

**Company Registration No. SC462050 (Scotland)**  
**BIB number: SG/2022/224**

**TS PRESTWICK HOLDCO LTD**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2022**

# TS PRESTWICK HOLDCO LTD

## COMPANY INFORMATION

---

**Directors**

F Black  
I Forgie  
J Merrill  
R J Rollison  
C M Wilcock

**Company number**

SC462050

**Registered office**

Buchanan House  
8th Floor  
Chief Executive Office  
58 Port Dundas  
Glasgow  
Lanarkshire  
United Kingdom  
G4 0HF

**Auditor**

Azets Audit Services  
6th Floor, Bank House  
8 Cherry Street  
Birmingham  
United Kingdom  
B2 5AL

---

# TS PRESTWICK HOLDCO LTD

## CONTENTS

---

	<b>Page</b>
Strategic report	1 - 3
Directors' report	4 - 5
Directors' responsibilities statement	6
Independent auditor's report to the members of TS Prestwick Holdco Ltd	7 - 10
Group statement of comprehensive income	11
Group statement of financial position	12
Group statement of changes in equity	13
Group statement of cash flows	14
Notes to the group financial statements	15 - 36
Company statement of financial position	37
Company statement of changes in equity	38
Notes to the parent company financial statements	39 - 40

---

# TS PRESTWICK HOLDCO LTD

## STRATEGIC REPORT

### FOR THE YEAR ENDED 31 MARCH 2022

The directors present the strategic report for the year ended 31 March 2022.

TS Prestwick Holdco Limited ("The Group") owns and operates Glasgow Prestwick Airport in Ayrshire, Scotland, as well as managing an investment property portfolio. The directors present their strategic report for the year ended 31 March 2021.

#### Performance and future developments

The global pandemic continued to have an impact on the Airport during the early part of 2021/22 but once again the Airport demonstrated its key strength in offering a diverse range of services to different markets and returned an operating profit in challenging conditions.

Travel restrictions and Covid 19 testing were still in place during our peak summer season and although total passengers were up 151% from last year, they were still less than 20% of pre-pandemic levels. However, our scheduled freighter services and freight charters remained strong with cargo volumes up 38% up year on year, peaking at over 18,000 tonnes, with the slow recovery of belly hold freight and the impact of Brexit continuing to impact on supply chains and driving air cargo demand. We also continued to support vital NHS charters supplying vaccines, test kits and medical equipment. Our general aviation and military aircraft movements were also strong with a return of European and international military training exercises, and fuel volumes were back to pre-pandemic levels at 36 million litres representing £13m of the £16m increase in revenue year on year. Tenancies on investment properties remained largely unaffected by the pandemic, with the investment property portfolio contributing £2.5m of rental income to the group.

In November 2021 the Airport successfully delivered the safe arrival and departure of 30 Heads of State to COP26 in Glasgow, which was credit to our staff who rose to the challenge. The Airport is playing its part to lessen its impact on the environment and the board has committed to reducing the Airport's carbon footprint by 50% by 2030 as well as a target of Net Zero by 2045. From 2018 to 2021 the Airport invested in more efficient heating systems and reduced its Scope 1 emissions by 52% and, by switching lighting to LED, reduced its Scope 2 emissions by 22% in the same period.

Overall, in a year of transition from pandemic restrictions, the Airport returned an operating profit of £1.9m. This continues the positive trajectory of the group over the last 5 years.

#### Key Performance Statistics

	21/22	20/21	19/20	18/19	17/18
Total Passengers ('000)	118	47	621	662	702
Total Freight (Metric Tonnes)	18	13	14	14	12
Fuel Volumes (Million Litres)	36	19	37	20	11
	£m	£m	£m	£m	£m
Revenue	35.0	18.9	36.0	24.6	18.2
Operating Profit before Exceptional Items	1.9	0.5	5.5	(2.6)	(6.6)
<i>Exceptional Items:</i>					
Reversal of impairment on Plant & Equipment		5.0	-	-	-
Reversal of impairment on Land		0.2	0.0		
Operating Profit	1.9	5.7	5.5	(2.6)	(6.6)
Gain on sale of land and buildings	-	-	1.4	-	-
Increase in fair value of investment properties	0.4	8.3	-	-	-
Financial expenses	(1.1)	(1.2)	(1.4)	(1.3)	(1.0)
Tax	-	-	-	-	-
Total Profit/(Loss) for Year	1.2	12.8	5.5	(3.9)	(7.6)

# **TS PRESTWICK HOLDCO LTD**

## **STRATEGIC REPORT (CONTINUED)**

### ***FOR THE YEAR ENDED 31 MARCH 2022***

---

The annual review of investment properties held by Prestwick Airport Limited, Prestwick Airport Infrastructure Limited and Airport Driving Range Company Limited has been conducted, supported by an independent valuation carried out by Ryden LLP. As a result, the directors have reviewed the fair value of investment properties and have recognised a £0.4m increase in the fair value of these assets in the profit and loss account. Investment properties consist of surplus land with investment potential, and landside and airside tenanted property. The airport continues to invest in technology and solutions to mitigate the impact on aviation safety of windfarm developments on the airport. During the year the airport submitted evidence at windfarm planning inquiries to support the aviation industry position regarding impacts on aviation safety.

The total profit after tax for the year after accruing loan interest was £1.2m.

In 2021 the global economy was slow to react to a surge in demand as the pandemic restrictions were lifted, with supply chains disrupted and material prices and lead times increased.

At the start of 2022 the travel sector anticipated a strong summer season with unrestricted travel, but the impact of Brexit on the UK labour supply and the tightening of CAA regulations created a shortage of skilled labour for the aviation industry. However, the Airport has managed to adapt and recruit, avoiding passenger queues and delays this summer, with our staff working hard to deliver a safe, secure and efficient service with passenger volumes substantially up on the previous year. Although cargo volumes are expected to drop back slightly in 2022/23, as belly hold cargo returns and the ongoing ban of the Russian registered fleet impacts movement of heavy equipment, the board is focussed on growing this part of our business over the next few years, building on Prestwick's reputation for fast and efficient service and 24/7 operations. We will continue to invest and upgrade our buildings and equipment and we will develop a fresh Master Plan to maximise the 900-acre site, and we have accelerated plans to introduce solar and battery solutions on site and move to an electric equipment fleet with an objective to be self-sufficient in electricity.

The war in Ukraine has undoubtedly set the global economic recovery back with grain and gas supply restrictions driving up energy and food prices and inflation rates surging to levels not seen for many decades. The airport continues to review and manage its cost base but inevitably is seeing a rise in costs not just in energy but in maintenance and equipment costs. The ongoing inflationary background has fuelled a push for higher wages across the UK and although we were pleased to offer a substantial pay increase to our employees this year this adds to our cost base challenges and future pay increases must continue to be based on affordability.

Despite these ongoing economic pressures and the prospects of a UK and Global recession the board is confident that it will be able to weather the storm and maintain its good performance this year.

As announced by the Scottish Government in December 2021, although it remains Ministers' long-term intention to return Prestwick Airport to the private sector at the appropriate opportunity, they have decided not to proceed with a sale at this time. The Group retains the confidence and strong support of our shareholder and the board will continue to focus on a strategy of growth going forward, investing in assets and taking opportunities based on its strengths and flexibility.

# TS PRESTWICK HOLDCO LTD

## STRATEGIC REPORT (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### Principal risks and uncertainties

The process of risk acceptance and risk management is addressed through a framework of policies, procedures, and internal controls. All policies, risk management and internal audit are subject to board oversight and approval as well as ongoing review by management.

Compliance with regulation, legal and ethical standards is a high priority for the Group and the compliance team and senior management take on an important oversight role in this regard with the key risks maintained in a risk register which is regularly reviewed.

Principal risks include normal operational airport safety and security risks and credit, liquidity and foreign exchange risks are reviewed in note 19.

The audit committee is responsible for satisfying itself that a proper internal control framework exists to manage financial risks and that controls operate effectively. The safety and security assurance committee meets regularly to support the board with its responsibilities for reviewing, monitoring, and enhancing safety, security and compliance as well as providing oversight and support to the management to deliver operations in a safe and compliant manner.

The Covid 19 pandemic impact on our people and the business is now significantly reduced, and we have continued to adapt as the situation has evolved over the last two years. We have regularly undertaken full risk assessments and implemented policies and procedures to ensure the safety of our customers and employees and we will continue to monitor this in the coming months.

#### Directors' section 172 statement

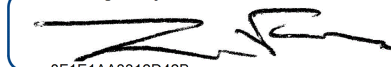
The board of directors have collectively and individually promoted the company's success for its shareholders during the financial year ending 31st March 2022. Working together, we continue to develop our strategy and processes to deliver a sustainable business model which will secure the long-term position of the Airport as a strategic asset for the shareholder as a key piece of infrastructure to deliver benefit for the Ayrshire and Scottish economy in terms of both jobs and wealth creation.

Our short-term strategy continues to focus on critical business objectives with the key measures of success of continuing to stabilise and grow the business. The impact of the COVID-19 pandemic has slowed this progress down but during this difficult time the group's leadership team have strived to ensure the safety of our employees and customers, minimise costs and be as efficient as possible.

The company continues to respect the communities in which it operates, and we are in regular communication with local government and regulatory agencies responsible for the environment and infrastructure in which we work.

The board of directors is committed to behaving responsibly and maintaining the reputation of the business through impeccable conduct and strong governance, sharing high quality information and conducting regular meetings.

On behalf of the board

DocuSigned by:  
  
8F1E1AA3312D42B...  
I Forgie  
Director

# TS PRESTWICK HOLDCO LTD

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31 MARCH 2022

---

The directors present their annual report and financial statements for the year ended 31 March 2022.

#### Principal activities

The principal activity of the Group is the ownership and operation of Glasgow Prestwick Airport ("GPA") and other subsidiaries which includes investment properties.

#### Results and dividends

The results for the year are set out on page 11.

The directors do not propose the payment of a dividend in respect of the current year (2021: £nil).

#### Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

S Adams	(Resigned 26 August 2021)
F Black	(Appointed 18 October 2021)
I Forgie	
J Merrill	(Appointed 14 December 2021)
A Miller	(Resigned 31 October 2021)
R J Rollison	
C M Wilcock	

#### Supplier payment policy

The group's current policy concerning the payment of trade creditors is to follow the CBI's Prompt Payers Code (copies are available from the CBI, Centre Point, 103 New Oxford Street, London WC1A 1DU).

The group's current policy concerning the payment of trade creditors is to:

- settle the terms of payment with suppliers when agreeing the terms of each transaction;
- ensure that suppliers are made aware of the terms of payment by inclusion of the relevant terms in contracts; and
- pay in accordance with the company's contractual and other legal obligations.

Trade creditors of the group at the year end were equivalent to XX day's purchases, based on the average daily amount invoiced by suppliers during the year.

#### Financial instruments

The Group's policy is to minimise the use of complex financial instruments.

#### Disabled persons

The group recognises its obligations to give disabled people full and fair consideration for all vacancies subject to the statutory medical requirements which have to be met for certain grades of staff. Wherever reasonable and practicable, the Group will retain existing employees who become disabled and at the same time provide fair opportunities for the career development of disabled people.

#### Employee involvement

The airport continues to engage fully with its employees, regularly exchanging information concerning the operation of the airport and providing them with information on matters of concern to them as employees. Consultation with representatives of staff has continued to take place on a regular basis, so that the views of employees can be taken into account in making decisions which are likely to affect their interests.

# TS PRESTWICK HOLDCO LTD

## DIRECTORS' REPORT (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### Auditor

Azets Audit Services were appointed as auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

#### Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of future developments.


#### Statement of disclosure to auditor

Each director in office at the date of approval of this annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that he / she ought to have taken as a director in order to make himself / herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

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

On behalf of the board

DocuSigned by:  
  
8F1E1AA3312D42B...  
I Forgie  
Director

Date: 14/10/2022



# **TS PRESTWICK HOLDCO LTD**

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

### ***FOR THE YEAR ENDED 31 MARCH 2022***

---

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the group financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the United Kingdom and have also chosen to prepare the parent company financial statements in accordance with Financial Reporting Standard (FRS) 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing the group financial statements, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

In preparing the parent company financial statements, the directors are required to:

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

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

# TS PRESTWICK HOLDCO LTD

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF TS PRESTWICK HOLDCO LTD

---

#### Opinion

We have audited the financial statements of TS Prestwick Holdco Limited (the 'company') and its subsidiaries (the 'group') for the year ended 31 March 2022 which comprise the group statement of comprehensive income, the group and company statement of financial position, the group and company statement of changes in equity, the group statement of cash flows and the group and company notes to the financial statements, including significant accounting policies.

The financial reporting framework that has been applied in the preparation of the group financial statements is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the United Kingdom. The financial reporting framework that has been applied in the preparation of the parent company financial statements is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion:

- the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 March 2021 and of the group's profit for the year then ended;
- the group financial statements have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union;
- the parent company financial statements have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- the financial statements 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 group and parent 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 directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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 group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

# TS PRESTWICK HOLDCO LTD

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF TS PRESTWICK HOLDCO LTD

---

#### **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 annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### **Opinions on other matters prescribed by the Companies Act 2006**

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

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

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

In the light of the knowledge and understanding of the group and parent company and their 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

#### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the parent 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 parent company or to cease operations, or have no realistic alternative but to do so.

# TS PRESTWICK HOLDCO LTD

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF TS PRESTWICK HOLDCO LTD

---

#### **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 is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

#### **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 Financial Reporting Council's website, to detect material misstatements in respect of irregularities, including fraud.

We obtain and update our understanding of the entity, its activities, its control environment, and likely future developments, including in relation to the legal and regulatory framework applicable and how the entity 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 entity that were contrary to applicable laws and regulations, including fraud.

In response to the risk of irregularities and non-compliance with laws and regulations, including fraud, we designed procedures which included:

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

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.

# TS PRESTWICK HOLDCO LTD

## INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF TS PRESTWICK HOLDCO LTD

---

### Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

*Azets Audit Services*  
82FC72753847487...

**Laura Hinsley FCCA (Senior Statutory Auditor)**  
**For and on behalf of Azets Audit Services**

14 October 2022

**Chartered Accountants**  
**Statutory Auditor**

# TS PRESTWICK HOLDCO LTD

## GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2022

	Notes	2022 £'000	2021 £'000
Revenue	3	35,004	18,942
Cost of sales		(30,664)	(18,909)
<b>Gross profit</b>		4,340	33
Other operating expenses		-	(126)
Administrative expenses		(2,812)	(1,931)
Other operating income	4	339	2,378
Exceptional items	5	-	5,361
<b>Operating profit</b>	6	1,867	5,715
Finance costs	10	(1,078)	(1,186)
Other gains and losses	11	425	8,265
<b>Profit before taxation</b>		1,214	12,794
<b>Income tax expense</b>	12	-	-
<b>Profit and total comprehensive income for the year</b>		1,214	12,794

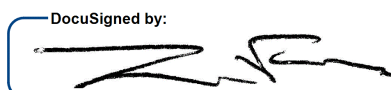
All activities of the group are continuing. The notes on pages 15 to 39 make up an integral part of these financial statements.

**TS PRESTWICK HOLDCO LTD****GROUP STATEMENT OF FINANCIAL POSITION****AS AT 31 MARCH 2022**

	Notes	2022 £'000	2021 £'000
<b>Non-current assets</b>			
Property, plant and equipment	13	6,165	5,795
Investment property	14	14,540	14,115
		<u>20,705</u>	<u>19,910</u>
<b>Current assets</b>			
Inventories	15	225	310
Trade and other receivables	16	5,208	3,680
Cash and cash equivalents		15,671	14,111
		<u>21,104</u>	<u>18,101</u>
<b>Current liabilities</b>			
Trade and other payables	20	12,487	9,896
Borrowings	18	43,400	43,400
		<u>55,887</u>	<u>53,296</u>
<b>Net current liabilities</b>		<u>(34,783)</u>	<u>(35,195)</u>
<b>Non-current liabilities</b>			
Trade and other payables	20	883	890
<b>Net liabilities</b>		<u>(14,961)</u>	<u>(16,175)</u>
<b>Equity</b>			
Retained earnings		<u>(14,961)</u>	<u>(16,175)</u>

The notes on pages 15 to 39 make up an integral part of these financial statements.

The financial statements were approved by the board of directors and authorised for issue on 14 October 2022 and are signed on its behalf by:

DocuSigned by:  
  
 8F1E1AA3312D42B...  
 I Forgie  
 Director

**Company Registration No. SC462050**

**TS PRESTWICK HOLDCO LTD****GROUP STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 MARCH 2022**


---

	<b>Retained earnings £'000</b>	<b>Total £'000</b>
<b>Balance at 1 April 2020</b>	(28,970)	(28,970)
<b>Year ended 31 March 2021:</b>		
Profit and total comprehensive income for the year	12,794	12,794
	<u>          </u>	<u>          </u>
<b>Balance at 31 March 2021</b>	(16,175)	(16,175)
	<u>          </u>	<u>          </u>
<b>Year ended 31 March 2022:</b>		
Profit and total comprehensive income for the year	1,214	1,214
	<u>          </u>	<u>          </u>
<b>Balance at 31 March 2022</b>	(14,961)	(14,961)
	<u>          </u>	<u>          </u>



**TS PRESTWICK HOLDCO LTD****GROUP STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 MARCH 2022**

	Notes	2022 £'000	£'000	2021 £'000	£'000
<b>Cash flows from operating activities</b>					
Cash generated from operations	25		2,680		348
Interest paid			-		(10)
<b>Net cash inflow from operating activities</b>			2,680		338
<b>Investing activities</b>					
Purchase of property, plant and equipment		(1,120)		(508)	
<b>Net cash used in investing activities</b>			(1,120)		(508)
<b>Net increase/(decrease) in cash and cash equivalents</b>			1,560		(170)
Cash and cash equivalents at beginning of year			14,111		14,281
Cash and cash equivalents at end of year			15,671		14,111

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### 1 Accounting policies

##### Company information

TS Prestwick Holdco Limited is a private company limited by shares incorporated in Scotland in the UK. The registered office is Buchanan House, 58 Port Dundas Street, Glasgow, G4 0HF. The company's principal activities and nature of its operations are disclosed in the directors' report.

The group consists of TS Prestwick Holdco Limited and all of its subsidiaries.

##### 1.1 Accounting convention

The group financial statements have been prepared and approved by the directors in accordance International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"). The company has elected to prepare its parent company financial statements in accordance with FRS 101.

The financial statements are prepared in sterling, which is the functional currency of the group. Monetary amounts in these financial statements are rounded to the nearest £'000.

The financial statements have been prepared prepared under the historical cost convention, except for investment properties and land (see accounting policy 1.6). The principal accounting policies adopted are set out below.

##### 1.2 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company TS Prestwick Holdco Limited together with all entities controlled by the parent company (its subsidiaries).

All financial statements are made up to 31 March 2022. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Subsidiaries are consolidated in the group's financial statements from the date that control commences until the date that control ceases.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### 1 Accounting policies

(Continued)

##### 1.3 Going concern

As outlined in the Strategic Report, the Group continues to see a positive trajectory in operating profit before exceptional items over the last 5 years. That combined with new appointments to the board and the confidence and support of our shareholder, the directors believe in the medium to long term, the airport can continue the success of recent years. The financial statements have therefore been prepared on the going concern basis.

The Group has overall net liabilities of £14.9m (2021: £16.2m) which includes amounts due to Transport Scotland in respect of historical loan funding. The loan balance, as of 31st March 2022 was £43.4m and together with accrued interest of £7.4m the balance included within net liabilities is £50.7m.

The Scottish Government acquired Prestwick Airport in 2013 and financially supports the business through the provision of long-term loan finance. The airport has not drawdown funds for over three years and does not expect to require any additional loan support in the next 12 months. The Group has £15.7m (2021: £14.1) of cash reserves as at the balance sheet date to support future investment in assets that support its growth strategy.

Transport Scotland has provided written confirmation to the directors that it will not seek repayment of all or part of the loan facility or accrued interest until at least 31 March 2024, although support is expected to continue beyond this date for the foreseeable future. As with any group placing reliance on other entities for financial support, the directors acknowledge that there can be no certainty that this support will continue; however, at the date of approval of these financial statements, he has no reason to believe that they will not do so.

Transport Scotland and Scottish Ministers continue to strongly support the board and consider the airport as a long-term strategic asset. Based on this the board is confident that Transport Scotland will continue to defer repayment of the outstanding loans and accrued interest thereon for the foreseeable future (at least 31 March 2024) and until a suitable financial restructure can be agreed by both parties, or alternatively on a future sale of the business.

The directors consider that this enables the group to continue in operational existence for at least the 12 months following approval of these financial statements, meeting its liabilities as they fall due, other than the repayment of amounts outstanding to Transport Scotland as noted above.

The directors have prepared profit and cash flow forecasts to the end of March 2024, at least 12 months from the date of approval of these financial statements which have been sensitised to take account of reasonably possible downside risks, including the impact of an ongoing Ukraine war and a global recession. The directors have concluded that given the diverse nature of the Group and the significant income from both freight and military revenue streams, the downside risks do not create a material uncertainty with regards to going concern. The Group will have sufficient funds to meet its liabilities as they fall due for the foreseeable future and requires no additional financial support.

For the reasons set out above, the directors have prepared the financial statements on a going concern basis and have concluded that there are no material uncertainties related to going concern.

##### 1.4 Revenue

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The group recognises revenue when it transfers control of a product or service to a customer.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### 1 Accounting policies

(Continued)

The group recognises revenue from the following major sources:

- Cargo
- Passenger
- Fixed Base Operations
- Fuel
- Aerodrome
- Property income

The nature, timing of satisfaction of performance obligations and significant payment terms of the group's major sources of revenue are as follows:

#### **Cargo**

Cargo revenue including landing navigation parking and handling are based upon a combination of weight and time parked and are recognised at point of departure. Cargo handling, bond storage, transshipment and ETD screening charges are all recognised when the goods leave the airport facility.

#### **Passenger**

Passenger aircraft charges including landing navigation parking and handling are based upon a combination of weight and time parked and are recognised at point of departure. Various passenger charges for handling and security are recognised at point of departure. Car parking income is recognised at the point of exit for turn-up, short and long-stay parking. Concession income from retail and commercial concessions is recognised in the period to which it relates on an accrual basis.

#### **Fixed Base Operations**

Fixed Based Operations comprises income related to the provision of general aviation services to both private and military customers and recognised at the point of delivery. Aircraft charges including landing navigation parking and handling are based upon a combination of weight and time parked and are recognised at point of departure. All other services including provision of catering and accommodation are delivered and invoiced at the point of departure.

#### **Fuel**

Aviation fuel revenue is invoiced, priced and recognised based on the date of fuel supply and charged at the contracted or published sale price on that date.

#### **Aerodrome**

Aerodrome revenue comprises fees recognised at the point of delivery including aircraft landing navigation handling and parking charges relating to aircraft training, private aircraft, Ministry of Defence and Search and Rescue movements and radar services.

#### **Property**

Rental income arising from operating leases on investment properties is accounted for on a straight line basis over the lease term. The contracts entered into are both short term and long term lease agreements. Other property income includes electricity, water, telecoms and repairs, all of which are incurred and charged at the point of consumption.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 1 Accounting policies

(Continued)

##### 1.5 Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Included within plant and equipment:

Airport plant and equipment	5% to 20% straight line
Office equipment	20% straight line
Computer equipment	20% straight line
Computer software	33% straight line
Motor vehicles	20% straight line

No depreciation is provided on freehold land.

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

##### 1.6 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses. The surplus or deficit on revaluation is recognised in profit or loss.

##### 1.7 Impairment of tangible and intangible assets

At each reporting end date, the group reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 1 Accounting policies (Continued)

##### 1.8 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is based on the average cost principle and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs in bringing them to their existing location and condition.

Net realisable value is the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

##### 1.9 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

##### 1.10 Financial assets

Financial assets are recognised in the group's statement of financial position when the group becomes party to the contractual provisions of the instrument. Financial assets are classified into specified categories, depending on the nature and purpose of the financial assets.

At initial recognition, financial assets classified as fair value through profit and loss are measured at fair value and any transaction costs are recognised in profit or loss. Financial assets not classified as fair value through profit and loss are initially measured at fair value plus transaction costs.

##### ***Financial assets at fair value through profit or loss***

When any of the above-mentioned conditions for classification of financial assets is not met, a financial asset is classified as measured at fair value through profit or loss. Financial assets measured at fair value through profit or loss are recognized initially at fair value and any transaction costs are recognised in profit or loss when incurred. A gain or loss on a financial asset measured at fair value through profit or loss is recognised in profit or loss, and is included within finance income or finance costs in the statement of income for the reporting period in which it arises.

##### ***Financial assets held at amortised cost***

Financial instruments are classified as financial assets measured at amortised cost where the objective is to hold these assets in order to collect contractual cash flows, and the contractual cash flows are solely payments of principal and interest. They arise principally from the provision of goods and services to customers (eg trade receivables). They are initially recognised at fair value plus transaction costs directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment where necessary.

##### ***Impairment of financial assets***

Financial assets carried at amortised cost and FVOCI are assessed for indicators of impairment at each reporting end date.

The expected credit losses associated with these assets are estimated on a forward-looking basis. A broad range of information is considered when assessing credit risk and measuring expected credit losses, including past events, current conditions, and reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

[For trade receivables, the simplified approach permitted by IFRS 9 is applied, which requires expected lifetime losses to be recognised from initial recognition of the receivables.]

[Detail of impairment approach adopted for other specific asset groups.]

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### 1 Accounting policies

(Continued)

##### ***Derecognition of financial assets***

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

#### 1.11 Financial liabilities

The group recognises financial debt when the group becomes a party to the contractual provisions of the instruments. Financial liabilities are classified as either 'financial liabilities at fair value through profit or loss' or 'other financial liabilities'.

##### ***Financial liabilities at fair value through profit or loss***

Financial liabilities are classified as measured at fair value through profit or loss when the financial liability is held for trading. A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of selling or repurchasing it in the near term, or
- on initial recognition it is part of a portfolio of identified financial instruments that are managed together and has a recent actual pattern of short-term profit taking, or
- it is a derivative that is not a financial guarantee contract or a designated and effective hedging instrument.

Financial liabilities at fair value through profit or loss are stated at fair value with any gains or losses arising on remeasurement recognised in profit or loss.

##### ***Other financial liabilities***

Other financial liabilities, including borrowings, trade payables and other short-term monetary liabilities, are initially measured at fair value net of transaction costs directly attributable to the issuance of the financial liability. They are subsequently measured at amortised cost using the effective interest method. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

##### ***Derecognition of financial liabilities***

Financial liabilities are derecognised when, and only when, the group's obligations are discharged, cancelled, or they expire.

#### 1.12 Equity instruments

Equity instruments issued by the parent company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer payable at the discretion of the company.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

---

#### 1 Accounting policies

(Continued)

##### 1.13 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. For investment property that is measured at fair value deferred tax is provided at the rate applicable to the sale of the property except for that part of the property that is depreciable and the company's business model is to consume substantially all of the value through use. In the latter case the tax rate applicable to income is used.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. For investment property that is measured at fair value deferred tax is provided at the rate applicable to the sale of the property except for that part of the property that is depreciable and the Company's business model is to consume substantially all of the value through use. In the latter case the tax rate applicable to income is used.

##### 1.14 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of inventories or non-current assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the group is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

##### 1.15 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

##### 1.16 Grants

Government grants represent amounts received under the coronavirus job retention scheme and are recognised in other operating income when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met.

##### 1.17 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.



# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 2 Critical accounting estimates and judgements

In applying the Group's accounting policies, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are outlined below.

#### Investment property valuation

There are significant judgements and estimates in relation to the carrying value of investment properties. These pertain to capital sales values per square foot or acre, and yield rates. The directors' have engaged an expert valuer – Ryden LLP, to inform the fair value of investment properties, being an independent valuer who hold appropriate qualifications and who have relevant experience in both local and national property markets and with knowledge of the particular properties concerned.

#### 3 Revenue

	<b>2022</b>	<b>as restated 2021</b>
	<b>£'000</b>	<b>£'000</b>
<b>Revenue analysed by class of business</b>		
Cargo	4,155	3,024
Passenger	1,254	812
Fixed Base Operations	4,781	4,292
Fuel	20,776	7,554
Aerodrome	1,533	823
Property	2,505	2,437
	<u>35,004</u>	<u>18,942</u>
	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
<b>Revenue analysed by geographical market</b>		
United Kingdom	<u>35,004</u>	<u>18,942</u>

The split of revenue by class of business has been updated for the current year, and their comparatives, to more accurately reflect the different business units of the entity.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

<b>4 Other operating income</b>	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Coronavirus job retention scheme income	339	1,449
Non recurring income related to windfarm mitigation agreements	-	929
	<u>339</u>	<u>2,378</u>
	<u><u>339</u></u>	<u><u>2,378</u></u>
 <b>5 Exceptional items</b>	 <b>2022</b>	 <b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Reversal of impairment charge (note 13)	-	5,361

In line with the requirements of IAS36, at the prior year reporting date, the board assessed whether there were any indicators present which indicated that previously recognised impairment losses no longer existed or had decreased. Given the Group's improving performance over the previous 3 years, the clarification to the business as to the impact of COVID-19 and the outlook for the airport's future, the directors judged that indicators of impairment existed at the prior year balance sheet date. The impairment review determined that impairment losses recognised in prior periods no longer existed or had decreased and that therefore an estimate of the recoverable amount of assets was calculated and reversed.

Given that the assets of TS Prestwick Holdco frequently generate cash when working together rather than singly, the directors determined the recoverable amount of the cash generating unit (CGU) to which the asset belonged. It was the judgement of the directors that a single CGU existed for the group being the operational airport itself, incorporating each class of revenue stream and associated costs.

In order to estimate the recoverable amount, being the value in use, of the CGU to which assets belong, the directors estimated future cash inflows and outflows based on approved budgets. These were determined based on the historical experience of the directors and expectations of market development and were the directors' best estimate of reasonably anticipated performance at the prior year reporting date.

The directors do not consider there to be impairment indicators at the current year reporting date.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2022

### 6 Operating loss

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Operating profit for the year is stated after charging/(crediting):		
Exchange (gains)/losses	(34)	204
Depreciation of property, plant and equipment	750	74
	<u>          </u>	<u>          </u>

### 7 Auditor's remuneration

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Fees payable to the company's auditor and associates:		
Audit of the financial statements of the company	4	4
Audit of the financial statements of the company's subsidiaries	50	56
	<u>          </u>	<u>          </u>
	54	60
	<u>          </u>	<u>          </u>
Total non-audit fees	6	3
	<u>          </u>	<u>          </u>
	60	63
	<u>          </u>	<u>          </u>

### 8 Employees

The parent company has no employees, in the current or prior year.

	<b>2022</b>	<b>2021</b>
	<b>Number</b>	<b>Number</b>
Administrative and managerial	25	30
Operational	235	257
	<u>          </u>	<u>          </u>
Total	260	287
	<u>          </u>	<u>          </u>

Their aggregate remuneration comprised:

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Wages and salaries	7,905	8,121
Social security costs	782	804
Pension costs	329	360
	<u>          </u>	<u>          </u>
	9,016	9,285
	<u>          </u>	<u>          </u>

**TS PRESTWICK HOLDCO LTD****NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 MARCH 2022****9 Directors' remuneration**

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Remuneration for qualifying services	362	336
Company pension contributions to defined contribution schemes	54	45
	<u>416</u>	<u>381</u>
	<u><u>416</u></u>	<u><u>381</u></u>

The average number of Directors serving during the year was 9 (2021: 8)

**10 Finance costs**

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Other interest	-	10
Interest on loan from Transport Scotland on behalf of Scottish Ministers	1,078	1,176
	<u>1,078</u>	<u>1,186</u>
Total interest expense	<u><u>1,078</u></u>	<u><u>1,186</u></u>

**11 Other gains and losses**

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Gain on revaluation of investment properties	425	8,265
	<u>425</u>	<u>8,265</u>
	<u><u>425</u></u>	<u><u>8,265</u></u>

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 12 Income tax expense

	2022 £'000	2021 £'000
The charge for the year can be reconciled to the profit per the income statement as follows:		
	2022 £'000	2021 £'000
Profit before taxation	1,214	12,794
Expected tax charge based on a corporation tax rate of 19.00% (2021: 19.00%)	231	2,431
Effect of expenses not deductible in determining taxable profit	2	140
Income not taxable	(91)	(2,589)
Permanent capital allowances in excess of depreciation	-	845
Other permanent differences	-	10
Remeasurement of deferred tax for changes in tax rates	(3,157)	-
Movement on deferred tax asset not recognised	3,036	(837)
Fixed asset differences	(21)	-
<b>Taxation credit for the year</b>	<b>-</b>	<b>-</b>

The group has an unrecognised deferred tax asset of £13.2m (2021: £10.1m) which includes £11.8mm (2021: £8.9m) relating to tax losses and £1.3m (2021: £1.2m) relating to fixed asset timing differences. This was offset by a deferred tax liability totalling £Nil (2021: £Nil) relating to the revaluation of investment property. The deferred tax asset has not been recognised owing to uncertainty over its recoverability, specifically uncertainty over the timing and magnitude of taxable profits at the balance sheet date.

A reduction in the UK corporation tax rate from 19% to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020, and this change was substantively enacted on 17 March 2020. The UK deferred tax liability as at 31 March 2022 was calculated at 25% (2021: 19%). An increase in the UK corporation rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021. This will increase the company's future assessment of deferred tax balances accordingly.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 13 Property, plant and equipment

	Freehold land	Plant and equipment	Motor vehicles	Total
	£'000	£'000	£'000	£'000
<b>Cost</b>				
At 1 April 2020	200	8,247	507	8,954
Additions	-	508	-	508
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2021	200	8,755	507	9,462
Additions	-	1,120	-	1,120
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2022	200	9,875	507	10,582
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Accumulated depreciation and impairment</b>				
At 1 April 2020	200	8,247	507	8,954
Charge for the year	-	74	-	74
Reversal of impairment loss (profit or loss) (see note 5)	(200)	(5,021)	(140)	(5,361)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2021	-	3,300	367	3,667
Charge for the year	-	750	-	750
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2022	-	4,050	367	4,417
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Carrying amount</b>				
At 31 March 2022	200	5,825	140	6,165
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2021	200	5,455	140	5,795
	<hr/>	<hr/>	<hr/>	<hr/>

#### 14 Investment property

	2022	2021
	£'000	£'000
<b>Fair value</b>		
Opening balance	14,115	5,850
Fair value adjustment	425	8,265
	<hr/>	<hr/>
At 31 March 2022	14,540	14,115
	<hr/>	<hr/>

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 14 Investment property

(Continued)

The valuation of the investment property portfolio was performed by Ryden LLP, an independent valuer who hold appropriate qualifications and who have relevant experience in both local and national property markets and with knowledge of the particular properties concerned. The valuations were undertaken in accordance with the RICS Valuation – Global Standards (2020) “The Red Book” published by the Royal Institution of Chartered Surveyors on the basis of fair value.

The investment property portfolio comprises of surplus land with investment potential, and landside and airside tenanted property held to earn rentals.

The fair value of investment property held to earn rentals is determined using the income capitalisation method. The income capitalisation method is based on capitalising the net income stream at an appropriate yield. In establishing the net income stream the valuer has reflected the current rent payable to lease expiry, at which point the valuer has assumed that each unit will be re-let at their opinion of estimated rental value. The valuer has made allowances for vacancies and rent-free periods where appropriate, as well as deducting non-recoverable costs where applicable. The appropriate yield is selected on the basis of the location of the building, its quality, tenant credit quality and lease terms. A comparison has been made with comparable property sales to ensure the capital sale value is consistent with comparable properties. There has been no change to the valuation technique during the year.

The fair value of investment property that is not tenanted, but is held for capital appreciation as land or property with development potential is determined by reference to recent market data and known abnormal costs and is based on ascertaining a capital sales value per square foot or acre. In estimating the fair value of the property, the highest and best use of the property is their current use. There has been no change to the valuation technique during the year.

Having conducted a detailed review of the valuation report to review appropriate assumptions have been applied the board are satisfied with the valuer's conclusions.

#### 15 Inventories

	2022 £'000	2021 £'000
Raw materials and consumables	225	310
	<u>225</u>	<u>310</u>

#### 16 Trade and other receivables

	2022 £'000	2021 £'000
Trade receivables	4,323	2,775
Provision for bad and doubtful debts	(97)	(81)
	<u>4,226</u>	<u>2,694</u>
VAT recoverable	863	176
Other receivables	-	41
Prepayments	119	769
	<u>5,208</u>	<u>3,680</u>

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2022

### 16 Trade and other receivables

(Continued)

On review, the company assessed the impact of the lifetime expected credit losses (IFRS9) on the trade receivables and concluded this has no material impact upon the provision for bad and doubtful debts.

### 17 Trade receivables - credit risk

#### Fair value of trade receivables

The directors consider that the carrying amount of trade and other receivables is approximately equal to their fair value.

No significant receivable balances are impaired at the reporting end date.

<b>Movement in the allowances for doubtful debts</b>	<b>2022 £'000</b>	<b>2021 £'000</b>
Balance bought forward	81	119
Additional allowance recognised	16	-
Allowance reversed	-	(38)
	<u>97</u>	<u>81</u>

### 18 Borrowings

	<b>2022 £'000</b>	<b>2021 £'000</b>
<b>Borrowings held at amortised cost:</b>		
Loans from Transport Scotland on behalf of Scottish Ministers	<u>43,400</u>	<u>43,400</u>

There is a bond/ floating charge over the group's assets in favour of Scottish Ministers.

The amounts due to Transport Scotland are repayable on demand. Interest is charged at 2.2% over the European Reference Rate for State Aid for the UK and is accrued in the accounts.



# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 19 Financial instruments

##### (a) Fair values of financial instruments

The directors consider that the carrying amounts of financial liabilities carried at amortised cost in the financial statements approximate to their fair values.

Loans and receivables	Carrying value		Fair value	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
Cash and cash equivalents	15,671	14,111	15,671	14,111
Trade and other receivables	4,226	2,735	4,226	2,735
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
Total loans and receivables	19,897	16,846	19,897	16,846
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
Total financial assets	19,897	16,846	19,897	16,846
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

Financial liabilities measured at amortised cost	Carrying value		Fair value	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
Other interest-bearing loans and borrowings	43,400	43,400	43,400	43,400
Trade and other payables	10,651	8,780	10,651	8,780
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
Total financial liabilities measured at amortised cost	54,051	52,180	54,051	52,180
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
Total financial liabilities	54,051	52,180	54,051	52,180
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
Total financial instruments	(34,154)	(35,333)	(34,154)	(35,333)
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

"Trade and other receivables" and "Trade and other payables" balances above explicitly exclude prepayments, deferred income and taxes in line with accounting standards.

##### b) Estimation of fair values

The following methods and assumptions were used to estimate the fair values shown above:

##### Trade and other receivables/payables

The fair value of receivables and payables is deemed to be the same as the book value.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2022

### 19 Financial instruments

(Continued)

#### Cash and cash equivalents

The fair value is deemed to be the same as the carrying amount due to the short maturity of these instruments.

#### Other loans

The fair value is based on the book value as the interest rate charged reflects the fair value of the borrowings.

#### c) Credit risk

#### Financial risk management

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities.

#### Exposure to credit risk

The maximum exposure to credit risk at the balance sheet date by class of financial instrument was:

	<b>Group</b>	
	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Trade receivables	4,226	2,695
	<u>          </u>	<u>          </u>

The concentration of credit risk for trade receivables at the balance sheet date by geographic region was:

	<b>Group</b>	
	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
UK	2,077	2,227
Europe	114	91
Middle East	37	2
North America	1,971	361
Other	29	12
	<u>          </u>	<u>          </u>
	<u>4,228</u>	<u>2,693</u>

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2022

### 19 Financial instruments

(Continued)

The concentration of credit risk for trade receivables at the balance sheet date by type of counterparty was:

	Group	
	2022	2021
	£'000	£'000
Aviation	3,668	1,656
Property	254	204
Other	306	833
	<u>4,228</u>	<u>2,693</u>

#### Credit quality of financial assets and impairment losses

The aging of trade receivables at the balance sheet date was:

	Group		Group	
	Gross	Impairment	Gross	Impairment
	2022	2022	2021	2021
	£'000	£'000	£'000	£'000
Not past due	2,821		1,274	
Past due (0-30 days)	507		526	
Past due (31-120 days)	517		-	
Past due ( > 120 days)	478	97	975	81
	<u>4,323</u>	<u>97</u>	<u>2,775</u>	<u>81</u>

On review the company assessed the impact of the lifetime expected credit losses (IFRS9) on trade receivables based on historical 3-year average bad debt write-off 0.25% (2021: 0.22%) and have not identified any significant impact on the current bad debt provision.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

	Group	
	2022	2021
	£'000	£'000
Opening balance	81	119
Impairment loss provided	16	-
Impairment loss utilised	-	(38)
	<u>97</u>	<u>81</u>

The allowance account for trade receivables is used to record impairment losses unless the Group or Company is satisfied that no recovery of the amount owing is possible.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 19 Financial instruments

(Continued)

At that point the amounts considered irrecoverable are written off against the trade receivables directly.

#### d) Liquidity risk

##### Financial risk management

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the effect of netting agreements:

Non-derivative financial liabilities	2022		2021	
	Contractual 1 Year or less cash flows*		Contractual 1 Year or less cash flows*	
	2022 £'000	2022 £'000	2021 £'000	2021 £'000
Transport Scotland Loan from Scottish Ministers	43,400	43,400	43,400	43,400
Trade and other payables	10,651	8,780	10,651	8,780
	<u>54,051</u>	<u>52,180</u>	<u>54,051</u>	<u>52,180</u>

\* Carrying amount

#### e) Market risk

##### Financial risk management

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments

##### Market risk - Foreign currency risk

###### Group

The Group buys and sells aviation fuel in US dollars and is naturally hedged for the cost of the fuel.. The Group has a strategy to reduce exposure to potential future foreign exchange losses and has put in place foreign exchange hedging facilities with its bankers to place forward contracts to assist with this policy.

##### Market risk - Interest rate risk

###### Financial risk management

At the balance sheet date the Group has one fixed rate interest bearing loan which is not sensitive to interest rate changes.

#### f) Capital management

##### Group

The Group manages capital through a number of policies to ensure that it can meet its commitments consistent with its corporate plan. A major source of capital is the Transport Scotland loan which is reviewed on an annual basis.

**TS PRESTWICK HOLDCO LTD****NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 MARCH 2022****20 Trade and other payables**

	<b>Current</b>		<b>Non-current</b>	
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Trade payables	1,911	1,306	-	-
Accruals and deferred income	10,348	8,251	883	890
Social security and other taxation	228	339	-	-
	<u>12,487</u>	<u>9,896</u>	<u>883</u>	<u>890</u>
	<u><u>12,487</u></u>	<u><u>9,896</u></u>	<u><u>883</u></u>	<u><u>890</u></u>

**21 Retirement benefit schemes**

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
<b>Defined contribution schemes</b>		
Charge to profit or loss in respect of defined contribution schemes	-	360
	<u><u>-</u></u>	<u><u>360</u></u>

The group operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 22 Share capital

	2022	2021	2022	2021
Ordinary share capital	Number	Number	£	£
Ordinary of £1 each	1	1	1	1

#### 23 Other leasing information

##### Lessor

The investment properties leases do not transfer substantially all of the risks and rewards incidental to ownership of the underlying asset and are accordingly classified as operating leases.

During the year £1,458,419 (2021: £1,058,000) was recognised as rental income by the Group.

The following table sets out a maturity analysis of lease payments to be received, showing the undiscounted lease payments to be received after the reporting date:

At the reporting end date the group had contracted with tenants for the following minimum lease payments:

	2022	2021
	£'000	£'000
Within one year	1,322	1,172
One to two years	651	660
Two to three years	393	629
Three to four years	347	524
Four to five years	276	554
Over five years	10,194	10,634
Total undiscounted lease payments receivable	<u>13,183</u>	<u>14,173</u>

#### 24 Related party transactions

##### Remuneration of key management personnel

The remuneration of key management personnel, including directors, is set out below in aggregate for each of the categories specified in IAS 24 *Related Party Disclosures*.

	2022	2021
	£'000	£'000
Key management remuneration including social security costs	648	635
Company contributions to money purchase pension plans	67	56
	<u>715</u>	<u>691</u>

The average number of key management personnel during the year was 12 (2021: 11)

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2022

#### 24 Related party transactions

(Continued)

##### Other information

The Company is controlled by its shareholder, Scottish Government. The ultimate controlling party is Scottish Government. The Scottish Government provides interest bearing loans to the company's subsidiaries. It has no other transactions directly with the company.

The company has taken advantage of the exemption available not to disclose transactions with other wholly owned subsidiaries of the group.

#### 25 Cash generated from operations

	2022 £'000	2021 £'000
Profit for the year after tax	1,214	12,794
<b>Adjustments for:</b>		
Finance costs	1,078	1,186
Investment income	-	(30)
Depreciation and impairment of property, plant and equipment	750	-
Reversal of impairment of property, plant and equipment	-	(5,361)
Foreign exchange gains and losses	-	103
Fair value gain on investment property	(425)	(8,265)
<b>Movements in working capital:</b>		
Decrease/(increase) in inventories	85	(8)
Increase in trade and other receivables	(1,528)	(1,090)
Increase in trade and other payables	1,506	1,017
<b>Cash generated from operations</b>	<u>2,680</u>	<u>346</u>


**TS PRESTWICK HOLDCO LTD****COMPANY STATEMENT OF FINANCIAL POSITION****AS AT 31 MARCH 2022**

	Notes	2022 £	£	2021 £	£
<b>Current assets</b>					
Trade and other receivables	<b>30</b>	1		1	
<b>Net current assets</b>			1		1
<b>Net assets</b>			1		1
<b>Equity</b>					
Called up share capital	<b>31</b>		1		1
<b>Total equity</b>			1		1

As permitted by s408 Companies Act 2006, the company has not presented its own income statement and related notes. The company's profit for the year was £nil. (2020: £nil).

Amounts included within trade and other receivables were incorrectly included within cash and cash equivalents in the prior year.

The financial statements were approved by the board of directors and authorised for issue on 14 October 2022 and are signed on its behalf by:

DocuSigned by:  
  
 26D40CF1881F467...  
 I Forgie  
 Director

**Company Registration No. SC462050**



**TS PRESTWICK HOLDCO LTD****COMPANY STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 MARCH 2022**

---

	<b>Share capital £</b>	<b>Total £</b>
<b>Balance at 1 April 2020</b>	1	1
<b>Year ended 31 March 2021:</b>		
<b>Balance at 31 March 2021:</b>	1	1
<b>Year ended 31 March 2022:</b>		
<b>Balance at 31 March 2022</b>	1	1

# TS PRESTWICK HOLDCO LTD

## NOTES TO THE COMPANY FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH 2022

#### 26 Accounting policies

##### Company information

TS Prestwick Holdco Limited is a private company limited by shares incorporated in Scotland. The registered office is Buchanan House, 8th Floor, Chief Executive's Office, 58 Port Dundas, Glasgow, Lanarkshire, United Kingdom, G4 0HF. The company's principal activities and nature of its operations are disclosed in the directors' report.

#### 26.1 Accounting convention

The financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The company applies accounting policies consistent with those applied by the group. To the extent that an accounting policy is relevant to both group and parent company financial statements, please refer to the group financial statements for disclosure of the relevant accounting policy.

#### 27 Subsidiaries

Details of the company's subsidiaries at 31 March 2022 are as follows:

Name of undertaking	Country of registration	Principal activities	Class of shares held
Prestwick Aviation Holdings Limited	Scotland	Holding company	100% of share capital
Glasgow Prestwick Airport Ltd	Scotland	Airport operation	100% of share capital
Prestwick Airport Ltd	Scotland	Property management	100% of share capital
Prestwick Airport Infrastructure Ltd	Scotland	Landowner	100% of share capital
Airport Driving Range Company Limited	Scotland	Landowner	100% of share capital

All subsidiary undertakings are included in the consolidated financial statements. The holding company is registered at Buchanan House, 58 Port Dundas, Glasgow, Lanarkshire, G4 0HF and all subsidiary companies are registered at Aviation House, Prestwick, Ayrshire, KA9 2PL.

#### 28 Employees

The parent company has no employees, in the current or prior year.

#### 29 Auditor's remuneration

The auditor's remuneration is borne by Glasgow Prestwick Airport Limited and has been included within the group disclosure at note 7.

**TS PRESTWICK HOLDCO LTD****NOTES TO THE COMPANY FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 MARCH 2022****30 Trade and other receivables**

---

	<b>2022</b>	<b>2021</b>
	<b>£</b>	<b>£</b>
Other receivables	1	1
	<u>1</u>	<u>1</u>

**31 Share capital**

Refer to note 22 of the group financial statements.

**32 Ultimate controlling party**

The company is wholly-owned by the Scottish Government, who are regulated as the ultimate controlling party. The only group in which the results of the company are consolidated, is this set of financial statements. The company's related undertakings are its subsidiaries disclosed in note 27.