured loan Interest rate 10% Redemption date 2044	£332,500	£10	2022: £12,171 2021: £11,143	2022: £16,579 2021: £Nil	2022: £33,250 2021: £33,250	2022: £Nil 2021: £4,572
Hub East Central (Angus Schools) Ltd	Fixed coupon unsecured loan Interest rate 10% Redemption date 2043	£155,500	£10	2022: £5,371 2021: £4,336	2022: £7,754 2021: £Nil	2022: £15,550 2021: £15,550	2022: £Nil 2021: £3,400
hub East Central territory total		2022: £3,092,250 2021: £3,115,188	£50	2022: £87,233 2020: £75,263	2022: £154,148 2021: £Nil	2022: £310,336 2021: £317,689	2022: £Nil 2021: £32,052

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

8. c) Investments – Subordinated Debt (continued)

Summary totals by hub territory

Investment In:	Value	Historical cost of Equity	Fair Value of Equity 31/3/2022	Interest Receivable 31/03/2022	Interest income	Dividend Income
	2022:		2022:	2022:	2022:	2022:
hub North territory	£4,526,159		£121,371	£1,103,569	£571,206	£19,932
total	2021:	£700	2021:	2021:	2021:	2021:
	£4,526,159		£48,492	£1,115,862	£576,174	£Nil
	2022:		2022:	2022:	2022:	2022:
hub South East	£3,827,351		£117,289	£798,391	£466,997	£Nil
territory total	2021	£80	2021:	2021:	2021:	2021:
·	£3,842,010		£158,434	£796,679	£446,487	£Nil
	2022:		2022	2022:	2022:	2022:
hub South West	£2,783,484	6 N.11	£140,959	£145,745	£292,583	£16,384
territory total	2021:	£ Nil	2021:	2021:	2021:	2021:
	£2,818,292		£137,803	£147,565	£285,537	£Nil
	2022:		2022:	2022:	2022:	2022:
hub West territory	£1,453,202	65	£170,649	£357,110	£167,732	£1,757
total	2021:	£5	2021:	2021:	2021:	2021:
	£1,453,202		£183,841	£330,781	£167,122	£Nil
	2022:		2022:	2022:	2022:	2022:
hub East Central	£3,092,250	650	£87,233	£154,148	£310,336	£Nil
territory total	2021:	£50	2021:	2021:	2021:	2021:
	£3,155,188		£75,263	£Nil	£317,689	£32,052
	2022:		2022:	2022:	2022:	2022:
Grand total sub-	£15,682,446	£835	£637,501	£2,558,963	£1,808,854	£38,073
ordinated debt	2021:	1033	2021:	2021:	2021:	2021:
	£15,754,851		£603,833	£2,390,887	£1,793,009	£32,052

Summary of Subordinated Debt Investments

	2022	2021
	£	£
Original cost of investments	15,754,851	15,916,547
Interest capitalised into subordinated debt	-	55,597
Principal repaid	(72,405)	(217,293)
Net Book Value of investments	15,682,446	15,754,851

The most significant risk to the Company is investment performance. The Board do not anticipate any losses as payments are anticipated to be received in all cases and hence except for minor re-profiling, investments are performing according to their base cases and making returns as anticipated.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

9. Trade and other Receivables

2022	2021
£	£
1,763,779	1,928,336
802,497	469,862
2,180	2,118
804,677	471,980
	2021
	£
1,243,786	1,423,974
2022	2021
£	£
-	770,000
62,278	62,196
550,120	78,527
363	352
19	22
612,780	911,097
	1,763,779 802,497 2,180 804,677 2022 £ 1,243,786 - 62,278 550,120 363

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

12. Repayable grant due to Parent

	2022	2021
	£	£
Non-current Liabilities	10,674,708	10,736,986
Current Liabilities (note 11)	62,278	62,196
	10,736,986	10,799,182
At beginning of the year	10,799,182	10,998,193
Repaid in year	(62,196)	(199,011)
At 31 March 2022	10,736,986	10,799,182
	=====	======

SFT made a repayable grant of £Nil (2021: £nil) to SFTi during the year which was used to invest in subordinated debt in the year.

The expected repayment profile of the repayable grant is:

	2022	2021
	£	£
< 1 year	62,278	62,196
1-2 years	50,036	66,302
2-5 years	233,973	200,625
>5 years	10,390,699	10,470,059
At 31 March 2022	10,736,986	10,799,182

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

13. Capital and reserves

	2022	2021
Share capital	£	£
Authorised, issued but not yet fully paid – 1 ordinary		
share of £1 each:		
As at 31 March	1	1

The share has attached to it full voting, dividend and capital distribution (including on winding up) rights; it does not confer any rights of redemption.

The retained earnings reserve comprises the cumulative surpluses of the Company which represent (i) the capital grant income provided by SFT in previous years to invest in the sub-ordinated debt of projects delivered by hub; and (ii) the interest earnings net of tax and operating expenses, less dividends declared/paid to SFT, less transfers of unrealised gains to other reserves.

The fair value reserve comprises the IFRS9 fair value movement of the equity investments. As this unrealised gain is not distributable it has been transferred to the fair value reserve.

Other reserve — Capital Grants for Investments is funding received pre 2015 from the Scottish Government to fund capital investments. As the capital is returned to SFTi, SFT will return these funds via a distribution to the Scottish Government.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

14. Related Party Transactions

During the year there were no salaried executive directors. No fees were paid to non-executive directors. Details of other transactions with related parties are included below:

Scottish Futures Trust Limited

The Company is wholly owned by Scottish Futures Trust Limited which is a company wholly owned by Scottish Ministers. Details of transactions with the Scottish Futures Trust Limited are included below.

	2022	2021
Statement of Financial Position	£	£
Balance owed to SFT by SFTi - included in other		
payables (note 11)	(550,120)	(848,527)
Repayable grant (note 12)	(10,736,986)	(10,799,182)
	2022	2021
Statement of Comprehensive Income	£	£
Scottish Futures Trust Limited Funding received		
Grant funding received for investment	-	-
Payments made to Scottish Futures Trust Limited		
SFT Management Fee (note 6)	550,108	578,514

Hub South East Scotland Territory

SFTi holds 10% of the share capital of hub South East Scotland Limited and the various special purpose project companies within this territory which are detailed in note 8c. A Senior Associate Director of SFT, is a non-executive director of hub South East Scotland Limited and the various special purpose project companies but does not have a financial interest in any of them.

Details of material transactions with these joint ventures are included below:

	2022	2021
Statement of Financial Position	£	£
Financial assets – subordinated debt	3,827,351	3,842,010
Trade and other receivables – accrued interest income	798,391	796,679
Trade and other receivables – hub director fees	2,180	2,118
Statement of Comprehensive Income		
Other income – hub director fees	3,633	3,530
Other income – Interest income	466,997	446,487

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

14. Related party transactions (continued)

Hub North Scotland Territory

SFTi holds 10% of the share capital of hub North Scotland Limited and the various special purpose project companies within this territory which are detailed in note 8c. A Senior Associate Director of SFT, is a non-executive director of hub North Scotland Limited and the various special purpose project companies but does not have a financial interest in any of them.

Details of material transactions with these joint ventures are included below:

	2022	2021
Statement of Financial Position	£	£
Financial assets – subordinated debt	4,526,159	4,526,159
Trade and other receivables – accrued interest income	1,103,569	1,115,862
Statement of Comprehensive Income		
Other income – Interest income	571,206	576,174
Other income – dividend income	19,932	-

Hub East Central Scotland Territory

SFTi holds 10% of the share capital of hub East Central Scotland Limited and the various special purpose project companies within this territory which are detailed in note 8c. A Senior Associate Director of SFT, is a non-executive director of hub East Central Scotland Limited and the various special purpose project companies but does not have a financial interest in any of them.

Details of material transactions with these joint ventures are included below:

	2022	2021
Statement of Financial Position	£	£
Financial assets – subordinated debt	3,092,250	3,115,188
Trade and other receivables – accrued interest income	154,148	-
Statement of Comprehensive Income		
Other income – Interest income	310,336	317,689
Other income – dividend income	-	32,052

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

14. Related party transactions (continued)

Hub West Scotland Territory

SFTi holds 10% of the share capital of hub West Scotland Limited and the various special purpose project companies within this territory which are detailed in note 8c. A Senior Associate Director of SFT, is a non-executive director of hub West Scotland Limited and the various special purpose project companies but does not have a financial interest in any of them.

Details of material transactions with these joint ventures are included below:

	2022	2021
Statement of Financial Position	£	£
Financial assets – working capital loans	89,562*	97,807*
Financial assets – subordinated debt	1,453,202	1,453,202
Trade and other receivables – accrued interest income	357,110	330,781
Statement of Comprehensive Income		
Other income – Interest income (including working		
capital loan interest)	170,419	173,996
Other income – dividend income	1,757	-
*Includes £7,926 expected credit loss provision (2021:		
£36,000).		

Hub South West Scotland Territory

SFTi holds 10% of the share capital of hub South West Scotland Limited and the various special purpose project companies within this territory which are detailed in note 8c. A Senior Associate Director of SFT, is a non-executive director of hub South West Scotland Limited and the various special purpose project companies but does not have a financial interest in any of them.

Details of material transactions with these joint ventures are included below:

	2022	2021
Statement of Financial Position	£	£
Financial assets – working capital loans	97,000*	100,000
Financial assets – subordinated debt	2,783,484	2,818,292
Trade and other receivables – accrued interest income		
(including capital loan note interest)	153,055	154,875
Statement of Comprehensive Income		
Other income – hub director fees	12,005	11,903
Other income – Interest income	292,583	285,537
Other income - dividends	16,384	-

*Includes £3,000 expected credit loss provision (2021: £nil).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

14. Related party transactions (continued)

LAR Housing Trust

LAR Housing Trust was incorporated as a Scottish Charitable Incorporated Organisation ("SCIO") on 25 April 2014 to assist in the provision of mid-market rent housing. SFTi has the right to appoint a Partner Trustee to the organisation who is one of six Trustees – four being Independent Trustees and one an Executive Trustee. A Senior Associate Director of SFT is currently SFTi's nominated Trustee. There were no financial transactions between SFTi and LAR.

The Edinburgh Homes Delivery Partnership

The Edinburgh Homes Delivery Partnership is a joint venture between City of Edinburgh Council and SFTi to create two LLPs for the delivery of mid-market and market rent accommodation. SFTi does not have joint control or significant influence over either joint venture as SFTi is merely an investor in these joint ventures.

The East Lothian Housing Delivery Partnership

The East Lothian Housing Delivery Partnership is a joint venture between East Lothian Council and SFTi to create an LLP for the delivery of mid-market and market rent accommodation. SFTi does not have joint control or significant influence over the joint venture as SFTi is merely an investor in this joint venture.

Hub Community Foundation

The Hub Community Foundation was incorporated as a Scottish Charitable Incorporated Organisations ("SCIO") on 10 December 2015 to assist in the delivery of community benefits through the hub programme and to provide finance to specific projects delivered by the hub programme. SFTi has the right to appoint a Partner Trustee to the organisation who is one of five Trustees – three being Independent Trustees and one Trustee representing the Private Sector Development Partners. A Senior Associate Director of SFT is currently SFTi's nominated Trustee. There were no financial transactions between SFTi and Hub Community Foundation or its fully owned subsidiary HCF Investments Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022 (continued)

15. Financial Instruments

The Company's financial instruments comprise of cash resources which arise directly from its operations and subordinated debt issued to hub companies, special purpose vehicles and working capital loans made to hub companies. The Company has not entered into derivatives transactions. Each of the main risk exposures related to financial instruments are considered below.

Interest rate risk - As the Company has no borrowings subject to interest and deposit interest rates are negligible and not anticipated to rise significantly in the short term, it has no significant exposure to interest rate risk. Interest rates in respect of subordinated debt investment and working capital loans are fixed.

Credit Risk - The Company does not have a significant concentration of credit risk. Bank deposits are held with major national banks and the principal customer is the Scottish Government.

Liquidity Risk - The Company operates within a budget agreed with the Scottish Government and as such liquidity is not seen as a major risk area. Interest rates in respect of subordinated debt investment and working capital loans are fixed.

Fair value of financial assets and liabilities - The directors consider that there is no significant difference between the book value and fair value of the Company's financial assets and liabilities except for equity investments in hub projects whose fair value is estimated to be £637,501 as at 31 March 2022 (£603,833 as at 31 March 2021), as disclosed in Note 8a, compared to a historical cost of £915 (£918 as at 31 March 2021).

16. Ultimate Controlling Party

The Company is wholly owned by Scottish Futures Trust Limited which is a company wholly-owned by the Scottish Ministers.

OFFICERS AND PROFESSIONAL ADVISORS

Directors

Ian Russell (Chairman)
Peter Reekie (Executive Director)
Ann Allen (Non-Executive Director)
Bill Matthews (Non-Executive Director)
Pauline Mills (Non-Executive Director)
Graham Watson (Non-Executive Director)

Chief Executive

Peter Reekie

Registered Office & Principal Place of Business

11-15 Thistle Street Edinburgh EH2 1DF

Registered Company number

SC381388

Auditor

Azets Audit Services Exchange Place 3 Semple Street Edinburgh EH3 8BL

Bankers

The Royal Bank of Scotland plc 36 St Andrews Square Edinburgh EH2 2YB

Website

 $\underline{www.scottishfuturestrust.org.uk}$