WODS TRANSMISSION PLC

REGULATORY FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2026

WODS TRANSMISSION PLC

COMPANY INFORMATION

Directors	Daniel Pires George Tasker
Company Secretary	Infrastructure Managers Limited
Company number	09309507
Registered office	8th Floor 6 Kean Street London WC2B 4AS
Independent Auditors	PricewaterhouseCoopers LLP Hardman Sq 1 Hardman Sq Manchester M3 3EB

WODS TRANSMISSION PLC

CONTENTS

	Page
A description of these regulatory accounts	1
Strategic report	2 - 17
Directors' report	18 - 19
Directors' responsibilities statement	20
Corporate governance statement	21 - 26
Independent auditors' report	27 - 30
Income Statement	31
Statement of Comprehensive Income	32
Statement of Financial Position	33 - 34
Statement of Changes in Equity	35
Statement of Cash Flows	36
Notes to the regulatory financial statements	37 - 69

WODS TRANSMISSION PLC

A DESCRIPTION OF THESE REGULATORY ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2026

WoDS Transmission plc ("the Company" and "the licensee") is a holder of an Offshore Electricity Transmission Licence ("the Licence") granted under the Electricity Act 1989. The Licence was awarded to the Company which became effective from 20 August 2015 by The Gas and Electricity Markets Authority ("the Authority"). Under standard condition E2 of this Licence, the Company is required to prepare and publish annual regulatory accounts setting out the financial position and performance of the regulatory business covered by the Licence.

Scope of the regulatory accounts

These regulatory accounts are prepared in respect of the licensee's regulatory transmission business. The Company only has one activity – that being the operation of its regulated transmission business; consequently, the regulatory financial statements contained herein reflect the same scope as that reported in the Company's statutory accounts for the year ended 31 March 2026 as prepared in accordance with Section 396 of the Companies Act 2006. In addition, the Directors' Report, Strategic Report and Corporate governance statement included within these regulatory accounts also reflect the same activities as reported in the Company's annual report and financial statements 2025/2026.

Content of the regulatory accounts

In accordance with the Licence these regulatory accounts comprise:

- A Strategic Report commencing on page 2;
- a Directors' Report commencing on page 18;
- a Statement of Directors' responsibilities for preparing regulatory accounts on page 20;
- a Corporate governance statement commencing on page 21;
- the Independent auditors' report on the regulatory accounts commencing on page 27;
- regulatory financial statements commencing on page 31;
- a statement showing transactions between the Company and its ultimate controller and other related disclosures. The information required by this statement is shown in note 24 to the regulatory financial statements "related party transactions" on page 60.

Relationship of regulatory financial statements with statutory accounts

The financial information contained in these regulatory financial statements does not constitute statutory accounts within the meaning of Section 396 of the Companies Act 2006. Statutory accounts for the Company for the year ended 31 March 2026, to which the financial information relates, will be delivered to the registrar of Companies.

The auditors have made a report under Section 495 of the Companies Act 2006 on those statutory accounts which was unqualified and did not contain a statement under Section 498(2) or (3) of the Act. The auditors' opinion on the Company's statutory accounts is addressed to, and for the benefit of, the members of the Company and not for any other person or purpose. The auditors have clarified, in giving their opinion on those statutory accounts, that it has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. In giving their opinion, they do not accept or assume responsibility for any other purposes or to any other persons to whom their audit report on the statutory accounts is shown or into whose hands it may come save where expressly agreed by their prior consent in writing.

The regulatory accounts of the Company can be obtained from the website of the Company at www.wodstransmission.com.

WODS TRANSMISSION PLC

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2026

Introduction
This Strategic Report explains the operations of the Company and the main trends and factors underlying the development and performance of the Company during the year ended 31 March 2026, as well as those matters which are likely to affect its future development and performance.

The ultimate parent company of the Company is WoDS Transmission TopCo Limited ("TopCo"), a company incorporated and registered in Jersey.

The Company's principal activity is to provide an electricity transmission service to National Energy System Operator Limited ("NESO"), being the electricity transmission system operator for Great Britain.

The Company owns and operates a transmission system that electrically connects an offshore wind farm generator to the onshore electricity transmission system owned by National Grid Electricity Transmission plc ("NGET").

Background
The Office of Gas and Electricity Markets ("Ofgem"), supporting government initiatives, has developed a regulatory regime for electricity transmission networks connecting offshore wind farms to the onshore electricity system. A key feature of this regime is that each new tranche of transmission assets required by offshore generators will be owned and operated by Offshore Transmission Owners ("OFTOs"). OFTOs are subject to the conditions of a transmission licence.

The Company was awarded the Licence by the Authority that became effective from 20 August 2015. This Licence, amongst other matters, permits and requires the Company to maintain and operate the West of Duddon Sands offshore electricity transmission assets for the period the Licence is in force. The Company's offshore electricity transmission system exports the output of the West of Duddon Sands wind farm to NGET's onshore electricity transmission system.

The Electricity and Gas (Internal Markets) Regulations 2011 require all transmission system operators such as the Company to be certified as complying with the unbundling requirements concerning common rules for the internal market in electricity ("the third package"). The Company has been issued a certificate pursuant to Section 10D of the Electricity Act 1989 by the Authority confirming its compliance with the third package requirements. The Company has ongoing obligations and is required to make certain ongoing declarations to the Authority pursuant to the Licence to ensure compliance with the terms of the certificate which it has met through to the date of this report.

The Company's offshore electricity transmission system
The Company transmits the electrical power of the West of Duddon Sands wind farm from the offshore connection point of the Company's electrical assets with the electrical assets owned by the windfarm to the onshore connection point of the Company's assets with the electricity transmission system of NGET. The roles and responsibilities of parties at electrical connection points are dealt with through Interface Agreements and industry codes.

The West of Duddon Sands offshore wind farm comprises 108 turbines, with a combined capacity of around 389 megawatts ("MW") and is located in the East Irish Sea approximately 14 km from the nearest coast on Walney Island, Cumbria. The power that is generated by the wind farm is transported to shore by the Company and connects into the NGET system at Heysham in Lancashire.

The wind farm turbines are interconnected in "strings" by medium voltage (33kV) submarine cables that act as a power collection and transport system. The medium voltage cables are owned by the windfarm and run to the offshore electricity substation that is owned by the Company. At the offshore electricity substation, the voltage is "stepped up" to 132kV by electrical transformers and then transported to land by two high voltage submarine cables buried in the sea floor. At landfall, the submarine cables are joined to land cables that run to the Company's onshore electricity substation at Heysham. At the Heysham substation the power factor of the electricity is corrected using reactive compensation equipment and the transported power is then connected into NGET's electricity transmission system.

The Company's long term business objectives
The Company is a special purpose vehicle formed to hold the Licence. Its non-financial objectives are, therefore, consistent with the objectives of the Licence. The Company will achieve these objectives by ensuring its compliance with the Licence; industry codes and legislation; and by operating and maintaining its transmission system in accordance with good industry practice.

The Company's financial objective is to provide financial returns to its parent undertaking, WoDS Transmission Holdco Limited ("WoDSH" or "HoldCo") at least consistent with, or in excess of, the business plan that supported its tender offer for the West of Duddon Sands offshore transmission system. The Company will achieve this objective by:

- meeting its net cash generating targets by operating the transmission system at availability levels equal to, or higher than, the Licence target;
- maintaining an efficient financing structure that is, as a minimum, as efficient as that contemplated by the business plan; and
- controlling costs and seeking efficiency improvements.

Future Developments
The Company's primary purpose is to operate its offshore electricity transmission system in compliance with the offshore electricity transmission licence which it has been awarded and generate returns based on this objective - no change to this objective is likely in the future.

The Company's operating model
The Company's operating model is to outsource all of its management and its operations and maintenance ("O&M") activities. O&M activities are outsourced to a third-party specialist O&M provider. Management services are outsourced to Frontier Power Limited ("FPL") through a Management Services Agreement ("MSA"). In addition, other accounting services, company secretarial services and administrative support are provided to the Company by Infrastructure Managers Limited ("IML"). As part of its general asset management responsibilities FPL fulfils the role of an 'informed buyer' to ensure that the outsourced O&M services are of the required quality to ensure that the Company meets its Licence obligations and complies with good industry practice. The Company mitigates the performance risk of its outsourced service providers through a contracting process.

The Company's approach to managing the business
The Company's general approach to the management and operation of its business is based on ensuring that the right balance is achieved between cost, quality, performance, innovation and financial returns so as to optimise the cost of its services to the end consumer. In doing so the Company:

- has a relentless focus on transmission system availability;
- recognises that the inherently hazardous nature of the Company's assets and operations requires an extraordinary focus on Health, Safety and the Environment ("HS&E");
- has the right people working safely to standards using the right processes, technology and systems;
- has implemented a risk management approach that ensures that risks are assessed, managed and reported appropriately; and
- has adopted a governance framework that enforces compliance with law, regulations and Licence conditions.

Principal regulatory, industry contracts and industry code matters
The Company enjoys benefits and is subject to a number of regulatory and contractual obligations arising from and including: the Licence; the Transmission Owner Construction Agreement ("TOCA") with NESO and the System Operator – Transmission Owner Code ("STC") with NESO. The Company's operations are also subject to a range of industry-specific legal requirements.

Summaries of some of the major features of the Licence, industry contracts and electricity code matters are described on the following pages.

Licence obligations
Under the terms of the Licence the Company is required to carry out its licenced activities and have in place governance arrangements that ensure (amongst other obligations) that the Company does not provide cross-subsidies to, or receive cross-subsidies from, any other business of the Licensee or of any affiliate. In addition, the Licence places restrictions on the Company's activities and how it conducts its transmission activities. In carrying out its transmission activities it must do so in a manner that does not confer upon it an unfair commercial advantage, in particular, in relation to any activity that does not relate to the operation of the offshore transmission business.

A failure by the Company to materially comply with the terms of the Licence could ultimately lead to the revocation of the Licence. The Directors take very seriously their obligations to comply with the terms of the Licence and have processes, procedures and controls in place to ensure compliance.

Regulated revenue and incentives
The Licence awarded by the Authority to the Company determines how much the Company may charge for the OFTO services that it provides to NESO. In any relevant charging year which runs from 1 April through to the following 31 March all such charges are determined in accordance with the requirements of the Licence. The Licence also provides the Company with an incentive to ensure that the offshore transmission assets are available to transmit electricity by reference to the actual availability of the Company's transmission system in any given calendar year versus the regulatory target. The regulatory target availability is 98% of the total megawatt hour capacity of the Company's electricity transmission system (as determined by the Company's Services Capability Specification in any given calendar year, or part thereof).

Transmission charges are based on the target transmission system availability of 98% and increase on 1 April following any given calendar year end by reference to the rate of increase in the UK retail price index ("RPI") in the 12-month period through to the previous September. The revenue derived from charges based on this target availability represents the Company's "base revenue". For the avoidance of doubt, the Company's transmission charges are not exposed to commodity risk and are not exposed to any generation risk.

As previously noted, the Licence contains mechanisms to incentivise the Company to provide the maximum possible electricity transmission system availability, having regard to the safe running of the system. The Licence includes incentives to maximise availability on a monthly basis with higher targets and higher potential penalties or credits, in the winter months and lower targets and lower potential penalties or credits, in the summer months. These incentive mechanisms are designed to encourage the Company to proactively manage transmission system availability across the year by focusing maintenance activities, which could lower transmission system availability, into those months with the lowest targets and related penalties or credits.

If the achieved transmission system availability is different to the target availability, then there is a mechanism contained within the Licence that could potentially affect the Company's charges and hence its revenue in future periods. The Licence provides for adjustments to "base revenue" where the OFTO's system availability performance is different from the target system availability. If transmission system availability in any given calendar year is in excess of the target availability level, then credits are "earned" and if availability is less than target then penalties accrue. These availability credits and penalties are measured in megawatt hours ("MWhrs"). The Company is then permitted or required under the Licence, as the case may be, to change its prices to convert the availability credits earned or penalties accrued into a financial adjustment to "base revenue". The maximum availability credit which the Company can "earn" and then collect in charges in any one charging year is the financial equivalent of 5% of base revenue for the immediately preceding charging year and the maximum availability penalty that can be reflected in charges for any one charging year is the financial equivalent of 10% of base revenue for the immediately preceding charging year. Availability credits and penalties that arise in the first and final period of operations reflect a partial period of operations and the financial impact on charges is apportioned accordingly.

Notional availability penalties and credits as measured in MWhrs are recorded on a monthly basis during the calendar year. If at the end of any calendar year there is a cumulative net credit this net credit is eligible for conversion as a financial adjustment to charges during the following charging year. The financial conversion of availability credits and penalties is carried out by reference to the "base revenue" for the charging year immediately prior to the charging year that the credits/penalties adjust charges.

Regulated revenue and incentives (continued)
In respect of net availability penalties which are outstanding at the end of the calendar year then, in principle, these net availability penalties would be converted as a financial adjustment to base revenue in respect of the following charging year. Net availability penalties can only be converted as an adjustment to base revenue to the extent that such adjustment does not exceed 10% of the base revenue for the previous charging year. Any net availability penalties not converted as an adjustment to base revenue are carried forward on a cumulative and notional basis and aggregated with additional availability credits and penalties arising in subsequent years. Net availability penalties that arise in any one calendar year can only be carried forward for a maximum of five charging years.

There are a number of risks that the Company faces that affect the level of transmission system availability and therefore affect potential incentive credits and penalties that otherwise might arise under the incentive arrangements. The principal factors governing transmission system availability include the following:

- the inherent design of the transmission system e.g. system redundancy;
- the management of maintenance activities so that the assets are maintained to good industry practice, thereby avoiding unnecessary equipment failure and where possible the Company seeks to carry out such maintenance with the minimum number and duration of planned outages whilst having regard to the safe operation of those assets; and
- the management of necessary planned outages of the transmission system having regard to the activities of other interested parties and to bias such outages towards those periods during the year, with the lowest system availability targets and related penalties or credits.

The Company mitigates the risk of system unavailability due to equipment failure through the maintenance regime described above, the holding of strategic spares and a robust contingency plan to respond to any unplanned system outages. All maintenance activities are carried out in accordance with good industry practice.

In certain circumstances and in respect of certain costs, such as non-domestic rates relating to the Company's onshore electricity network and costs charged by the Authority associated with running the OFTO tender regime, the Company is permitted under the terms of its Licence to pass these costs to its customer by altering charges as required.

Transmission system capability (capacity)
As described earlier, the Company is incentivised to provide the maximum transmission system availability as is possible having regard to the safe running of the system. The maximum availability of the system is defined in the Licence and is expressed in MWhrs.

The Company has reported 99.53% transmission capacity based on the operational maximum capacity of the transmission system during the performance year ended 31 December 2025 as compared with 99.78% for the prior performance year. These reported availability figures exclude the impact of any outages as permitted to be excluded by the Licence or as otherwise approved by the Authority.

There were a number of outages during the performance year ended 31 December 2025, principal amongst them was a planned outage which was required to allow for the replacement of a voltage transformer during May 2025.

A summary of actual Transmission system availability (adjusted for outages as permitted by the Licence or as otherwise approved by the Authority) and incentive related availability credits in MWhrs for the performance years ended 31 December 2025 and 31 December 2024 are shown in the table "Transmission system availability" later in this Strategic Report.

Transmission system quality of supply
The STC sets out the minimum technical, design, operational and performance criteria that Offshore Transmission Owners must ensure that their transmission system can satisfy. For the Company's transmission system, the most significant requirements are in respect of the reactive power capability, voltage control and the quality of the power (as measured by harmonic performance) deliverable at the connection point of the Company's transmission system with NGET's transmission system.

The Company has met its requirements to transmit electricity in accordance with the parameters agreed with NESO during the year under review and through to the date of this report.

Key performance indicators ("KPIs")
The Company has identified the following KPIs as being instrumental to the management of the transmission business. Such KPIs include financial and non-financial KPIs:

	Definition	**Objective**
Financial KPIs		
Cash available for debt service	Net cash inflows from operating activities plus cash inflows from interest received*: £25,604k (2024/2025: £24,250k). *The definition of cash available for debt service KPI has changed as compared with prior years to reflect a change in the presentation of cash flows as explained in detail in note 34 to the regulatory financial statements. This change in definition does not impact the KPI numbers as presented above, which are in substance presented on the same basis as prior years.	To allow for the servicing of the unsecured other borrowing to the Company's immediate parent undertaking.
Non-Financial KPIs		
Maximise transmission availability	Making the transmission system available to transmit electricity over the performance year to 31 December 2025: 99.53% (2024: 99.78%)	To exceed the Licence target availability 98%.
Ensure that the quality of electricity at the export connection point is compliant with Security and Quality of Supply Standard (SQSS) and the STC	To meet the standards set by the SQSS and the STC in relation to voltage control, reactive power and harmonic distortion.	To be compliant. This has been achieved for both 2025/26 and 2024/25.
HS&E	1) Zero lost time accidents ("LTIs") for employees and contractors;	1) Zero LTIs
	2) Zero reportable environmental incidents;	2) Zero reportable environmental incidents
	3) Compliance with transferred obligations under the Marine Management Organisation ("MMO") Licence;	3) Compliance with the MMO Licence;
	4) Zero unauthorised access incidents in accordance with Electricity Safety, Quality and Continuity Regulations ("ESQR")	4) Zero unauthorised access incidents in accordance with ESQR.

The Company's operational performance
The Company's prime operational objectives are to maximise transmission system availability and to ensure that the quality of electricity at the onshore connection point is compliant with the SQSS and the STC having regard in all respects to the safety of employees, contractors and the general public at large.

In support of these objectives the Company has developed a comprehensive asset management policy and framework that is consistent with good industry practice. The policy and framework are derived by applying a risk assessment model that considers the probability and consequences, of failure to determine overall risk to components within the generic asset classes that comprise the OFTO assets: offshore platform; offshore substation; offshore cable; onshore cables and onshore substation.

During the year, the Company has continued the successful application of its asset management policy and framework and has carried out its asset management activities in accordance with the resulting Asset Operating Plan. Maintenance activities have been successfully carried out in accordance with the maintenance plan, and the Company submitted its network outage plan to NESO, the Great Britain energy system operator.

Transmission system availability
The performance of the Company's transmission system for the performance year ended 31 December 2025 and 31 December 2024 was as tabulated below:

MWhrs	**Note**	**Performance Year ended 31 December 2025**	**Performance Year ended 31 December 2024**
Maximum system availability (capability - MWhrs)	(a)	3,344,239	3,355,488
Actual system availability (MWhrs)	(b)	3,328,386	3,348,176
Actual system availability (%)	(b)	99.53%	99.78%
Regulatory target system availability (%)		98%	98%
Availability credits (MWhrs)			
Net availability credits at 1 April 2025 (1 April 2024)		59,798	7,287
Availability credits recovered in charges during the financial year		(59,798)	(7,287)
Net availability credits for the performance year	(b)	51,032	59,798
Net availability credits at 31 March 2026 (31 March 2025)	(c)	51,032	59,798

a) The maximum system availability of the Company's transmission system as declared to NESO during the performance year.
b) After taking into account any relief permitted by the Licence or otherwise approved by the Authority.
c) Net availability credits at 31 March 2026 (31 March 2025) represent "banked" availability credits through to 31 December 2025 (31 December 2024). Consequently, this excludes any potential credits that have arisen between 1 January 2026 and 31 March 2026 (1 January 2025 and 31 March 2025) as these potential availability credits are not eligible to be "banked" until 31 December 2026 (31 December 2025).

Quality of supply
The quality of supply constraints must comply with the requirements of the STC (see "Principal regulatory, industry contracts and industry code matters - Transmission system quality of supply" earlier). The Company is required to transmit electricity within certain parameters in relation to: voltage control; reactive power; and harmonic distortion. a failure to meet these quality of supply constraints could result in NESO requiring the Company's transmission system to be disconnected from NGET's electricity transmission system, resulting in the loss of transmission availability and reduced incentive credits or performance penalties. The Company closely monitors compliance with these quality of supply constraints and carries out appropriate maintenance activities consistent with good industry practice to allow the Company to meet these quality of supply obligations.

During the year ended 31 March 2026 and year ended 31 March 2025, the Company has met its obligations to transmit electricity compliant with these operational obligations. The Company has continued to comply with these obligations through to the date of this report.

Health, safety and environmental performance
The Board recognises that the nature of its business requires an exceptional focus on health, safety and the environment. Safety is critical both to business performance and to the culture of the Company. The operation of the Company's assets gives rise to the potential risk that they could injure people and/or damage property if these risks are not properly controlled. Our objective is to eliminate or minimise those risks to achieve zero injuries or harm and to safeguard members of the general public.

The Board is pleased to report that, during the year under review there were no health or safety incidents that required reporting under applicable legislation and that contractor "lost days" arising from safety incidents that required reporting under the Reporting of Injuries, Diseases and Dangerous Occurrences Regulations 2013 were zero.

The Company is committed to reducing the environmental impact of its operations to as low as practically possible. The Company does so by reducing the effect its activities have on the environment by: respecting the environmental status and biodiversity of the area where the Company's assets are installed; considering whole life environmental costs and benefits in making business decisions; looking for ways to use resources more efficiently through good design, use of sustainable materials, responsibly refurbishing existing assets and reducing and recycling waste; and continually improving management systems to prevent pollution and to reduce the risk of environmental incidents.

The Board is also pleased to report that during the year under review there were no environmental incidents or matters that required reporting to any relevant competent authority and that it has continued to comply with the Marine licence obligations that were transferred to it by the vendors of the offshore electricity transmission assets since the transmission assets were acquired by the Company.

Commitment to ethical business practices
The Company is committed to ethical business practices in the way that the Company carries out its business and is committed to complying with all laws and regulations that apply to the Company at all times.

As a member of the WoDS Transmission TopCo Limited group of companies (“the TopCo group”) the Company is subject to the policies of the TopCo group and that of its own policies, which include:

- a code of conduct that governs the activities of those persons directly involved in the business, which applies in particular to the Directors and the employees and consultants engaged by FPL in the provision of service to the Company and the TopCo group generally;
- a tax evasion policy, including a consideration of the implications of the Criminal Finances Act 2017;
- compliance with General Data Protection Regulation; and
- an anti-bribery and anti-corruption policy.

The Company has identified no instances of non-compliance with any of the above polices for the year ended 31 March 2026 and through to the date of this report.

The Company respects the rights of those persons who work directly or indirectly in the business. While the Company does not have a formal modern slavery policy, as it is not obliged to have such a policy, it does not condone in any way modern slavery within its business or that of its supply chain.

Commitment to ethical business practices (continued)
The Company has made enquires of key suppliers during the year within its supply chain as to their policies in respect of business ethics generally and human rights and modern slavery policies in particular. Based on the responses received from key suppliers and a review of policies supplied by those key suppliers, it appears clear that those suppliers are also committed to highly ethical business practices.

Stakeholder relationships
The potentially hazardous nature of Company's operations and the environmentally sensitive nature of the locations where its assets are located require the Company to engage and communicate with a wide audience of stakeholders and to establish good relationships with them. As well as industry participants and local and national government bodies this audience includes: Port Authorities; the emergency services; the maritime community; environmental agencies and organisations; landowners and the general public. Accordingly, the Company has defined and implemented a stakeholder engagement and communications plan which it has continued to apply during the year and through to the date of this report.

The Directors consider that stakeholder relationships are satisfactory.

Statement in respect of section 172 of the Companies Act 2006
The Directors have an obligation under section 172 of the Companies Act to promote the long-term success of the Company for the benefit of its sole shareholder but in doing so, they should have regard to other interested parties, including those businesses in its supply chain and its customers. As the Company does not have any employees, it is crucially important for the Company to have good relationships with businesses within its supply chain. In addition, the Directors should and do have due regard to the impact its operations have on the environment and the local community. The Directors take all of these responsibilities extremely seriously.

This Strategic Report outlines the actions and outcomes that the Board has taken in relation to its obligations under S172 of the Companies Act 2006, references to these are provided below:

- "The Company's operational performance - Health, safety and environmental performance";
- "Commitment to ethical business practices"; and
- "Stakeholder relationships".

The Company has an effective governance process in place, and this is explained in detail in the Corporate governance statement that commences on page 21. In addition, the Corporate governance statement includes details of the Company's compliance with certain Licence obligations – see page 23 and the impact the Company's operations have had on the environment – see page 25 for details.

Other
All Directors of the Company are male.

The Company's financial performance
Summary
The financial performance of the Company for the year ended 31 March 2026 and its financial position as at 31 March 2026, was satisfactory and is summarised on the following page. In this report, all numbers have been rounded to the nearest £1,000 where each £1,000 is represented by the symbol £k or £'000.

The Company reports its results in accordance with the UK-adopted international accounting standards as applicable to companies reporting under UK-adopted IAS; the currency used in reporting these regulatory financial statements is GBP.

	£'000	£'000
Operating profit	10,908	10,789
Investment revenues	1,224	1,466
Operating profit plus investment revenues	12,132	12,255
Net finance costs	(10,461)	(10,821)
Profit before taxation	1,671	1,434
Income taxation	(980)	(682)
Profit for the year	691	752
Net cash inflow from operating activities and investing activities	27,646	21,745
Net cash outflows used in financing activities	(26,344)	(20,753)

Operating and finance income
Operating and finance income is derived from the Company's activities as a provider of transmission services. The vast majority of the Company's income was derived from NESO for the year ended 31 March 2026 and the year ended 31 March 2025.

Finance income for the year amounted to £8,777k (2025: £9,307k), and represents the finance income that would have been generated from an efficient standalone "transmission owner". The finance income for the year has reduced as compared with the prior year reflecting the lower absolute return on the average lower value of the carrying value of the transmission owner asset which has been recorded in accordance with the principal accounting policies adopted by the Company. A discussion of the critical accounting policies adopted by the Company is shown in note 2 of the regulatory financial statements commencing on page 42.

Operating income for the year amounted to £7,401k (2025: £6,338k), and primarily represents the operating income that would be generated by an efficient provider of operating services to NESO. Such operating services include those activities that result in the efficient and safe operation of the transmission assets and are reflective of the costs incurred in providing those services, including the cost of insuring those assets on behalf of a standalone transmission owner. Operating income has been recorded in accordance with the principal accounting policies adopted by the Company and has increased as compared with the prior year primarily as a result of the impact of inflationary increases permitted under the Licence net of the impact of RPI swaps, together with higher performance credits.

Operating costs
Operating costs for the year amounted to £5,270k (2025: £4,856k). The most significant cost included within these costs relates to the operations, maintenance and management of the Company and amounted to £4,817k (2025: £4,572k). This cost covers operations and maintenance fees, insurance premiums, management service fees, and non- domestic rates associated with the transmission network. The increase in operating costs for the year has been caused by increased costs for maintenance activities, in particular the costs associated with replacing a voltage transformer during the year and the impact of inflation on the cost base.

Operating profit
Operating profit being the residual of operating income, finance income and operating costs amounted to £10,908k (2025: £10,789k). The increase in operating profit for the year as compared with year ended 31 March 2025, reflects the changes discussed earlier, but is primarily explained by the increase in operating income.

Investment revenues
Investment revenues of £1,224k (2025: £1,466k) relates solely to interest earned on bank deposits, with the decrease in investment revenues being reflective of lower interest rates achieved on deposits during the year as compared with the prior year.

Finance costs
Finance costs amounted to £10,461k (2025: £10,821k). The vast majority of the finance costs relate to the interest cost of servicing the senior debt bondholders £5,406k (2025: £5,852k) and holders of the other borrowing £4,569k (2025: £4,475k). Interest expense and finance costs principally arise from the cost of debt used to finance the initial acquisition of the transmission owner asset. The finance cost relating to senior debt bondholders reduced in the year as a result of the partial repayment of this debt and consequently the interest expense is lower than the previous year as the average senior debt balance during the year ended 31 March 2026 was lower than for the prior year.

Taxation
The net taxation charge on profit (2025: profit) before taxation for the year is £980k (2025: £682k) and relates solely to deferred taxation. There was no current taxation arising in the year (2025: £nil) as the Company has no taxable profit (2025: no taxable profit).

The net taxation charge on profit before taxation for the year ended 31 March 2026 has been computed at 25% (2025: 25%). The 25% rate of corporation taxation is the rate of corporation tax that would be expected to apply when all (2025: all) of the temporary differences as underlie these deferred taxation balances are anticipated to reverse.

A net taxation credit of £316k (2025: charge of £825k) has been recognised in other comprehensive loss (2025: income) relating to pre-taxation losses (2025: gains) arising on marking the Company's cash flow hedges to market at the Statement of Financial Position date.

The net taxation credit for the year ended 31 March 2026 (2025: net charge) on other comprehensive loss (2025: income) relates solely to deferred taxation and has been computed at 25% (2025: 25%).

Profit after taxation
Profit for the year after taxation amounted to £691k (2025: £752k). The profit after taxation for the year ended 31 March 2026 as compared with the prior year reflects the impact of the changes on operating profit, investment revenues, finance costs and taxation which are discussed earlier.

Cash flows
Net cash inflow from operating activities amounted to £24,380k (2025: £22,784k) primarily reflecting the amounts invoiced and received from NESO in relation to the provision of transmission services in the year net of cash outflows relating to operating activities incurred during the year. The increase in net cash flows from operations for the year ended 31 March 2026 as compared with the prior year primarily reflects higher performance credits from NESO in the year.

Net cash flows generated from investing activities for the year ended 31 March 2026 amounted to £3,266k (2025: outflows of £20,631k), reflecting the receipt of interest income and the acquisition and disposal of bank deposits with a maturity of greater than three months.

Statement of Financial Position and consideration of financial management

Statement of Financial Position

The Company's Statement of Financial Position at 31 March 2026 is summarised as follows:

	Assets £'000	Liabilities £'000	Net liabilities £'000
Non-current transmission owner asset	178,281	-	178,281
Non-current deferred taxation	1,743	-	1,743
Current assets and liabilities (+)	14,638	(4,252)	10,386
Non-current decommissioning provision	-	(4,485)	(4,485)
Total before net debt	194,662	(8,737)	185,925
Net debt	30,625	(237,286)	(206,661)
Totals at 31 March 2026	**225,287**	**(246,023)**	**(20,736)**
Totals at 31 March 2025	239,594	(257,537)	(17,943)

+ Excluding those current assets and liabilities included within net debt.

The composition of net debt at 31 March 2025 has been restated but this does not impact the overall reported amount of net debt at 31 March 2025 - see below and note 34 to the financial statements for more details.

Transmission owner asset and decommissioning provision

The transmission owner asset is classified as a contract asset and a financial asset and is carried at the cost directly attributable to the acquisition of the WoDS offshore transmission system at the date of acquisition, plus finance income and adjusted for any amounts that have been invoiced which are deemed to be attributable to the carrying value of that asset. The net result being that the carrying value of the transmission owner asset reflects the application of the effective interest rate method and is determined in accordance with the principal accounting policies adopted by the Company. A discussion of the critical accounting policies adopted by the Company that give rise to this balance is shown in the accounting policies section of the regulatory financial statements commencing on page 37.

The transmission owner asset at the date of acquisition included an estimate of the cost of decommissioning the transmission owner asset at the end of its useful economic life in 2035 and also includes an amount equivalent to the amount recognised as an infrastructure liability at that date. At 31 March 2026, the carrying value of the transmission owner asset was £192,390k (2025: £205,362k) and the decommissioning provision amounted to £4,485k (2025: £4,194k).

Non-current deferred taxation

The Company has recognised a net deferred taxation asset of £1,743k (2025: £2,407k) which reflects the recognition, in full, of the deferred taxation impact of all temporary differences existing at the Statement of Financial Position date, including the fair valuing of all derivative financial instruments.

Net debt

Net debt is defined as all borrowings, the carrying value of all financial derivative contracts that are marked to market (UK Retail Price Index (RPI) related swaps) plus an infrastructure financial liability, less cash and cash equivalents and current asset investments. The definition of net debt has changed since the prior year, to reflect the inclusion of current asset investments. However, as explained more fully in note 34 to the financial statements, current asset investments have been reclassified from cash and cash equivalents in the prior year. Consequently, as cash and cash equivalents are also a constituent of net debt, the overall amount of net debt at 31 March 2025 has not been restated.

At 31 March 2026 net debt stood at £206,661k (2025: £217,975k) and included £30,239k (2025: £28,975k) of derivative financial liabilities that were marked to market at that date and a further £2,790k (2025: £2,919k) relating to an infrastructure financial liability. A discussion of the capital structure and the use of financial derivatives is provided later in the Strategic Report.

Current funding structure
The Company is funded by a combination of senior debt, other borrowing, an infrastructure financial liability and equity in accordance with the Directors' objectives of establishing an appropriately funded business consistent with that of a prudent offshore electricity transmission operator and the terms of all legal and regulatory obligations including those of the Licence and the Utilities Act 2000. The senior debt is supported by the European Investment Bank ("EIB") who have issued a Project Bonds Credit Enhancement ("PBCE") letter of credit in support of the senior debt. The PBCE letter of credit allows the Company to make certain payments in respect of the senior debt and hedging agreements in certain specified circumstances.

All senior debt is serviced on a six-monthly basis and is expected to amortise through to 24 August 2034. The total principal carrying value of the senior debt outstanding at 31 March 2026 net of unamortised issue costs amounted to £149,158k (2025: £162,473k).

The senior debt carries a fixed rate coupon of 3.446% and requires servicing semi-annually on 30 June and 31 December in each year in accordance with the conditions specified in the Bond Trust Deed dated 20 August 2015 and the Prospectus issued in respect of the senior debt.

The other borrowing is unsecured and is held by the Company's immediate parent undertaking, HoldCo. The other borrowing was issued by the Company on a commercially priced basis and carries a fixed rate coupon. At 31 March 2026, the total principal carrying value of the other borrowing outstanding amounted to £55,099k (2025: £54,973k).

At 31 March 2026, an infrastructure financial liability amounting to £2,790k (2025: £2,919k) has been recognised.

Ordinary equity share capital and share premium amounted to £469k at 31 March 2026 (2025: £469k).

Going concern, liquidity and treasury management
The Directors have confirmed that after due enquiry they have sufficient evidence to support their conclusion that the Company is a going concern and has adequate resources in the foreseeable future to meet its on-going obligations, including the servicing of debt holders, as those obligations fall due. Consequently, they have formed the opinion that it is reasonable to adopt the going concern basis in preparing the regulatory financial statements.

The Directors note that total shareholders' equity at 31 March 2026 is negative (2025: negative) but this position arises as a consequence of the application of certain technical accounting rules associated with hedge accounting which requires the mark-to-market of derivative financial instruments which has resulted in the recognition of a negative hedging reserve. The existence of a negative hedging reserve implies derivative net cash outflows will arise in future periods (based on the conditions prevailing at the Statement of Financial Position date).

However, when these cash flows are considered together with the expected cash flows to be derived from the underlying position being hedged, then the net cash flow is as expected by the Board and is factored into the financial plans of the Company. Further information regarding the Company's "Hedging arrangements" is discussed later in this Strategic Report. As a result of the cash flow hedging arrangements in place, this provides the Directors with additional evidence to support their opinion that it is reasonable to adopt the going concern basis in preparing the regulatory financial statements. The other evidence considered to arrive at these conclusions is based on a number of factors which are summarised below and on the following page.

The expected cash inflows that are likely to accrue to the Company over the foreseeable future from its electricity transmission operations are highly predictable and would not be expected to fall below a certain level as explained earlier under "Principal regulatory, industry contracts and industry code matters - Regulated revenue and incentives". All of the cash inflows generated by the Company in respect of its electricity transmission services were derived from NESO in its capacity as the Great Britain energy system operator and it continues to settle all invoices to the date of this report in accordance with its obligations under the STC. Similar to the Company, NESO is also regulated by the Authority.

The Company enjoys certain protections afforded under the Licence granted to the Company. In particular, provided that the Company can demonstrate that it has applied good industry practice in the management of the Company and its assets, then in the event that an unforeseen incident results in the Company suffering a loss in excess of £1,000k (in so far as it relates to its activities under the Licence) it can apply to the Authority for an income adjusting event. In these circumstances the Company may be able to recover any loss it has suffered.

Going concern, liquidity and treasury management (continued)
In the event that the Company suffers a loss of transmission system availability due to an Exceptional Event (as defined in the Licence), then the Company can apply to the Authority to have the loss of availability ignored for the purposes of determining the Company's reported system incentive performance. In the event of a successful claim, then the Company's performance credits determined in accordance with the incentive arrangements would be unaffected by any outage that was caused by an Exceptional Event.

The Company has also put in place prudent insurance arrangements primarily in relation to property damage and third-party liabilities, such that it can make claims in the event that an insurable event takes place and thereby continue in business.

The Licence protections together with the insurance arrangements put in place reduce uncertainties and address certain risks regarding potential loss of income and/or loss/destruction of assets that arise from remote and/or catastrophic events.

The Company has also entered into certain hedging arrangements, through the use of RPI swaps, which are explained in more detail under "Hedging arrangements" later in this Strategic Report, but these arrangements have the effect of converting a high proportion of the variable cash flows which are subject to RPI arising from the Company's transmission services activities into a known and rising series of cash flows over substantially all of the expected life of the transmission business or project. This reduces the uncertainty as to the predictability of the likely cash in-flows that are expected to occur over the life of the project.

The highly predictable cash inflows (after RPI swaps), as described earlier, are then available to service the contractual net cash outflows associated with the senior debt that can be forecast with certainty, as the interest and principal repayments are known at the outset of the project.

Other contractual arrangements with third parties have been entered into that have a pricing mechanism that features linkages to RPI or other indices, which has the effect of reducing the uncertainty as to the quantum and frequency of cash outflows arising. As a consequence, it is the opinion of the Directors that the costs and related cash flows associated with these arrangements are more likely than not to vary in a similar manner with the principal cash inflows generated by the Company in relation to its transmission services that are not subject to the RPI swaps arrangements.

At 31 March 2026, the Company had access to a working capital cash reserve of £7,543k (2025: £7,345k) that it could access in the event that it is required to pay for any insurance deductible or to satisfy any reactive maintenance expenditure attributable to outages or repairs that could not be met in the ordinary course of business. In addition, in the event that the Company had insufficient funds to meet the contractual senior debt service and hedging payments, the Company can draw down under the PBCE letter of credit, with a view to meeting these obligations. The maximum amount that can be accessed under this facility amounts to 15% of the outstanding nominal principal amount of the senior debt outstanding.

Finally, under the terms of the other borrowing agreement, absent certain matters of default, the loan notes do not have to be redeemed until 2035. Therefore, there is no requirement for the Company to service this debt earlier than this date, although it is expected that it will do so.

Credit rating
It is a condition of the regulatory ring-fence around the Company that it uses reasonable endeavours to maintain an investment grade credit rating in respect of its senior debt. The rating agency carries out regular and periodic reviews of the rating. The Company has maintained an investment grade credit rating in respect of its senior debt consistent with its obligations under the Licence.

During the rating agency's assessment of the Company's credit rating, amongst other matters, the rating agency will and has considered: the cash flows expected to arise over the term of the project; the regulatory environment within which the Company operates; the nature of the principal contractual arrangements in place; the insurance arrangements; unusual and/or material maintenance expenditure; and the credit risk of all material counterparties in arriving at their assessment of the appropriate credit rating.

Credit rating (continued)
It is the Directors assessment, that having regards to the principal risks and uncertainties regarding cash flows, the creditworthiness of counterparties; the regulatory environment, the insurance arrangements and other matters that are discussed in this Strategic Report, that there are reasonable grounds to believe that the rating agency will continue to confirm the Company's senior debt investment grade status in the foreseeable future based on the information available to the Directors at the date of these regulatory financial statements.

On-going funding requirements
The Company does not expect to have any significant funding requirements over the expected life of the project that will require additional external funding. Loan servicing and other obligations of the Company are expected to be met by the cash inflows generated by the Company. Consequently, based on the current capacity of the existing transmission system operated by the Company, there is minimal refinancing risk.

To the extent that a requirement for significant expenditure is required in the future as a result of additional capital works being required to provide incremental transmission capacity, there is a mechanism in the Company's transmission licence to allow the Company to increase its charges in respect of such expenditure. The Directors expect that additional funding would be made available based on the increased cash inflows that would be expected to arise from such additional expenditure. No such additional expenditure is planned or expected in the foreseeable future.

Surplus funds
The Company is restricted under the lending agreements as to the nature of the investments it may hold. Typically, such investments are held in term deposits with UK banks which have a rating for its long-term unsecured and non-credit enhanced debt obligations of A- or higher by S&P or Fitch or A3 or higher by Moody's or an equivalent long-term rating from another Rating Agency.

At 31 March 2026, the Company had £10,570k (2025 restated: £9,268k) of cash and cash equivalents in the form of bank accounts, and £20,055k (2025 restated: £22,097k) of current asset investments held as bank deposits with a term greater than 3 months. The current asset investments represent restricted monies reserved for specific purposes. The cash and cash equivalents are held for general corporate purposes. A description of the restrictions applied to certain bank deposits and other matters are referred to later under "Lending covenants and other restrictions".

The Company has some variability of cash flows in relation to the interest it earns on its investments, as typically these investments are held in deposits with a typical maturity of 6 months or less and earn variable rates of interest.

Hedging arrangements
General
It is the policy of the Board that the Company will only enter into derivative financial instruments for the purpose of hedging an economic risk. No derivative financial instruments will be entered into unless there is an underlying economic position to be hedged. No speculative positions are entered into.

RPI swaps
The Company has entered into arrangements with third parties for the purpose of exchanging the vast majority (approximately 75%) of variable cash inflows arising from the electricity transmission service it provides to NESO in exchange for a pre-determined stream of cash inflows with the final payment date expected on 24 August 2034. The period through to 24 August 2034 closely matches the remaining period over which the Company enjoys exclusive rights to operate the offshore transmission system under the Licence and the period over which the vast majority of future cash flows from the project are expected to be generated.

As previously described (see "Principal regulatory, industry contracts and industry code matters - Regulated revenue and incentives"), under the terms of the Licence, regulatory and other contractual agreements, the Company is permitted to charge its principal customer, NESO, an agreed amount for the transmission services it provides, the price of which is uplifted each year commencing 1 April by a sum equivalent to the increase in RPI over the previous 12-month period measured from September to September.

The use of derivative arrangements ("RPI swaps") has the effect of exchanging the vast majority of variable cash inflows derived from the Company's transmission services (impacted by changes in actual RPI) in exchange for a known and predetermined stream of rising cash flows over the same period.

Hedging arrangements (continued)
RPI swaps (continued)
The Directors believe that the use of these RPI swaps is consistent with the Company's risk management objective and strategy for undertaking the hedge. The vast majority of the Company's cash outflows relate to borrowings that carry a fixed coupon so that both the resultant principal repayments and coupon payments are predetermined. The purpose of the RPI swap arrangements is to generate highly certain cash inflows (thereby reducing uncertainty) so that the Company can meet its obligations under the terms of the Company's borrowing arrangements and therefore reduce the risk of default. The Directors believe that the RPI swaps continue to have a highly effective hedging relationship with the forecast cash inflows that are considered to be highly probable and as a consequence have concluded that these derivatives meet the definition of a cash flow hedge and have formally designated them as such.

The carrying value of RPI swap liabilities at 31 March 2026 was £30,239k (2025: £28,975k). Further information relating to these derivative financial instruments is contained within notes 19 and 27-33 to the regulatory financial statements.

Lending covenants and other restrictions
The Company is subject to certain covenants and conditions under lending agreements with the senior debt holders. The Company entered into the lending agreements to allow it to fund the acquisition of the transmission owner asset. Under these lending agreements, a Security Trustee and Bond Trustee have been appointed to represent the interests of the senior debt holders and to exercise certain rights under the lending documents. In addition, a Technical Adviser and an Insurance Adviser have also been appointed under the terms of the lending agreements. The covenants and conditions of the lending agreements include (but are not limited to) the following:

- the Company is required to operate on the basis of forecasts included within a computer model prepared for the purpose of monitoring the performance of the project and to ensure compliance with certain financial ratios and certain covenants that the Company has made under the lending agreements. The forecast is refreshed on an annual basis or on a more frequent basis under certain specified conditions;
- the Company is required to produce and publish a report for senior debt investors semi-annually, describing the performance of the project to date, which should provide a business and regulatory update and set out the Company's compliance with certain lending ratios required under the lending agreements. In addition, the Company should provide and where appropriate publish semi-annual management accounts, yearly audited statutory financial statements and yearly regulatory accounts on a designated website;
- the lending agreements specify the bank accounts that the Company is permitted to operate and in addition, restrict the way in which those accounts should be operated – this includes, in respect of certain accounts, in particular bank deposits, that require those accounts to be funded for specific purposes and only permits access to those accounts for specified purposes;
- the Company is required to maintain certain financial ratios (both historical and forward looking) in respect of debt service cover and loan life cover;
- the Company is restricted under the lending agreements as to its ability to invest its surplus funds such that it is only permitted to invest those surplus funds in investments with maturities that are allowed under the terms of those agreements. Typically, this results in the Company investing in term deposits with maturities not exceeding six months;
- the Company is required to maintain adequate insurances at all times; and
- the Company is required to meet all the conditions contained within the lending agreements before any servicing of the other borrowing can take place or any distributions can be made to shareholders.

If the Company materially fails to comply with the terms of the lending agreements or has failed to apply one of the specified remedies, then the Company is in default of the lending agreements. In these circumstances, the amounts due under the lending agreements are immediately due and payable or are repayable on demand.

Since entering into the lending agreements, the Company has materially complied with all of the lending covenants and conditions and has continued to do so through to the date of this report.

Accounting policies
The regulatory financial statements present the results of the Company using the accounting policies outlined in the regulatory financial statements and are prepared in accordance with UK-adopted International Accounting Standards ("UK-adopted IAS") as applicable to companies reporting under UK- adopted IAS. This is explained in more detail in the accounting policies section of the regulatory financial statements under "Basis of preparation of these regulatory financial statements" on page 37.

The 2025 figures have been restated, see note 34 for further details.

UK-adopted IAS as applicable to companies reporting under UK-adopted IAS permits certain choices and the following material choices have been made as follows:

Presentation of regulatory financial statements
The Company uses the nature of expense method for the presentation of its Income Statement and presents its Statement of Financial Position showing net liabilities and total equity.

In the Income Statement the Company presents a sub-total of operating profit, being the total of operating income, finance income and operating costs. Finance income represents the income derived from the operation of the Company's transmission owner asset and is included within operating profit to reflect the fact that this is one of the principal revenue generating activities of the Company and relates to the Company's principal operating activity as a provider of electricity transmission availability services.

Financial Instruments
The Company has elected to apply hedge accounting to its standalone derivative financial instruments.

Critical accounting policies
The application of accounting principles requires the Directors of the Company to make estimates, judgements and assumptions that are likely to affect the reported amounts of assets, liabilities, revenue and expenses and the disclosure of contingent assets and liabilities in the regulatory financial statements. Better information, or the impact of an actual outcome, may give rise to a change as compared with any estimates used and consequently the actual results may differ significantly from those estimates. The impact of revised estimates, or the impact of actual outcomes, will be reflected in the period when the better information or actual outcome is known.

A discussion of critical accounting policies is contained within the accounting policies section of the regulatory financial statements together with a discussion of those policies that require particularly complex or subjective decisions or assessments. The accounting policies section of the regulatory financial statements commences on page 37.

Approved on behalf of the Board

Daniel Pires
Daniel Pires (Jul 28, 2026 16:48:51 GMT+1)

Daniel Pires
Director

28 July 2026

WODS TRANSMISSION PLC

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2026

The information in the Directors' Report does not comprise a directors' report within the meaning of the Companies Act 2006 the following sections describe the matters that are required by the License for inclusion in the Directors' Report and were approved by the Board. Further details of matters required to be included in the Directors' Report are incorporated by reference into this report, as detailed below.

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

Daniel Pires
George Tasker

Qualifying third party indemnity provisions
Qualifying third-party indemnity provisions for the benefit of the Company's Directors have been in place throughout the year and were in force at the reporting date. These indemnity provisions were provided for the benefit of its Directors by Dalmore Capital Limited, who manage the activities of the Company on behalf of investors, for which no fee was charged to the Company.

Principal activities and business review
A full description of the Company's principal activities, business and principal risks and uncertainties is contained in the Strategic Report on pages 2 to 17, which is incorporated by reference into this report.

Company status
WoDS Transmission plc is a public company limited by shares. The Company is domiciled in the United Kingdom and registered in England and Wales.

Material interests in shares
WoDS Transmission plc is a wholly owned subsidiary undertaking of WoDS Transmission Holdco Limited ("HoldCo"), which itself is a wholly owned subsidiary undertaking of WoDS Transmission TopCo Limited ("TopCo").

Returns to parent undertaking
During the year ended 31 March 2026, the Company paid £4,441k (2025: £2,607k) of interest to HoldCo in relation to the unsecured 8.31% Loan Notes 2035 that were issued by the Company to HoldCo. The principal outstanding on these unsecured loans amounted to £55,099k at 31 March 2026 (2025: £54,973k).

Interim ordinary dividends amounting to £2,536k (2025: £nil) were paid during the year.

On 28 July 2026, the Board approved the payment of an interim ordinary dividend of £969k.

The Directors are not proposing a final ordinary dividend (2025: £nil).

Donations and research and development
No charitable or political donations were made during the year (2025: £nil) and expenditure on research and development activities was £nil (2025: £nil).

Financial instruments
Details on the use of financial instruments and financial risk management ("Hedging Arrangements") are included on pages 15 to 16 in the Strategic Report.

Greenhouse gas emissions
Details of greenhouse gas emissions by the Company during the year are shown in the Corporate governance statement – see page 25.

Future developments
Details of future developments are contained in the Strategic Report.

Going concern
The Directors have concluded that the Company is a going concern for the reasons explained in the Strategic Report under the heading "Going concern, liquidity and treasury management".

The Company's strategy, long-term business objectives and operating model
The Company's strategy, long-term business objectives and operating model are set out in the Strategic Report and include an explanation of how the Company will generate value over the longer term.

Auditors
The Audit Committee has recommended to the Board the reappointment of PricewaterhouseCoopers LLP. The reappointment and a resolution to that effect is expected to be included on the agenda for the next AGM. PricewaterhouseCoopers LLP has indicated its willingness to continue as Auditor. The Audit Committee will also be responsible for determining the audit fee on behalf of the Board.

Employee involvement
The Company does not have any employees and does not expect to engage any employees in the foreseeable future – see “The Company’s Operating Model” in the Strategic Report on page 3.

Directors’ remuneration report
The Directors did not receive any direct remuneration from the Company during the year (2025: £nil). The Directors are employed and remunerated by a company within the Dalmore Holdings Limited group of companies of which Dalmore Capital Limited, who manage the investment in the Company on behalf of investment funds, is a part. It is not practicable to allocate or apportion their remuneration specifically to this Company. Consequently, there is no charge in respect of Directors’ remuneration that has been recognised in these financial statements.

Disclosure of information to the auditors
Each of the persons who is a Director at the date of approval of this Directors’ report confirms that:

- so far as each Director is aware, there is no relevant audit information of which the Company’s auditors are unaware; and
- Each director has taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company’s auditors are aware of that information.

Approved on behalf of the Board



Daniel Pires
Director

28 July 2026

WoDS Transmission plc
8th Floor
6 Kean Street
London
WC2B 4AS

WODS TRANSMISSION PLC

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 MARCH 2026

The Directors of the Company are required by standard condition E2 of the License to prepare regulatory accounts for each financial year which comply with the requirements set out in that condition. The directors believe that, based on enquiry and the information available to them, that they have complied with these requirements. The content of the regulatory accounts is described under "A description of these regulatory accounts" on page 1.

- The Directors consider that, in preparing the regulatory financial statements included in the regulatory accounts, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates and all applicable accounting and financial reporting standards have been followed.
- The Directors have responsibility for preparing the regulatory financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business. Therefore, these regulatory financial statements have been prepared on the going concern basis.

The Directors have responsibility for ensuring that the Company keep accounting records in such form that revenues, costs, assets, liabilities, reserves and provisions of, or reasonably attributable to, the transmission business of the Licensee are distinct from any other activity of the Company.

The Directors have responsibility for ensuring that the regulatory financial statements fairly present the financial position, financial performance and cash flows of, or reasonably attributable to, the transmission business.

The Directors have responsibility to ensure that, so far as reasonably practicable, the regulatory financial statements included in the regulatory accounts have the same form and content as the equivalent statutory accounts of the Company and that they comply in all material respects with UK-adopted international accounting standards as applicable to companies reporting under UK-adopted IAS subject to any material departures being disclosed and explained in the regulatory financial statements.

The Directors have responsibility to ensure that the regulatory financial statements include an Income Statement, a Statement of Changes in Equity and, if appropriate, a Statement of Comprehensive Income, a Statement of Financial Position and a Statement of Cash Flows, including notes thereto. The Directors also have responsibility to ensure that the regulatory financial statements include a statement of accounting policies adopted, a Corporate Governance Statement, a Directors' Report and a Strategic Report.

The Directors have responsibility to ensure that the regulatory financial statements show separately and in appropriate detail the amounts of any revenues, costs, assets, liabilities, reserves or provisions that have been charged from or to the ultimate controller (or that of its subsidiaries other than the Company) of the Company, or that have been determined by allocation or apportionment to the transmission business or between any other business of the Licensee or affiliate or related undertaking together with a description of the basis of apportionment or allocation.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and to detect fraud and irregularities.

The Directors, having prepared the regulatory financial statements, have requested the auditors to take whatever steps and to undertake whatever inspections they consider to be appropriate for the purpose of enabling them to give their audit report.

Approved on behalf of the Board

Daniel Pires
Daniel Pires (Jul 28, 2026 16:48:51 GMT+1)

Daniel Pires
Director

28 July 2026

WODS TRANSMISSION PLC

CORPORATE GOVERNANCE STATEMENT

FOR THE YEAR ENDED 31 MARCH 2026

Introduction

The Company is required to include within its regulatory accounts a corporate governance statement which describes how the principles of good corporate governance have been applied and which has the same content as the statement a quoted company is required to prepare.

The Company is a wholly owned indirect subsidiary undertaking of WoDS Transmission TopCo Limited ("TopCo") and consequently operates within the corporate governance framework of TopCo and its subsidiary undertakings ("the TopCo group"). The companies that comprise the TopCo group are: TopCo, (being the ultimate parent undertaking); WoDS Transmission Holdco Limited ("HoldCo" - the immediate parent undertaking); and the Company. An understanding of the TopCo group's governance framework is required to understand the Company's position within that framework.

None of the members of the TopCo group have a premium listing of equity shares in the UK and therefore they are not subject to the UK Corporate Governance code.

The Company is a public company limited by shares and is registered in England and Wales. The Company does have listed debt in the form of £254,849,000 3.446 per cent Fixed Rate Secured Bonds due August 2034 – which are listed on the Official List of the Irish Stock Exchange.

As at 31 March 2026 and 31 March 2025 - the ordinary shares in TopCo were held by entities where the equitable interest is vested in funds ultimately managed by Dalmore Capital Limited – an FCA authorised entity ("Dalmore Funds"). The Dalmore funds that hold 100% of the equitable interest in the ordinary share capital of TopCo at 31 March 2026 and 31 March 2025 are Dalmore Infrastructure Investments 31 LP, Dalmore Infrastructure Investments 32 LP, Dalmore Infrastructure Investments 33 LP and PPP Equity PIP Limited Partnership.

On 22 May 2025, Dalmore Capital Limited, the asset manager, announced that Royal London Asset Management had agreed to acquire the entire share capital of Dalmore Capital Limited and completion of this transaction took place on 3 November 2025. Dalmore Capital Limited continues to operate as a stand-alone infrastructure capability within Royal London Asset Management while benefiting from the strength and scale of the wider Royal London Group.

The Directors representing the shareholders' interests are appointed to the boards of all companies in the TopCo group by Dalmore Capital Limited. Consequent upon these arrangements between the shareholders, the TopCo group, including the Company, does not have a nomination committee and the performance of the TopCo group boards are not evaluated.

The Directors have the relevant expertise and experience, drawn from their involvement in a wide range of infrastructure companies to define and to develop the strategy of the TopCo group and Company so as to meet their respective objectives and to generate or preserve value over the longer term. The Directors regularly review the effectiveness of the TopCo group's risk management and internal control framework as it applies to the Company and are satisfied that this framework is effective.

None of the Directors has declared a conflict of interest, as would be required by Section 175 of the Companies Act 2006 and the Company's Articles of Association.

While the TopCo group does not have a specific policy on the diversity of appointed board members, Dalmore Capital is committed to creating an inclusive and welcoming work environment for all employees. Please refer to Dalmore Capital's Equality Diversity and Inclusion policy:

https://www.dalmorecapital.com/policies-and-documents.

The Company

Board and management meetings
The Company is governed by a Board of two Directors, none of whom are independent. The Board does not have a separately appointed chairman. Meetings are chaired by a member of the Board and are convened as required, but usually not less than four times per annum. The Company Board is responsible for monitoring the effectiveness of the day-to-day operation and management of the Company's regulated transmission business.

The Company's operating model is to outsource all O&M activities and management services to independent third-party suppliers. FPL provides the Company with management and other services, through a Management Services Agreement ("MSA") with the Company. Additional technical support and accounting & administration support is provided to the Company from Infrastructure Managers Limited, a specialist in providing financial and other support services to special purpose vehicles.

Directors and their attendance at Company board meeting
The Directors of the Company are as shown below. Board meetings were held on 8 occasions during the year under review. Attendance by the Directors at Board meetings expressed as a number of meetings attended out of a number eligible to attend are shown below.

Daniel Pires	8 of 8
George Tasker	8 of 8

Board activity
The Board is responsible for leadership and the setting of objectives and targets to ensure that its business objectives are met and monitors performance against those targets, which it has continued to do so during the year under review. Amongst other matters, the Directors have monitored the operational and financial performance of the Company during Board meetings. In doing so, the Directors have due regard to the objectives of the Company and the business plan that is being executed. In addition, the Directors have attended regular operational review meetings during the financial year together with representatives from FPL, the management services provider, where the operations and financial performance of the Company have been scrutinised in detail and the performance of third-party suppliers in managing the assets of the Company were assessed accordingly.

The Board is satisfied with operational and financial performance of the Company during the year ended 31 March 2026 and a discussion of the operational and financial performance of the business is included in the Strategic Report – this discussion commences on page 7.

The Board is responsible for setting policies or applying group-wide policies set by the TopCo board. Responsibility for monitoring compliance with those policies rests with the Board. The Board has satisfied itself that there has been compliance with all of its policies during the year – further details can be seen from the "Strategic Report – Commitment to ethical business practices" on page 8.

The Board recognises its responsibility for the Company's system of internal control and for reviewing its effectiveness. They are assisted in discharging that responsibility through the establishment of an audit committee by TopCo – see "Audit committee" later in this statement. The Board confirm that they have reviewed the effectiveness of the system of internal control during the year ended 31 March 2026 and are satisfied that the internal control system that is in place is considered adequate and appropriate to the Company's circumstances.

The Board recognises that the Company, in carrying out its activities, has to do so in the context of an environment that is subject to risk. The Board is responsible for managing those risks and maintains a risk register which is updated regularly and actively monitored. The principal and emergent risks faced by the Company are discussed throughout the Strategic Report that commences on page 2 and is satisfied that all key risks to the business have been adequately managed and mitigated.

The Board recognises its obligations under S172 of the Companies Act 2006 and a statement to that effect is provided within the Strategic Report on page 9.

Board activity (continued)
Certain Licence related compliance activities are delegated for detailed consideration by the compliance committee set up by the Board. Certain other matters are considered by committees of TopCo, where it is efficient and effective for certain activities and policies to be considered on a group-wide basis. Matters discussed at these committee meetings are then considered by the Board on a regular basis and endorsed accordingly. The activities of these committees are discussed below and on the following pages.

Compliance committee
The Company has a compliance committee. The compliance committee is a permanent internal body having an informative and consultative role, without executive functions, with powers of information, assessment and presentations to the Board. David Pagan was the Company's compliance officer for the financial year ended 31 March 2026 and has remained in that position through to the date of this report. David Pagan is not and has never been engaged in the management or operation of the Company's licensed transmission business system, or the activities of any associated business. The compliance officer is required to report to the compliance committee, audit committee and the Board at least once annually.

The principal role of the compliance officer is to provide relevant advice and information to the Directors of the Company, the compliance committee and consultants and other third parties providing services to the Company. The compliance officer is required to facilitate compliance with the Licence as regards the prohibition of cross-subsidies; restriction of activities and financial ring fencing; the conduct of the transmission business and restriction on the use of certain information. In addition, the compliance officer is required to monitor the effectiveness of the practices, procedures and systems adopted by the Company in accordance with the compliance statement required by amended standard condition E12 - C2 of the Licence (Separation and Independence of the Transmission Business).

Members of the compliance committee and their attendance, expressed as a number of meetings attended out of a number eligible to attend during the year under review were as follows:

Daniel Pires	1 of 1
George Tasker	1 of 1

Compliance statement and annual compliance report
The Company has published a compliance statement and code of conduct "Separation and Independence of the Transmission Business Compliance Statement" (copy available from www.wodstransmission.com) that addresses how the Company has addressed certain Licence obligations.

The Company's last annual compliance report dated 20 November 2025 concluded that the Company, as Licensee, had been compliant with the relevant duties of the Licensee through to 19 August 2025. The committee is not aware of any instance of non-compliance with the relevant duties of the Licensee since 20 August 2025 through to the date of this report.

TopCo and its role in the governance of the Company

Meetings of the board of TopCo
TopCo is governed by a board of directors, none of whom are independent. The TopCo board does not have a separately appointed chairman. Meetings are chaired by a member of the TopCo board and are convened as required, but usually not less than four times per annum. The TopCo board is accountable to the shareholders of TopCo for the good conduct of the TopCo group's affairs, including those of the Company.

Where appropriate, the TopCo board sets group-wide policies that the Company has to comply with. Information relating to policies followed by the Company can be seen from the "Strategic Report – Commitment to ethical business practices" on page 8.

Audit committee

Neither the Company nor the TopCo group have an internal audit function. The Directors have concluded that the cost of such a function would be disproportionate to the benefits derived from such a function. TopCo has established an audit committee, which typically convenes twice per year. The members of the committee are the same as the members of all boards in the TopCo group including that of the Company. The purpose of the audit committee is to assist the board of TopCo and that of the Company in the effective discharge of their responsibilities for the consideration of financial and regulatory reporting and for internal control principles in order to ensure high standards of probity and transparency.

The audit committee acts to safeguard the interests of its shareholders by:

- monitoring the integrity of statutory and regulatory reports issued by TopCo and all of its subsidiaries including the Company, with the objective of ensuring that these reports present a fair, clear and balanced assessment of the position and prospects of TopCo, HoldCo and the Company as the case may be;
- reviewing the economy, efficiency and effectiveness of the TopCo group's operations and internal controls, the reliability and integrity of information and accounting systems and the implementation of established policies and procedures;
- considering any significant issues and the extent to which they have been disclosed in the relevant reports and financial statements of all companies in the TopCo group, including a consideration of the critical accounting policies adopted by the Company (a discussion of which is included on pages 42 to 48);
- reviewing and approving the internal control and risk management policies applicable to the TopCo group;
- maintaining an appropriate relationship with the external auditors; and
- assessing the objectivity and independence of the external auditors by considering: the nature and extent of non-audit services; a consideration of the effectiveness of the audit process including a recommendation to the Boards of the Company and that of HoldCo as to the reappointment of the auditors to the Company (who were appointed at or prior to the commencement of operations in 2015).

In carrying out its activities, the audit committee have noted in particular the following:

- the audit committee has considered the disclosures included within the regulatory financial statements. The audit committee note that the impact of new accounting standards, interpretations and other pronouncements that apply for the first time to these regulatory financial statements has had a minimal impact on the measurement of assets and liabilities and related disclosures;
- the audit committee has considered carefully the disclosures contained within the Company’s regulatory financial statements generally and in particular disclosures relating to “going concern” and climate change and has concluded that the information provided is proportionate and appropriate to the activities and experiences of the Company; and
- the audit committee has also considered the key internal controls and risk management procedures as they applied to the Company and judge them to have operated appropriately during the year. It has also considered all of the related internal control and risk related disclosures contained within the regulatory financial statements to be relevant and appropriate to the operations of the Company.

Representatives of the auditors are invited to attend meetings of the audit committee to attend as they see fit; the auditors also have unrestricted access to the audit committee. There have been no issues raised by the auditors’ representatives that were of concern to the members of the audit committee.

The audit committee is satisfied as to the auditors’ objectivity and independence following enquiry and discussion with the auditors and with management. PricewaterhouseCoopers LLP were appointed by the Directors on 22 April 2015 to audit the statutory financial statements for the year ended 31 March 2015 and the subsequent financial periods. The audit committee also noted that the responsible lead audit partner for the assignment was rotated off the audit during 2025 after six years in line with the procedures adopted by the auditors and a new responsible lead audit partner appointed.

Internal control
The audit committee regularly monitors the system of internal control of all companies in the TopCo group, including those operated by the Company, reviews the effectiveness of those internal controls and reports to the respective board within the TopCo group on their findings.

The Company's system of internal control is designed to provide its immediate parent undertaking (HoldCo), its ultimate parent undertaking (TopCo) and the investors in the ultimate parent undertaking with assurance that material risks to the business are adequately managed, that its assets are safeguarded, that transactions are authorised and properly recorded and that the likelihood of material errors and irregularities taking place are minimised. The audit committee together with the Board is cognisant of the Company's obligations under the Licence and the Company's system of internal control is designed to ensure compliance with that Licence. However, no system of internal control can eliminate the risk of failure to achieve any of the objectives referenced earlier.

Health, safety and environment advisory committee
The boards of both TopCo and the Company recognise that the nature of the Company's business requires an exceptional focus on health, safety and the environment. Accordingly, the TopCo Board has set up a Health, Safety and Environmental Advisory Committee which considers health, safety and environment matters for all companies in the TopCo group including the Company and meets at least twice each year. At the present time, it is only the Company that has any operational activities likely to give rise to any significant health, safety or environmental matters of any particular concern. The committee is responsible for:

- setting of health, safety and environmental targets for the Company in particular;
- ensuring that the TopCo group's safety and health policy statement and environmental policy statement, are being adhered to;
- setting the health, safety and environmental plan for the year for the Company, including the objective of carrying out health and safety audits of the Company's O&M provider and monitoring the performance against planned targets;
- encouraging greater awareness throughout the TopCo group and the Company of the importance of health, safety and the environment and higher achievement in health, safety and environmental performance;
- providing guidance to FPL, the management services company, and the O&M provider and all other sub-contractors to the Company that have the day-to-day responsibility for the management of health, safety and environment; and
- reporting to the Company's Board as to the activities of the committee throughout the year.

The health, safety and environment advisory committee is satisfied as to the health, safety and environment performance of the Company and details are provided in the "Strategic Report – The Company's operational performance - Health, safety and environmental performance" on page 8.

Climate Change and greenhouse gas emissions
The Board acknowledges that the impact of climate change is apparent, through climate and weather extremes and environmental events that are increasing in frequency and intensity. The Board is proud to be managing a business that is fundamental to the UK's efforts to achieve net zero emissions by 2050 in line with the Paris Agreement and the UK Government's target. The activities of the Company allow for the transmission of c389 MW of clean energy from the West of Duddon Sands offshore windfarm to the onshore electricity transmission system and is sufficient to power approximately 350,000 homes.

The Company operates facilities that have the potential to emit harmful greenhouse gases. In particular, the Company uses sulphur hexafluoride (SF6) in the operation of some of the Company's electrical equipment. SF6 is an inorganic, colourless, odourless and non-flammable greenhouse gas and the Company has an active maintenance regime in place to monitor equipment for gas leaks and, where necessary, take appropriate actions to repair equipment to prevent the escape of SF6.

Climate Change and greenhouse gas emissions (continued)
The operation of the Company's facilities, which are necessary to allow for the transmission of clean energy, also requires the consumption of electricity, which may be a source of greenhouse gas emissions. Electricity consumption from sources that may be a source of greenhouse emissions during the year is estimated to be 2 MWh (2025: 1 MWhs).

The Directors have calculated that approximately zero tonnes of CO2 (equivalent) have been emitted during the year (2025: approximately zero tonnes), this calculation being based upon an appropriate factor converting units of electricity consumed or greenhouse gases emitted into tonnes of CO2 (equivalent). This equates to 0.00001458 tonnes of CO2 (equivalent) per MWh of the Company's electricity transmission capacity (2025: 0.00000005 tonnes).

Approved on behalf of the Board

Daniel Pires
Daniel Pires (Jul 28, 2026 16:48:51 GMT+1)

Daniel Pires
Director
28 July 2026

WODS TRANSMISSION PLC

INDEPENDENT AUDITORS' REPORT TO THE GAS AND ELECTRICITY MARKETS AUTHORITY (THE "REGULATOR") AND THE DIRECTORS OF WODS TRANSMISSION PLC

Report on the Audit of the regulatory financial statements

Opinion

In our opinion, WoDS Transmission plc's regulatory financial statements for the year ended 31 March 2026 have been properly prepared, in all material respects, in accordance with standard condition E2 of the Company's Regulatory License and the accounting policies.

We have audited the regulatory financial statements, included within the regulatory accounts which comprise:

- the Statement of Financial Position as at 31 March 2026;
- the Income Statement for the year then ended;
- the Statement of Comprehensive Income for the year then ended;
- the Statement of Changes in Equity for the year then ended;
- the Statement of Cash Flows for the year then ended; and
- the notes to the financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") including ISA (UK) 800, and applicable law, and having regard to the guidance contained in ICAEW Technical Release Tech 02/16 AAF (Revised) 'Reporting to Regulators on Regulatory Accounts', issued by the Institute of Chartered Accountants in England & Wales. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the regulatory financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Emphasis of matter – Basis of preparation

In forming our opinion on the regulatory financial statements, which is not modified, we draw attention to the Accounting Policies, which describes the basis of preparation, and in particular, the fact that the accounting policies used and disclosures made are not intended to, and do not, comply with all the requirements of International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board and the Companies Act 2006. The regulatory financial statements are prepared in accordance with a special purpose framework for the Directors of the Company (the "Directors") for the specific purpose as described in the Use of this report paragraph below. As a result, the regulatory financial statements may not be suitable for another purpose.

Conclusions relating to going concern

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 regulatory financial statements are authorised for issue.

In auditing the regulatory financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the regulatory financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the Company's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the regulatory accounts other than the regulatory financial statements and our auditors' report thereon. The Directors are responsible for the other information contained within the regulatory accounts. Our opinion on the regulatory financial statements does not cover the other information and, accordingly, we do not express an audit opinion or any form of assurance thereon.

In connection with our audit of the regulatory financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the regulatory financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the regulatory financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

The Directors' Report, Strategic Report and corporate governance statement

The Company's Regulatory Licence, standard condition E2, requires the regulatory financial statements and the Directors' Report, Strategic Report, and corporate governance statement to be prepared as if the Company were a quoted company and as if the regulatory financial statements were the Company's statutory financial statements prepared in accordance with Part 15 of the Companies Act 2006. The Directors have therefore prepared a Directors' Report, Strategic Report, and Corporate Governance Statement accompanying the regulatory financial statements. Under the terms of our contract we have assumed responsibility to provide those opinions that would be provided if this were the statutory annual report of a quoted company, in accordance with the Companies Act 2006.

In our opinion, based on the responsibilities described above and our work undertaken in the course of the audit:

- the information given in the Directors' Report and Strategic Report for the financial year for which the regulatory accounts are prepared is consistent with the regulatory financial statements and has been prepared in accordance with applicable legal requirements;
- in light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report and Strategic Report; and
- the information given in the corporate governance statement set out on pages 21 to 26 with respect to internal control and risk management systems in relation to financial reporting processes and about share capital structures is consistent with the regulatory financial statements and has been prepared in accordance with applicable legal requirements.

Responsibilities for the regulatory financial statements and the audit

Responsibilities of the directors for the regulatory financial statements

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the regulatory financial statements in accordance with standard condition E2 of the Company's Regulatory Licence, and the accounting policies and for determining that the basis of preparation and accounting policies are acceptable in the circumstances. The Directors are also responsible for such internal control as they determine is necessary to enable the preparation of regulatory financial statements that are free from material misstatement, whether due to fraud or error.

The Company's principal activity is to provide an electricity transmission service to National Energy System Operator Limited ("NESO"), being the energy transmission system operator for Great Britain. The Company is an issuer of listed senior bonds on the Irish Stock Exchange. It operates in one geographic location. As a result we were able to perform a full scope audit over the key line items.

Auditors' responsibilities for the audit of the regulatory financial statements

Our objectives are to obtain reasonable assurance about whether the regulatory financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 regulatory financial statements.

Responsibilities for the regulatory financial statements and audit (continued)

Auditors' responsibilities for the audit of the regulatory financial statements (continued)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation, Health and Safety, and a range of industry specific legal requirements pertaining to the Company's licence to operate, including the Electricity Act 1989, and we considered the extent to which non-compliance might have a material effect on the regulatory financial statements. We also considered those laws and regulations that have a direct impact on the regulatory financial statements such as the Companies Act 2006 and the UK tax legislation. We evaluated management's incentives and opportunities for fraudulent manipulation of the regulatory financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries and the risk of management bias in accounting estimates.

Audit procedures performed by the engagement team included:

- enquiries of management around known or suspected instances of non-compliance with laws and regulations, claims and litigation, and instances of fraud;
- understanding of management's controls designed to prevent and deter irregularities;
- challenging management on assumptions and judgements made in their significant accounting estimates, in particular in relation to the fair value of derivative financial instruments; and
- identifying and testing journal entries , in particular any unusual account combinations impacting operating income, finance income and distributable reserves.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the regulatory financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

The nature, form and content of the regulatory financial statements are determined by the Regulator. It is not appropriate for us to assess whether the nature of the information being reported upon is suitable for the Regulator's purposes. Accordingly, we make no such assessment.

Our opinion on the regulatory financial statements is separate from our opinion on the statutory financial statements of the Company for the year ended 31 March 2026 on which we reported on 29 July 2026, which are prepared for a different purpose. Our audit report in relation to the statutory financial statements of the Company (our "Statutory audit") was made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our Statutory audit work was undertaken so that we might state to the Company's members those matters we are required to state to them in a statutory audit report and for no other purpose. In these circumstances, to the fullest extent permitted by law, we do not accept or assume responsibility for any other purpose or to any other person to whom our Statutory audit report is shown or into whose hands it may come, save where terms are expressly agreed in writing.

In addition, we draw attention to the fact that these regulatory financial statements have not been prepared under section 394 of the Companies Act 2006 and are not the Company's statutory financial statements.

Use of this report

This report, including the opinion, has been prepared for and only for the Company's Directors as a body for the Company to meet its obligation included in standard condition E2 of the Company's Regulatory Licence dated 19 August 2015 and to facilitate the carrying out by the Regulator of its regulatory functions in accordance with our engagement letter dated 16 April 2026. Our audit work has been undertaken so that we might state to the Company and the Regulator those matters that we have agreed to state to them in our report, in order (a) to assist the Company to meet its obligation under the Regulatory Licence to procure such a report and (b) to facilitate the carrying out by the Regulator of its regulatory functions, and for no other purpose. In giving this opinion, we only accept or assume responsibility to the Directors of the Company as a body, and not for any other purpose or to any other person to whom this report is shown or into whose hands it may come, including without limitation under any contractual and regulatory obligations of the Company, or for any other purpose, save where expressly agreed by our prior consent in writing.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Chartered Accountants
Manchester
29 July 2026

WODS TRANSMISSION PLC

INCOME STATEMENT

FOR THE YEAR ENDED 31 MARCH 2026

	Notes	2026 £'000	2025 £'000
Operating income	**4**	7,401	6,338
Finance income	**4**	8,777	9,307
Total income		16,178	15,645
Operating costs	**5**	(5,270)	(4,856)
Operating profit		10,908	10,789
Investment revenues	**7**	1,224	1,466
Finance costs	**8**	(10,461)	(10,821)
Profit before taxation		1,671	1,434
Income taxation	**9**	(980)	(682)
Profit for the year	**23**	691	752

The notes on pages 37 to 69 form part of these regulatory financial statements.

The results reported above relate to continuing operations.

WODS TRANSMISSION PLC

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2026

	2026 £'000	2025 £'000
Profit for the year	691	752
Other comprehensive (loss) / income:		
Items that may be reclassified to profit or loss		
Cash flow hedges:		
- Hedging (losses)/gains arising in the year (net of tax - see note 9)	(948)	2,477
Total comprehensive (loss) / income for the year	(257)	3,229

The notes on pages 37 to 69 form part of these regulatory financial statements.

WODS TRANSMISSION PLC

STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2026

	Notes	2026 £'000	2025 as restated £'000
Non-current assets			
Transmission owner asset	**11**	178,281	192,357
Deferred taxation asset	**12**	1,743	2,407
		180,024	194,764
Current assets			
Transmission owner asset	**11**	14,109	13,005
Prepayments and accrued income		529	460
Investments	**13**	20,055	22,097
Cash and cash equivalents	**14**	10,570	9,268
		45,263	44,830
Current liabilities			
Trade and other payables	**15**	(4,252)	(4,003)
Borrowings	**16**	(14,189)	(13,337)
Infrastructure financial liability	**17**	(256)	(238)
Total current liabilities		(18,697)	(17,578)
Net current assets		26,566	27,252
Non-current liabilities			
Borrowings	**16**	(190,068)	(204,109)
Infrastructure financial liability	**17**	(2,534)	(2,681)
Decommissioning provision	**18**	(4,485)	(4,194)
Derivative financial liabilities	**19**	(30,239)	(28,975)
Total non-current liabilities		(227,326)	(239,959)
Net liabilities		(20,736)	(17,943)

WODS TRANSMISSION PLC

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 MARCH 2026

	Notes	2026 £'000	2025 as restated £'000
Equity			
Called up share capital	**20**	100	100
Share premium account	**21**	369	369
Hedging reserve	**22**	(22,679)	(21,731)
Retained earnings	**23**	1,474	3,319
Total equity		(20,736)	(17,943)

The notes on pages 37 to 69 form part of these regulatory financial statements.

The 2025 figures have been restated, see note 34 for further details.

The regulatory financial statements were approved by the board of directors and authorised for issue on 28 July 2026 and are signed on its behalf by:

Daniel Pires
Daniel Pires (Jul 28, 2026 16:48:51 GMT+1)

Daniel Pires
Director

WODS TRANSMISSION PLC

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2026

		Called up share capital £'000	Share premium account £'000	Hedging reserve £'000	Retained earnings £'000	Total £'000
Balance at 1 April 2024		100	369	(24,208)	2,567	(21,172)
Year ended 31 March 2025:						
Profit for the financial year		-	-	-	752	752
Other comprehensive income:						
Hedging gains arising in the year (net of tax - see note 9)		-	-	2,477	-	2,477
Total comprehensive income		-	-	2,477	752	3,229
Balance at 31 March 2025		100	369	(21,731)	3,319	(17,943)
Year ended 31 March 2026:						
Profit for the financial year		-	-	-	691	691
Other comprehensive loss:						
Hedging losses arising in the year (net of tax - see note 9)		-	-	(948)	-	(948)
Total comprehensive loss		-	-	(948)	691	(257)
Transactions with owner:						
Dividends	**10**	-	-	-	(2,536)	(2,536)
Balance at 31 March 2026		100	369	(22,679)	1,474	(20,736)

The notes on pages 37 to 69 form part of these regulatory financial statements.

The Company is prohibited from declaring a dividend or other distribution unless it has certified that it is in compliance in all material respects with certain regulatory and borrowing obligations, including a requirement to ensure it has sufficient resources and facilities to enable it to carry on its business and a requirement to use all reasonable endeavours to maintain an investment grade credit rating.

The hedging reserve recognises the effective portion of cash flow hedges whilst any ineffectiveness is taken to the Income Statement.

WODS TRANSMISSION PLC

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2026

	Note	2026 £'000	2026 £'000	2025 as restated £'000	2025 as restated £'000
Cash flows from operating activities					
Cash generated from operations	**24**		24,380		22,784
Net cash inflow from operating activities			24,380		22,784
Investing activities					
Acquisition of short term deposits		(40,574)		(43,323)	
Proceeds from disposal of short term deposits		42,616		40,818	
Interest received		1,224		1,466	
Net cash generated from/(used in) investing activities			3,266		(1,039)
Financing activities					
Partial repayment of bonds (senior debt)		(13,510)		(11,868)	
Interest paid		(9,962)		(8,561)	
Other finance charges		(336)		(324)	
Dividends paid		(2,536)		-	
Net cash used in financing activities			(26,344)		(20,753)
Net increase in cash and cash equivalents			1,302		992
Cash and cash equivalents at beginning of year (Restated – 2026)			9,268		8,276
Cash and cash equivalents at end of year			10,570		9,268

The notes on pages 37 to 69 form part of these regulatory financial statements.

The 2025 figures have been restated, see note 34 for further details.

1 Accounting policies

1.1 Basis of preparation of these regulatory financial statements

These regulatory financial statements have been prepared on a going concern basis (see "Strategic Report - Going concern, liquidity and treasury management" on pages 13 to 14 which sets out the Company's basis for applying the going concern basis to the preparation of these regulatory financial statements) and in accordance with the requirements of standard condition E2 of the Licence. These regulatory financial statements are prepared in accordance with UK-adopted International Accounting Standards ("UK-adopted IAS") as applicable to companies reporting under UK-adopted IAS.

The Company continues to apply consistent accounting policies updated, where necessary, to ensure that the accounting policies adopted reflect UK-adopted IAS as is mandatory for the year ended 31 March 2026.

The accounting policies disclosed are the material accounting policies adopted by the Company.

The regulatory financial statements have been prepared on an historical cost basis except for the revaluation of derivative financial instruments. The regulatory financial statements are presented in pounds sterling, which is the functional currency of the Company and are rounded to the nearest £1,000.

The preparation of regulatory financial statements in accordance with UK-adopted IAS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent assets and liabilities and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

1.2 Transmission availability arrangements

The Company owns and operates an electricity transmission network that is principally offshore based. This network electrically connects a wind farm generator to the onshore electricity transmission owner (NGET). The ownership of this transmission network is subject to regulatory and contractual arrangements that permit it to charge for making its transmission network available ("transmission availability charges") to the wind farm generator thereby allowing the wind farm generator to transmit its electricity.

The characteristics of the regulatory, legal and contractual arrangements that give rise to the transmission availability charges referred to above are consistent with the principles contained within IFRIC 12 "Service Concession Arrangements". Consequently, the accounting for charges made by the Company for transmission network availability is consistent with that interpretation. The major characteristics that result in the application of IFRIC 12 include the following:

- the regulatory arrangements determine the price charged by the Company for its transmission availability services; and
- the regulator has granted a licence to operate the transmission system which provides the Company with the right to charge for the provision of transmission services for an exclusive period of around 20 years and retains the right to grant a transmission licence to a future operator.

A transmission owner asset has been recognised at cost in accordance with the principles of IFRIC 12 and IFRS 15. The transmission owner asset includes: the cost of acquiring the transmission network asset from the constructor of the network; those costs incurred that are directly attributable to the acquisition of the transmission network including an infrastructure financial liability; and the estimated cost of decommissioning the transmission network at the end of its estimated useful life. The transmission owner asset has been classified as a contract asset and financial asset and is accounted for as described later – see "1.5 – Financial Instruments". In accordance with IFRIC 12, transmission availability charges are recognised in the regulatory financial statements in three ways:

- as an adjustment to the carrying value of the transmission owner asset – see "1.5. Financial Instruments" later;
- as finance income - see "1.3. Operating and finance income" later; and
- as operating income - see "1.3. Operating and finance income" later.

1 Accounting policies (Continued)

Transmission availability arrangements (continued)
Transmission availability payments are recognised at the time the transmission service is provided.

The value of amounts invoiced for transmission availability services in any one year is determined by a regulatory agreement that allows the transmission system operator to invoice an amount primarily relating to the expected availability of the transmission system during that year, together with the recovery of certain costs. Where the level of availability of the transmission system or the costs that are permitted to be recovered is different to that expected this might result in an adjustment to charges in a subsequent accounting period. Such potential adjustments to future charges are not recognised in the regulatory financial statements as assets or liabilities, until such time as prices are changed to reflect these adjustments and consequently there is no impact on the Income Statement until such time as prices are changed.

1.3 Operating and finance income

General
As indicated earlier, see "1.2. Transmission availability arrangements", amounts invoiced in respect of transmission availability charges, net of value added tax, are attributed to operating income, finance income or as an adjustment to the carrying value of the transmission owner asset in the manner described later. Finance and operating income reflect the principal revenue generating activity of the Company, that being revenue associated with the provision of transmission availability services and consequently, are presented as separate line items within the Income Statement before other costs and net interest costs.

An estimate has been made as to the appropriate revenue that should be attributable to a standalone operator with responsibility for operations, maintenance and insurance.

Operating income
Operating income represents the income derived from the provision of operating services, principally to NESO, the Great Britain energy system operator. Such services include those activities that result in the efficient and safe operation of the Company's transmission assets and are reflective of the costs incurred in providing those services, including the cost of insuring the transmission assets on behalf of a standalone transmission owner.

Finance income
Finance income arising from the provision of transmission availability services represents the return that an efficient standalone "transmission owner" would expect to generate from the holding of the transmission owner asset and an estimate has been made as to the appropriate return that such an owner would generate having regard to the risks associated with those arrangements. The return that is generated on this asset is allocated to each period using the effective interest rate method.

1.4 Cash and cash equivalents

Cash and cash equivalents include cash held at bank and in hand, together with short-term highly liquid investments with an original maturity of less than three months that are readily convertible to known amounts of cash and subject to an insignificant change in value.

1 Accounting policies (Continued)

1.5 Financial instruments

Financial assets are measured at amortised cost or at fair value through profit and loss.

Short-term investments consist of term bank deposits with original maturities greater than three months but within one year, which cannot be withdrawn before maturity. These deposits are held to securely invest surplus funds until maturity. They are classified and measured at amortised cost. Such investments are presented separately from cash and cash equivalents in the financial statements and classified as "current asset investments" in the Statement of Financial Position.

Trade receivables are classified at amortised cost as they are held within a business model to collect contracted cash flows. Such receivables are initially recognised at their transaction price, being the expected amount of any consideration receivable. Trade receivables continue to be measured at their transaction price less any expected credit losses using the simplified approach for determine such losses as permitted by IFRS 9 “Financial Instruments”.

Loan receivables, including time deposits and demand deposits, are initially recognised at fair value, which would normally be the transaction price and subsequently measured at amortised cost, less any expected credit losses.

The transmission owner asset is classified as a contract asset and a financial instrument and is carried at amortised cost using the effective interest rate method less any expected credit losses and reflecting adjustments to its carrying value as referenced earlier – see “1.2. Transmission availability arrangements”. Finance income relating to the transmission owner asset is recognised in the Income Statement as a separate line item – “Finance income”, see “1.3. Operating and finance income” later.

Expected credit losses are considered at each reporting date. Where the credit risk has not significantly changed since the initial recognition of an asset or class of assets, then lifetime expected credit losses are calculated at an amount equal to the 12-month expected credit losses on that asset or class of assets. For assets where the lifetime credit risk has significantly changed since initial recognition, a credit loss allowance is calculated by assessing the lifetime credit risk. Any loss allowance calculated in relation to lifetime expected credit losses is recognised in the Income Statement.

Trade payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate method.

Borrowings are recorded at their initial fair value which reflects the proceeds received, net of direct issue costs. Subsequently all borrowings are stated at amortised cost, using the effective interest rate method. Any difference between the proceeds after direct issue costs and the redemption value is recognised over the term of the borrowing in the Income Statement using the effective interest rate method.

Derivative financial instruments are measured at fair value through profit and loss and where the fair value of a derivative is positive, it is carried as a derivative asset and where negative, as a derivative liability. Gains and losses arising from the changes in fair value are included in the Income Statement in the period they arise unless there is a hedge relationship in place – see “1.7. Hedge accounting” on the following page.

No adjustment is made with respect to derivative clauses embedded in financial instruments or other contracts that are closely related to those instruments or contracts.

There are no embedded derivatives in host contracts that are not considered to be closely related; consequently, no embedded derivatives are separately accounted for as derivative financial instruments.

1.6 Equity instruments

Equity instruments issued by the 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.

1 Accounting policies (Continued)

1.7 Hedge accounting

As permitted by IFRS 9, the Company continues to apply the hedge accounting requirements of International Accounting Standard 39.

The Company has entered into an arrangement with third parties that is designed to hedge future cash receipts arising from its activities as a provider of transmission availability services (RPI swaps). The Company has designated that this arrangement is a hedge of another (non-derivative) financial instrument, to mitigate the impact of potential volatility on the Company's net cash flows.

To qualify for hedge accounting, documentation is prepared specifying the hedging strategy, the component transactions and methodology used for effectiveness measurement.

Changes in the carrying value of financial instruments that are designated and effective as hedges of future cash flows ("cash flow hedges") including any change in the fair value of those hedges that result from a change in the credit risk of these hedges are recognised directly in a hedging reserve in equity and any ineffective portion is recognised immediately in the Income Statement. Amounts deferred in equity in respect of cash flow hedges are subsequently recognised in the Income Statement in the same period in which the hedged item affects net profit or loss or the hedging relationship is terminated, and the underlying position being hedged has been extinguished.

1.8 Income taxation

Income taxation comprises current and deferred taxation. Income taxation is recognised where a taxation asset or liability arises that is permitted to be recognised under generally accepted accounting principles. All identifiable taxation assets or liabilities are recognised in the Income Statement except to the extent that the taxation arising relates to other items recognised directly in equity, in which case such taxation assets or liabilities are recognised in equity.

Current tax

Current taxation assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount of taxation are those that are enacted, or substantively enacted, by the Statement of Financial Position date.

Deferred tax

Deferred taxation is provided using the Statement of Financial Position liability method and is recognised on temporary differences between the carrying amounts of assets and liabilities in the regulatory financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred taxation liabilities are generally recognised on all taxable temporary differences and deferred taxation assets are recognised to the extent that is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred taxation is calculated at the tax rates that are expected to apply in the period when the liability is settled, or the asset is realised, based on the tax rates (and tax laws) that have been enacted, or substantively enacted, by the Statement of Financial Position date.

Unrecognised deferred taxation assets are reassessed at each Statement of Financial Position date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred taxation asset to be recovered.

1 Accounting policies (Continued)

1.9 Decommissioning costs

Provision is made for costs expected to be incurred at the end of the useful life of the offshore transmission network associated with the safe decommissioning of that network. Provision for these costs is based on future estimated expenditures, discounted to present values. Changes in the provision arising from revised estimates or discount rates, or changes in the expected timing of expenditures, are recognised in the Income Statement. The unwinding of the discount and changes arising from revisions to the discount rate are included within the Income Statement as a component of the net interest charge. Changes in estimates arising from revised cost assessments are included within operating costs.

1.10 Infrastructure financial liabilities

Infrastructure financial liabilities are initially recognised at the present value of the payments expected to be made over the term of the lease arrangements to which these liabilities relate and are discounted using an estimate of the Company's incremental borrowing rate at the date the lease arrangements were entered into. Thereafter, these liabilities are reassessed at each Statement of Financial Position date to reflect: a) any future increases in variable lease payments based on an index, which are not reflected in the initial lease liability as such liabilities are only recognised when the change in index takes effect; b) the finance costs on these liabilities; and c) reduced by any payments made in respect of these liabilities.

Any remeasurement of the infrastructure financial liabilities following a reassessment of those liabilities at the Statement of Financial Position date is recognised immediately in the Income Statement within operating costs. Finance costs relating to these liabilities are recognised in the Income Statement within net interest expense over the period of the lease using the effective interest rate method.

1.11 Accounting developments

Accounting standards, amendments to accounting standards and interpretations as applied to these regulatory financial statements

In preparing these regulatory financial statements the Company has complied with UK-adopted IAS applicable either for accounting periods starting by 1 April 2025 or ending by 31 March 2026.

There are no new accounting standards, amendments to standards, interpretations or other pronouncements that have been issued and are effective in respect of these regulatory financial statements that have had any material impact on the measurement, recognition or disclosures included in these regulatory financial statements.

New accounting standards, amendments to standards and interpretations issued that may be relevant to the Company's activities but are not effective in these regulatory financial statements

New accounting standards, amendments to accounting standards and interpretations have been published. These accounting standards, amendments and interpretations are not required to be applied in the preparation of these regulatory financial statements and have not been early adopted by the Company. These new accounting standards, amendments and interpretations are not expected to have a material impact on the Company in future reporting periods.

2 Critical accounting estimates and judgements

The preparation of regulatory financial statements requires management to make accounting judgements, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent assets and liabilities and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

Assumptions and estimates are reviewed on an on-going basis and any revisions to them are recognised in the period the revision occurs. The following is a summary of the critical accounting policies adopted by the Company together with information about the key judgements, estimations and assumptions that have been applied.

2.1 Transmission availability arrangements - including a consideration of the judgements applied to recognise income and a transmission owner asset

The Directors after due enquiry have identified that the characteristics of the regulatory, legal and contractual arrangements that give rise to transmission availability charges are consistent with the principles contained within IFRIC 12 and IFRS 15 where appropriate. Consequently, the accounting for charges made by the Company for transmission network availability is consistent with IFRIC 12 and IFRS 15.

As a consequence of the application of this judgement, the following outcomes follow:

- A transmission owner asset has been recognised at cost in accordance with the principles of IFRIC 12 and IFRS 15; and
- In accordance with IFRIC 12, transmission availability charges are recognised in the regulatory financial statements in three ways: as finance income, as operating income and as an adjustment to the carrying value of the transmission owner asset.

An alternative accounting analysis giving rise to an alternative judgement could result in a significantly different accounting outcome which would affect the amounts and classification of asset and liabilities in the Statement of Financial Position and alter the income recognition and presentation of amounts included within the Income Statement.

The Company has also determined that the transmission owner asset is expected to be recovered over a period of 20 years from the date the Licence came into force (20 August 2015) – being the principal period over which the Company is permitted to levy charges for transmission availability and therefore the expected useful life of the transmission owner asset. This judgement has the effect of determining the amount of finance income and carrying value of the transmission owner asset that is recognised in any one year over the life of the project.

2 Critical accounting estimates and judgements (Continued)

2.2 Operating and finance income

Operating income – including identification of key estimates
Operating income represents the income derived from the provision of operating services, principally to NESO, the Great Britain energy system operator, and following the application of the judgements referenced above – see "2.1 Transmission availability arrangements – including a consideration of the judgements applied to recognise income and a transmission owner asset".

Such operating services include those activities that result in the efficient and safe operation of those assets and the value attributable to these services are reflective of an estimate of costs incurred in providing those services, including the cost of insuring those assets on behalf of a standalone transmission owner.

Estimates were made by management with effect from the date that the Licence came into force (20 August 2015), to determine the appropriate amount of revenue that would be attributable to this income classification as if this service were provided by an independent standalone operator with responsibility for operations, maintenance and insurance. The principles attributable to these estimates determined with effect from the date that the Licence came into force continue to apply to the charges made by the Company for transmission network availability in each financial year over the expected useful life of the transmission owner asset. To the extent that an alternative estimate could have been made at the date that the Licence came into force as to a reasonable level of revenue attributable to this income classification then the estimate of income attributable to finance income (see below) may have been amended.

Finance income - including identification of key estimates
Following the application of the judgements referenced earlier – see "2.1 Transmission availability arrangements – including a consideration of the judgements applied to recognise income and a transmission owner asset" - finance income arising from the provision of transmission availability services represents an estimate of the return that an efficient standalone and independent "transmission owner" would expect to generate from the holding of the transmission owner asset. An estimate of an appropriate return to the owner of such an asset having regard to the risks associated with those arrangements was carried out by the Company from the date the Licence came into force (20 August 2015) and applies over the expected useful life of the transmission owner asset accordingly. The return that is generated on this asset is allocated to each period using the effective interest rate method. To the extent that an alternative estimate could have been made as to a reasonable level of return attributable to such a transmission asset owner from the date the Licence came into force, then the estimate of income attributed to operating income (see earlier) would have been amended accordingly.

2 Critical accounting estimates and judgements (Continued)

2.3 Hedge accounting and consideration of the fair value of financial instruments

General
The Company uses derivative financial instruments to hedge certain economic exposures in relation to movements in RPI as compared with the position that was expected at the date the underlying transaction being hedged was entered into. The Company fair values its derivative financial instruments and records the fair value of those instruments on its Statement of Financial Position.

Application of judgements to hedge accounting and deriving fair values
Movements in the fair values of the Company's derivative financial instruments may be accounted for using hedge accounting where the requirements of hedge accounting are met under UK-adopted IAS including the creation of compliant documentation and meeting the effectiveness testing requirements. In principle, while the application of the requirements of UK -adopted IAS hedge accounting rules do not require the exercise of judgement – consideration and judgements need to be made from time to time to determine if a hedge continues to meet the criteria for hedge accounting, which may include a consideration of whether there has been a substantial modification to the terms of the hedge, or where there is some degree of ineffectiveness identified in respect of the hedging relationship, then the change in fair value in relation to these items will be recorded in the Income Statement. If a hedging relationship is judged to be discontinued for hedge accounting, then any amounts previously deferred in other comprehensive income must immediately be recognised in the Income Statement. Similarly, when the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to profit or loss. Otherwise, in respect of the Company's derivative financial instruments, these changes in fair value are recognised in other comprehensive income.

Application of estimates to hedge accounting and deriving fair values
As referred to earlier, the Company carries its derivative financial instruments in its Statement of Financial Position at fair value. No market prices are available for these instruments and consequently the fair values are derived using a financial model from a third party based on counterparty information that is independent of the Company but also use observable market data in respect of RPI as an input to valuing those derivative financial instruments. Where observable market data is not available, as in the case of valuing the transmission owner asset for the purpose of disclosure only, unobservable market data is used.

2 Critical accounting estimates and judgements (Continued)

2.4 Income taxation

Current taxation including a consideration of the judgements and estimates used in determining current taxation liabilities
Current taxation is based on taxable profit for the year. Taxable profit is different from accounting profit due to temporary differences between accounting and tax treatments, and due to items that are never taxable or tax deductible. The Company is required to estimate the current tax liability based on its understanding of taxation law and the anticipated decisions of HM Revenue and Customs. However, actual tax liabilities could differ from any recorded current taxation liability and in such event the Company would be required to make an adjustment in a subsequent period which could have a material impact on the reported profit for subsequent reporting periods.

Deferred taxation including a consideration of the judgements and estimates used in determining deferred taxation liabilities and assets
Deferred taxation is provided using the Statement of Financial Position liability method and is recognised on temporary differences between the carrying amounts of assets and liabilities in the regulatory financial statements and the corresponding taxation bases used in the computation of taxable profit.

The recognition of deferred taxation reflects the expected manner of recovery of deferred taxation assets or the settlement of a deferred taxation liabilities, using the basis of taxation enacted or substantively enacted by the Statement of Financial Position date. Deferred taxation assets are not recognised where it is more likely than not that the assets will not be realised in the future.

Judgements are required to be made as to the calculation and identification of temporary differences and in the case of the recognition of deferred taxation assets, the Directors have to form an opinion as to whether it is probable that the deferred taxation asset recognised is recoverable against future taxable profits arising. This exercise of judgement requires the Directors to consider forecast information over a long-time horizon having regard to the risks that the forecasts may not be achieved and then form a reasonable opinion as to the recoverability of the deferred taxation asset.

2 Critical accounting estimates and judgements (Continued)

2.5 Expected credit losses

General
The carrying value of those financial assets recorded in the Company's Statement of Financial Position at amortised cost, including the transmission owner asset, could be materially reduced if the value of those financial assets were assessed to have been impaired.

Expected credit losses arise as a result of all possible default events over the expected life of a financial instrument. Allowances for expected credit losses are made based on the risk of non-payment taking into account ageing, previous experience, economic conditions and forward-looking data. Such allowances are measured as either 12-months expected credit losses or lifetime expected credit losses depending on changes in the credit quality of the counterparty.

Application of judgements to the recognition of expected credit losses
At each reporting date, the Company performs an assessment as to whether the credit risk on a financial instrument has increased. Depending upon the outcome of that assessment, which requires the application of judgement, the Company will determine if there is any requirement for any expected credit losses to be applied and that assessment will also determine whether credit losses are determined by reference to a 12-month period or by reference to expected credit losses over the lifetime of the financial instrument.

Application of estimates to the recognition of expected credit losses
Having applied judgement as to whether there should be any adjustment to the carrying value of financial assets the Company estimates an appropriate allowance for expected credit losses in accordance with the requirements of IFRS 9, recognising any material allowance for credit losses using the 12-month expected credit losses where there has been no significant change in credit risk or on the basis of lifetime credit losses where there has been a significant change in the credit risk. This assessment involves considering reasonable and supportable information involving the significant use of assumptions.

Any reduction in value arising from such a review would be recorded in the Income Statement.

2 Critical accounting estimates and judgements (Continued)

2.6 Decommissioning provision

General
Provisions are made for certain liabilities where the timing and amount of the liability is uncertain. The Company's only provision relates to the estimated costs of decommissioning the Company's offshore transmission system at the end of its expected economic life – being 20 years. These estimated costs have then been discounted at an appropriate rate and the resultant liability reflected in the Statement of Financial Position. The plan for decommissioning these assets has not yet been approved by the Department for Business, Energy and Industrial Strategy but the preliminary assessment of the decommissioning plan includes many assumptions.

Application of judgement to determine the carrying value of the decommissioning provision
Significant judgements used in determining the carrying value of this provision include, but are not limited to, the following:

- the estimated useful economic life of the transmission system is assumed to be 20 years being the period the Company has exclusive rights to charge for the provision of transmission services under the Licence and the period which is expected to generate the vast majority of cash flows relating to the ownership of the system. To the extent that the expected useful life is reduced or increased – this could materially change the carrying value of the decommissioning provision with a corresponding impact on the Income Statement; and
- the carrying value of the decommissioning reflects the decommissioning assumptions contained in any approved decommissioning plan. These assumptions reflect the application of judgements and if those judgements change over time or the execution of the decommissioning plan in accordance with those judgements is not possible – then this could change the carrying value of the decommissioning provision with a corresponding impact on the Income Statement.

Application of estimates to determine the carrying value of the decommissioning provision
The carrying value of the decommissioning provision has required the extensive use of estimates, which include but are not limited to, the following:

- the estimate of costs relating to the appropriate and safe removal, disposal, recycling and making safe of the transmission system having regard to market prices and access to the appropriate level of technology; and
- discount rate appropriate to the 20-year life of the assets being decommissioned. The Company has adopted the practice (absent a significant unforeseen event taking place) of considering the appropriate discount rate to apply to the decommissioning provision every five years, reflective of the long-term nature of this liability, rather than re-evaluating the discount rate over a shorter time period.

The estimates are based on management estimates with the use of technical consultants and are subject to periodic revision. The initial estimated discounted cost of decommissioning the offshore transmission system is included within the carrying value of the transmission owner asset. All subsequent changes to estimates in relation to estimated gross cost of decommissioning or the appropriate discount rate are reflected in the Income Statement.

2 Critical accounting estimates and judgements (Continued)

2.7 Infrastructure financial liabilities

General
Infrastructure financial liabilities are initially recognised in the Statement of Financial Position at the present value of the future lease payments to which these liabilities relate. A corresponding amount was recognised as an addition to the cost of the transmission owner asset at the date of acquisition.

Application of estimates to determine infrastructure financial liabilities
Management were required to estimate the incremental borrowing cost to the Company at the date the lease arrangements giving rise to infrastructure financial liabilities were entered into as a proxy for the interest rate implicit in those lease arrangements. This interest rate was then used to discount the expected future cash flows to derive the present value of the future lease payments.

Application of judgements to determine infrastructure financial liabilities
Management were required to exercise judgement as to the period over which payments would be made that are the subject of discounting to arrive at a present value and also to determine the incremental borrowing cost to apply to the discounting of those cash flows.

Any future change to the period over which payments are expected to be made would result in the reassessment of the infrastructure financial liabilities with the impact of any such reassessment being reflected in the Income Statement.

3 Operating Segment

The Board of Directors is the Company's chief operating decision-making body. The Board of Directors has determined that there is only one operating segment – electricity transmission. The Board of Directors evaluates the performance of this segment on the basis of profit before and after taxation and cash available for debt service (net cash inflows from operating activities plus cash inflows from interest received). The Company and segmental results, Statement of Financial Position and relevant cash flows can be seen in the Income Statement, Statement of Financial Position and Statement of Cash Flows on page 31, 33-34 and 36 respectively. Additional notes relating to the Company and segment are shown in the notes to the regulatory financial statements on pages 37 to 69.

The electricity transmission operation of the Company comprises the transmission of electricity from a wind farm located off coast of Walney Island in the East Irish Sea, and then connecting directly into the NGET onshore transmission system at an electricity substation in Heysham, Lancashire.

All of the Company's sales and operations take place in the UK.

All of the assets and liabilities of the Company arise from the activities of the segment.

4 Operating and finance income

Operating income of £7,401k (2025: £6,338k) and finance income of £8,777k (2025: £9,307k) primarily relates to the Company's activity as a provider of electricity transmission services to the Company's principal customer – National Energy System Operator Limited (NESO). The Company's income is derived from NESO. Finance income is calculated using the effective interest rate method – consistent with the Company's accounting policy – see "Accounting policies - 1.3. Operating and finance income".

5 Operating costs

Operating costs are analysed below:

	Note	2026 £'000	2025 £'000
Operations, maintenance and management		4,817	4,572
Auditors remuneration	6	63	60
Other		390	224
Total		5,270	4,856

Operations, maintenance and management costs represent costs associated with the provision of operating, maintenance and management provided to the Company by independent third parties together with other operational costs including insurance costs and non-domestic rates related to the transmission network.

No Director received any direct remuneration from the Company (2025: none).

6 Auditors' remuneration

Fees payable to the Company's auditors:	2026 £'000	2025 £'000
For audit services		
Audit of the statutory financial statements of the Company	46	45
For other services		
Other services pursuant to legislation	17	15
	63	60

Other audit services represents fees payable for services in relation to engagements which are required to be carried out by auditors. In particular, this includes fees for audit reports on regulatory returns.

7 Investment revenues

	2026 £'000	2025 £'000
Interest income		
Bank deposits	1,224	1,466

8 Finance costs

	2026 £'000	2025 £'000
Interest on secured bonds (senior debt)	5,406	5,852
Interest on other borrowing	4,569	4,475
Other finance costs	486	494
Total finance costs	10,461	10,821

Other finance costs include £102k (2025: £105k) relating to infrastructure financial liability interest.

9 Income taxation

	2026 £'000	2025 £'000
Deferred tax		
Origination and reversal of temporary differences	830	750
Adjustment in respect of prior periods	150	(68)
	980	682

The taxation charge for the year differs from (2025: differs from) the standard rate of corporation tax in the UK of 25% (2025: 25%) for the reasons outlined below:

	2026 £'000	2025 £'000
Profit before taxation	1,671	1,434
Expected tax charge based on a corporation taxation rate of 25% (2025: 25%)	418	359
Effect of expenses not deductible in determining taxable profit	412	391
Adjustment in respect of prior years	150	(68)
Income taxation	980	682

9 Income taxation (Continued)

a) Taxation on items included in the Income Statement

The net taxation charge for the year is £980k (2025: £682k) and has been computed at 25% (2025: 25%). The net taxation charge for the year represents deferred taxation.

b) Taxation on items included in other comprehensive income

The net taxation credit for the year is £316k (2025: charge of £825k) and has been computed at 25% (2025: 25%). The net taxation credit (2025: charge) for the year represents deferred taxation.

c) Taxation – future years

Future tax charges, and therefore the Company's future effective tax rate, could be affected by future changes in legislation. Similarly, the interpretation of existing legislation by the Company and or the relevant tax authorities could also impact the Company's future tax charges and future effective tax rate.

10 Dividends

Amounts recognised as distributions:	2026 per share £	2025 per share £	2026 Total £'000	2025 Total £'000
Ordinary shares				
Interim dividend paid	25.36	-	2,536	-

On 28 July 2026, the Board approved the payment of an interim ordinary dividend of £9.69 per ordinary share amounting to £969k. This interim ordinary dividend is not recognised in the regulatory financial statements for the year ended 31 March 2026 in accordance with UK-adopted IAS.

11 Transmission owner asset

	2026 £'000	2025 £'000
At 1 April	205,362	217,255
Adjustment to the carrying value	(12,972)	(11,893)
At 31 March	192,390	205,362

Analysis of transmission owner asset

The transmission owner asset is classified based on the amounts that are expected to be settled within the next 12 months and after more than 12 months from the reporting date, as follows:

	2026 £'000	2025 £'000
Current assets	14,109	13,005
Non-current assets	178,281	192,357
	192,390	205,362

The transmission owner asset is a contract asset and is carried at amortised cost. The estimated fair value of the transmission owner asset at 31 March 2026 was £249,674k (2025: £218,131k). The basis for estimating the fair value of the transmission owner asset was to estimate the net cash flows arising over the estimated economic life of the project and to discount those expected net cash flows at a discount rate of 4.54% (2025: 4.54%) per annum.

The Directors have considered expected credit losses in relation to the carrying value of the transmission owner asset and have concluded that these are expected to be immaterial and as a result no provision for expected credit losses has been recognised at 31 March 2026 (2025: £nil).

12 Deferred taxation asset

The net deferred taxation asset recognised in the Statement of Financial Position arises as follows:

	Accelerated capital allowances	Fair value gains / (losses) on derivatives	Total
	£'000	£'000	£'000
At 1 April 2024	(4,155)	8,069	3,914
Deferred tax movements in prior year			
Charge to profit	(682)	-	(682)
Charge to other comprehensive income	-	(825)	(825)
At 31 March 2025	(4,837)	7,244	2,407
Deferred tax movements in current year			
Charge to profit	(980)	-	(980)
Credit to other comprehensive income	-	316	316
At 31 March 2026	(5,817)	7,560	1,743

The carrying value of all deferred taxation balances has been computed at 25% (2025: 25%) - being the rate of corporation tax that is expected to apply when the temporary differences reverse and reflects the latest enacted legislation in force at the Statement of Financial Position date.

13 Current asset investments

	2026	2025 as restated
	£'000	£'000
Bank deposits	20,055	22,097

Current asset investments are made up of amounts placed on bank deposit which will mature on 24 June 2026 (2025: 20 June 2025).

The Company is subject to certain restrictions as to the use of current asset investments; these restrictions being imposed by lending agreements. Consequently, the Company can only use these current asset investments for specific purposes and with the consent of the Company's lenders.

Current asset investments for 2025 have been restated for the reasons explained in note 34.

14 Cash and cash equivalents

Cash and cash equivalents comprise cash and highly liquid short-term deposits of £10,570k (2025 restated: £9,268k). The short-term deposits are highly liquid and carry an original maturity of less than 3 months, and are repayable on demand with minimal to no penalty. All cash and equivalents are carried at amortised cost.

Cash and cash equivalents comprise amounts held for general corporate purposes provided that use is compliant with the lending arrangements.

The estimated fair value of cash and cash equivalents approximates to their carrying value.

Cash and cash equivalents for 2025 have been restated for the reasons explained in note 34.

15 Trade and other payables

	2026 £'000	2025 £'000
Trade payables	269	29
Accruals	3,246	3,241
Other taxes	737	733
	4,252	4,003

Due to their short maturities, the fair value of all financial instruments included within trade and other payables approximates to their book value. All trade and other payables are recorded at amortised cost and are all expected to be settled within 12 months of the Statement of Financial Position date.

Included in accruals are amounts owed to the immediate parent undertaking in respect of interest on the other borrowing – see note 26.

16 Borrowings

	Current		Non-current	
	2026 £'000	2025 £'000	2026 £'000	2025 £'000
Borrowings held at amortised cost:				
Secured bonds - fixed rate	14,189	13,337	134,969	149,136
Other borrowing - fixed rate	-	-	55,099	54,973
	14,189	13,337	190,068	204,109

Borrowings include the following amounts which fall due after more than five years:

Amounts payable by instalments	124,516	141,411
	124,516	141,411

16 Borrowings (Continued)

The secured bonds carry an interest rate of 3.446% per annum. The secured bonds amortise over the period through to 24 August 2034.

The secured bonds, being the senior debt, are secured over all of the assets of the Company and of WoDS Transmission Holdco Limited ("HoldCo" - the immediate parent undertaking) via fixed and floating charges where permitted by the Licence.

The other borrowing relates to amounts owed to HoldCo. This other borrowing is unsecured and carries a fixed coupon of 8.31% per annum and is contractually repayable on 25 August 2035.

Fair value information in relation to borrowings is shown in note 27.

As at 31 March 2026, the Company had access to a PBCE letter of credit issued by the European Investment Bank amounting to £22,515k (2025: £24,541k) which guarantees certain payments to be made in respect of the secured bonds and the Company's hedging arrangements all of which was undrawn (2025: undrawn).

There have been no instances of default or other breaches of the terms of the loan agreements during the year in respect of all loans outstanding at 31 March 2026 (2025: no defaults or breaches).

17 Infrastructure financial liability

The movement in the infrastructure financial liability is shown in the table below:

	2026 £'000	2025 £'000
At the beginning of the year	2,919	3,050
Remeasurement adjustment	105	88
Payments to lessor	(336)	(324)
Finance costs	102	105
At the end of the year	2,790	2,919
Comprising:		
Current	256	238
Non-current	2,534	2,681
	2,790	2,919

The remeasurement adjustment charge reflects a change in the expected cash flows over the remaining life of the lease following the application of an indexation change.

18 Decommissioning provision

	2026 £'000	2025 £'000
Decommissioning provision	4,485	4,194

The provision is expected to be settled after more than 12 months from the reporting date.

Movements on the decommissioning provision:

	£'000
At 1 April 2025	4,194
Unwinding of discount	190
Reassessment for the year	101
At 31 March 2026	4,485

The decommissioning provision is all non-current (2025: all non-current).

The decommissioning provision of £4,485k at 31 March 2026 (2025: £4,194k) represents the net present value of the estimated expenditure expected to be incurred at the end of the economic life of the project to decommission the West of Duddon Sands transmission assets. The decommissioning expenditure relates to the removal and scrapping of all transmission assets above the level of the seabed and the burial of all cable ends. The gross expenditure expected to be incurred on decommissioning amounts to £6,837k (2025: £6,683k), and is expected to be incurred in 2035.

The discount rate used to discount the gross expenditure to be incurred on decommissioning is a pretaxation 'risk free' rate with a maturity similar to that of the decommissioning liability. This reflects the best estimate of the time value of money risks specific to the liability, as the estimated gross decommissioning costs appropriately reflect the risks associated with that liability.

If the expected nominal cost of decommissioning in 2035 was 10% higher or lower than that reflected in the decommissioning provision at 31 March 2026, this would have the effect of increasing or decreasing the carrying value of the decommissioning provision at 31 March 2026 by £448k (2025: £419k).

The decommissioning provision arises from the Company's obligations under S105 of the Energy Act 2004 and the contractual obligations relating to the lease of the West of Duddon Sands seabed granted by the Crown Estate Commissioners on 20 August 2015. The draft decommissioning plan has yet to be approved by the Secretary of State for Business, Energy and Industrial Strategy, as required under S106 of the Energy Act 2004, as the Company is considering responses to a consultation on a draft version of the decommissioning plan. When the consultation is complete, this may result in a change to that plan and a change to the value of the decommissioning costs.

The decommissioning provision is a financial instrument under UK-adopted IAS, and the fair value of the obligation equates to its carrying value, as the carrying value represents the net present value of the future expenditure expected to be incurred as described earlier.

19 Derivative financial liabilities

Derivative financial instruments are recorded in the Statement of Financial Position at market value and the carrying value of these derivative financial instruments may result in assets and/or liabilities being recognised at Statement of Financial Position date. Derivative financial instruments derive their market value from the price of an underlying item, such as the RPI index or other indices and have been entered into for the sole purpose of hedging the underlying economic activity of the Company. All such derivative financial instruments are classified under IFRS 9 at fair value through profit and loss.

All hedge accounting continues to be carried out in accordance with the hedge accounting requirements of IAS 39 as permitted by IFRS 9, and as a consequence, that part of the movement in the fair value of derivative financial instruments that is deemed to be hedge effective under IAS 39 continues to be reflected though other comprehensive income in the hedging reserve.

RPI swaps
The Company has entered into arrangements with third parties for the purpose of exchanging the vast majority (approximately 75%) of variable cash inflows arising from the operation of the Company's transmission assets in exchange for a pre-determined stream of cash inflows from these third parties. These arrangements meet the definition to be classified as derivative financial instruments.

The Company's use and strategy relating to RPI swaps is described in more detail in the "Strategic Report - Hedging Arrangements".

The Directors believe that the hedging relationship is highly effective and that the forecast cash inflows are highly probable and as a consequence have concluded that the RPI swap derivatives meet the definition of a cash flow hedge and have formally designated them as such.

Carrying value of all derivative financial instruments
All of the Company's derivative financial instruments comprising RPI swaps are carried at market value. The carrying value of the RPI swaps at 31 March 2026 amounted to liabilities of £30,239k (2025: £28,975k). The total movement in the fair value of these derivative financial instruments has been reflected through other comprehensive income and recorded in the hedging reserve - resulting in the recognition of a charge amounting to £1,264k (2025: credit of £3,302k).

Further details regarding derivative financial instruments and their related risks are given in notes 25-31.

20 Called up share capital

Ordinary share capital	2026 Number	2025 Number	2026 £'000	2025 £'000
Issued and fully paid				
Ordinary shares of £1 each	100,000	100,000	100	100

The Company has one class of Ordinary Share with a nominal value of £1 each which carries no right to fixed income. The holders of Ordinary Shares are entitled to receive dividends as declared and are entitled to one vote per share at meetings of the Company.

21 Share premium account

	2026 £'000	2025 £'000
At the beginning and end of the year	369	369

22 Hedging reserve

	2026 £'000	2025 £'000
At the beginning of the year	(21,731)	(24,208)
(Losses)/gains on cash flow hedges (net of tax)	(948)	2,477
At the end of the year	(22,679)	(21,731)

Amounts included in the hedging reserve arise from the recognition of cumulative gains and losses net of taxation on effective cash flow hedges.

23 Retained earnings

	2026 £'000	2025 £'000
At the beginning of the year	3,319	2,567
Profit for the year	691	752
Dividends	(2,536)	-
At the end of the year	1,474	3,319

All reserves with the exception of the hedging reserve are distributable.

24 Cash generated from operations

	2026 £'000	2025 £'000
Profit for the year before taxation	1,671	1,434
Adjustments for:		
Finance costs	10,461	10,821
Investment revenues	(1,224)	(1,466)
Remeasurement charges	206	88
Non-cash movement relating to finance income	12,972	11,893
Changes in working capital	294	14
Cash generated from operations	24,380	22,784

25 Analysis of changes in net debt

	1 April 2025	Cash flows	Non-cash finance costs	Change in fair value	31 March 2026
	£'000	£'000	£'000	£'000	£'000
Current asset investments	22,097	(2,042)	-	-	20,055
Cash and cash equivalents	9,268	1,302	-	-	10,570
Borrowings	(217,446)	17,952	(5,890)	-	(204,257)
Infrastructure financial liability	(2,919)	336	(207)	-	(2,790)
Derivative financial liabilities	(28,975)	-	-	(1,264)	(30,239)
	(217,975)	17,548	(6,097)	(1,264)	(206,661)

	1 April 2024	Cash flows	Non-cash finance costs	Change in fair value	31 March 2025 as restated
	£'000	£'000	£'000	£'000	£'000
Current asset investments	-	22,097	-	-	22,097
Cash and cash equivalents	27,868	(18,600)	-	-	9,268
Borrowings	(228,365)	11,868	(949)	-	(217,446)
Infrastructure financial liability	(3,050)	324	(193)	-	(2,919)
Derivative financial liabilities	(32,278)	-	-	3,303	(28,975)
	(235,825)	15,689	(1,142)	3,303	(217,975)

The composition of net debt has been restated as at 31 March 2025 for the reasons outlined in more detail in note 34. The change in composition of net debt did not result in the overall net debt amount as reported at 31 March 2025 changing from that previously reported.

26 Related party transactions

The following information relates to material transactions with related parties during the year. These transactions were carried out in the normal course of business and at terms equivalent to those that prevail in arm's length transactions. There were no other transactions carried out directly with other companies within the WoDS Transmission TopCo Limited ("TopCo") group of companies, except as disclosed below.

A summary of funding transactions with the immediate parent undertaking (WoDS Transmission Holdco Limited or "HoldCo") is shown below:

	2026 £'000	2025 £'000
Interest expense	4,569	4,475

Amounts due to related parties	2026 £'000	2025 £'000
Borrowing payable (principal)	55,099	54,973
Interest accrual	1,129	1,127
	56,228	56,100

Borrowings from the immediate parent undertaking (HoldCo) were negotiated on normal commercial terms and are repayable in accordance with the terms of the unsecured 8.31% loan notes 2035 ("the notes"). Interest payments were made during the year amounting to £4,441k (2025: £2,607k). Absent any non-compulsory repayment of the notes, the notes are contractually repayable on 25 August 2035.

Related party bad and doubtful debts

No amounts have been provided at 31 March 2026 (2025: £nil) and no expense was recognised during the year (2025: £nil) in respect of bad or doubtful debts for any related party transactions.

27 Fair value of financial instruments

The following is an analysis of the Company's financial instruments at the Statement of Financial Position date, comparing the carrying value included in the Statement of Financial Position with the fair value of those instruments at that date. None of the Company's financial instruments have quoted prices. Consequently, the following techniques have been used to determine fair values as follows:

- Cash and cash equivalents and current asset investments – approximates to the carrying value because of the short maturity of these instruments;
- Transmission owner asset – based on the net present value of discounted cash flows;
- Current borrowings – approximates to the carrying value because of the short maturity of these instruments;
- Non-current borrowings – based on the net present value of discounted cash flows in respect of the 3.446% fixed rate secured bonds loans due August 2034 and in respect of the unsecured 8.31% loan notes due August 2035;
- Derivative financial instruments – based on the net present value of discounted cash flows;
- Financial instrument receivables and payables – approximates to the carrying value because of the short maturity of these instruments; and
- Decommissioning provision – approximates to carrying value.

The table below and the following page compares the carrying value of the Company's financial instruments with the fair value of those instruments at 31 March 2026 (plus prior year comparatives) using the techniques described above. The table excludes those instruments where the carrying value of the financial instrument approximates to its fair value as a result of the short maturity of those instruments. Consequently, no financial instruments which fall due within the next twelve months are included in this table:

	2026		
	Carrying value £'000	**Fair value £'000**	**Valuation method (see as follows)**
Assets			
Non-current			
Transmission owner asset	178,281	235,565	Level 3
	178,281	235,565	
Liabilities			
Non-current			
Fixed rate secured bonds due 2034	134,969	108,959	Level 2
Fixed rate unsecured loan notes due 2035	55,099	43,137	Level 2
Infrastructure financial liability	2,534	2,534	Level 2
Derivative financial liabilities	30,239	30,239	Level 2
Decommissioning provision	4,485	4,485	Level 3
	227,326	189,354	

27 Fair value of financial instruments (Continued)

	2025		
	Carrying value £'000	Fair value £'000	Valuation method (see as follows)
Assets			
Non-current			
Transmission owner asset	192,357	205,126	Level 3
	192,357	205,126	
Liabilities			
Non-current			
Fixed rate secured bonds due 2034	149,136	123,785	Level 2
Fixed rate unsecured loan notes due 2035	54,973	40,304	Level 2
Infrastructure financial liability	2,681	2,681	Level 2
Derivative financial liabilities	28,975	28,975	Level 2
Decommissioning provision	4,194	4,194	Level 3
	239,959	199,939	

The best evidence of fair value is a quoted price in an actively traded market; where this data is available then the instrument is classified as having been determined using a level 1 valuation. In the event that the market for a financial instrument is not active, alternative valuation techniques are used. The Company does not have any financial instruments where it is eligible to apply a level 1 valuation technique.

With the exception of the transmission owner asset and decommissioning provision, all of the other fair values have been valued using Level 2 valuation techniques as identified in the preceding table which means that in respect of the Company's financial instruments these have been valued using models where all significant inputs are based directly or indirectly on observable market data.

In the case of the transmission owner asset and decommissioning provision, these have been valued using a valuation technique where significant inputs such as the assumed discount rate are based on unobservable market data. This means that these financial instruments have been classified as having been valued using a level 3 valuation and have been identified as such in the previous table.

The valuation categories that have been assigned to the financial instruments in the forgoing table have been applied throughout the year (2025: applied throughout the year) and there have been no reclassifications or transfers between the various valuation categories during the year (2025: no reclassifications or transfers).

28 Management of risk

The Board has overall responsibility for the Company's risk management framework. This risk framework is discussed further in the Strategic Report.

The Company's activities expose it to a variety of financial risks, which arise in the normal course of business: market risk, credit risk and liquidity risk. The overall risk management programme seeks to minimise the net impact of these risks on the operations of the Company by using financial instruments, including the use of derivative financial instruments – being the RPI swaps described in note 19 that are appropriate to the circumstances and economic environment within which the Company operates. The objectives and policies for holding, or issuing, financial instruments and similar contracts and the strategies for achieving those objectives that have been followed during the year are explained in notes 29 to 33.

29 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Changes in market price are derived from: currency movements; interest rate changes; and changes in prices caused by factors other than those derived from currency or interest rate changes.

The Company operates in the UK and has no significant exposure to foreign currency and therefore this has an immaterial impact on market risk. Short-term financial assets and liabilities, such as trade receivables and payables, are not subject to market risk. Interest rate risk arises from the use of following financial instruments: transmission owner asset, cash and cash equivalents and current asset investments.

The transmission owner asset is classified as a contract asset and is carried at amortised cost and the carrying value is affected by the rate of interest implicit within the calculation of finance income that has a consequential effect on the carrying value of the transmission owner asset. The fair value of the transmission owner asset is subject to price risk caused by changes in RPI and/or changes in interest rates.

The Company is not exposed to changes in the market value of the infrastructure financial liability as the liability is determined by discounting the future cash flows relating to the lease arrangements giving rise to infrastructure financial liabilities by the incremental borrowing cost to the Company at the date the lease arrangements were entered into as a proxy for the interest rate implicit in those lease arrangements. Infrastructure financial liabilities do expose the Company to potential future increases in variable lease payments based on an index, which are not included in the initial lease liability and are only recognised when the change in index takes effect. When adjustments to lease payments are made based on an index taking effect, the lease liability is reassessed and adjusted through the Income Statement.

All of the Company's borrowings have been issued at fixed rates which exposes the Company to fair value interest rate risk and, as a result, the fair value of borrowings fluctuates with changes in interest rates. All borrowings are carried at amortised cost, and therefore changes in interest rates, in respect of those borrowings, do not impact the Income Statement or Statement of Financial Position.

Cash and cash equivalents and current asset investments, where placed on interest bearing deposits, attract interest at variable rates and therefore are subject to cash flow interest rate risk as cash flows arising from these sources will fluctuate with changes in interest rates. However, the interest cash flows arising from these sources are insignificant to the Company's activities.

The cash flows arising from the transmission owner asset fluctuate with positive changes in RPI. The Company has entered into a series of RPI swaps to significantly reduce this cash flow risk. Further details and an explanation of the rationale for entering into these arrangements are explained in the "Strategic Report – Hedging Arrangements".

For the reasons outlined in the "Strategic Report", the Directors have designated the RPI swaps as cash flow hedging derivatives and these are carried at fair value in the Statement of Financial Position. The RPI swaps are considered to be effective cash flow hedges.

30 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty fails to meet its contractual obligations.

Credit risk primarily arises from the Company's normal commercial operations that actually, or potentially, arises from the Company's exposure to: a) NESO in respect of invoices submitted by the Company for transmission services; b) the counterparties to the RPI swaps; and c) short term deposits. There are no other significant credit exposures to which the Company is exposed. The maximum exposure to credit risk at the 31 March 2026 (and 31 March 2025) is the fair value of all financial assets held by the Company. Information relating to the fair value of all financial assets is given earlier – note 27. None of the Company's financial assets are past due or impaired.

NESO is a publicly owned company and operates a low risk regulated business within the UK and the regulatory regime under which it operates results in it generating a highly predictable and stable, revenue stream. The regulatory regime is managed by the Authority and is considered by the Directors to have a well-defined regulatory framework which is classified as a predictable and supportive regime by the major rating agencies.

Having considered the credit risks arising in respect of the exposures to NESO, the Directors consider that those risks are extremely low, given the evidence available to them.

In respect of the counterparties to the cash flow derivative hedges (RPI swaps) these arrangements have been entered into with banks that the Directors consider to be of good standing and having carried out an appropriate risk assessment, consider that where a derivative asset position might exist the event of default is considered extremely low. At 31 March 2026, the fair values attributable to these positions were liabilities amounting to £30,239k (2025: £28,975k) and consequently there was no credit risk at 31 March 2026.

Included in the Statement of Financial Position at 31 March 2026 and 31 March 2025 are cash and cash equivalents that comprised short term deposits which were immediately accessible at that date. In addition, the Company has current asset investments in the form of bank deposits with relatively short maturities of up to 6 months. It is the Company's policy, and a requirement under the Company's lending agreements, that surplus cash and/or restricted cash deposits can only be invested in a limited set of high-quality investments with a view to ensuring that the risk of default is extremely low and that the investments are readily accessible within a reasonable timeframe.

31 Liquidity risk and going concern

Liquidity risk is the risk that the Company will have insufficient funds to meet its liabilities. The Board of Directors manages this risk.

As a result of: the regulatory environment under which the Company operates; the credit worthiness of the Company's principal customer (NESO); and the RPI swaps that have been put in place, the cash inflows generated by the Company are highly predictable and stable. In addition, all of the Company's senior debt carries a fixed coupon, and based on the forecasts prepared by the Company, all of these debt service costs are expected to be met from the cash inflows the Company is expected to generate over the whole remaining period of the project. During the year ended 31 March 2026, senior debt-service costs amounted to £19,032k (2025: £17,822k). There is no contractual obligation on the Company to service the unsecured borrowing until 25 August 2035, although it is the Company's intention to service this borrowing when cash flows are sufficient, and it is prudent to do so. Cash outflows in respect of the other borrowing amounted to £4,441k (2025: £2,607k).

In accordance with the conditions of the various lending agreements, the Company is required to transfer funds to certain specified bank accounts and/or hold certain amounts on deposit for specified purposes. Access to these bank accounts by the Company is subject to the agreement of the lenders and in particular, access to amounts held on deposit held for specified purposes is restricted under the lending agreements. Such specific purposes include the holding of sufficient funds in restrictive bank accounts to meet senior debt servicing requirements at the next scheduled senior debt service date and to meet forecast maintenance costs. The Company's use of these funds is restricted either to the specific purpose contemplated by the lending agreements, or until certain conditions are met or exceeded.

Where these conditions are met or exceeded then the use of any net cash generated in excess of the minimum necessary to meet the restrictive conditions is unfettered.

At 31 March 2026, the Company had access to a working capital reserve of £7,543k (2025: £7,345k) that it could access in the event that it is required to pay for any insurance deductible or to satisfy any reactive maintenance expenditure attributable to outages or repairs that could not be met in the ordinary course of business. In addition, in the event that the Company had insufficient funds to meet the contractual senior debt service or hedging payments, the Company can draw down under the PBCE letter of credit, with a view to meeting these obligations, the maximum amount that can be accessed under this facility amounts to 15% of the outstanding nominal principal amount of the senior debt outstanding.

At 31 March 2026, the Company held current asset investments in the form of bank deposits with maturities not exceeding six months amounting to £20,055k (2025 restated: £22,097k) that are held for specific purposes in the manner described in this section (including the working capital cash reserve) and additional amounts of cash and cash equivalents amounting to £10,570k (2025 restated: £9,268k) the disbursement of which has to comply with the terms of the lending agreements generally, but otherwise are available for general corporate purposes.

The Company prepares both short-term and long-term cash flow forecasts on a regular basis to assess the liquidity requirements of the Company. These forecasts also include a consideration of the lending requirements including the need to transfer funds to certain bank accounts that are restricted as to their use. It is the Company's policy to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking damage to the Company's reputation.

During the year, the Company has continued to meet its contractual obligations as they have fallen due and based on the forecasts prepared the Directors expect that the Company will continue to do so for the foreseeable future. The Company has exceeded its targets in relation to the obligations that it has to senior debt bondholders and the forecasts continue to support that these will continue to be exceeded. All of these factors have allowed the Directors to conclude that the Company has sufficient headroom to continue as a going concern. The Statement of going concern is included in the Strategic Report.

The contractual cash flows shown in the table on the following page are the contractual undiscounted cash flows relating to the relevant financial instruments. Where the contractual cash flows are variable based on a price or index in the future, the contractual cash flows in the table have been determined with reference to the relevant price, interest rate or index as at the Statement of Financial Position date.

31 Liquidity risk and going concern (Continued)

In determining the interest element of contractual cash flows in cases where the Company has a choice as to the length of interest calculation periods and the interest rate that applies varies with the period selected, the contractual cash flows have been calculated assuming the Company selects the shortest available interest calculation periods.

Where the holder of an instrument has a choice of when to redeem, the tables below and on the following page are prepared on the assumption the holder redeems at the earliest opportunity.

The numbers in the following tables have been included in the Company's cash flow forecasts for the purposes of considering Liquidity Risk as noted earlier. The following tables show the undiscounted contractual maturities of financial assets and financial liabilities, including interest:

Liquidity Risk	**2026**	**2026**	**2026**	**2026**	**2026**
		0-1 year	**1-2 years**	**2-5 years**	**>5 years**
	Cash flows				
	£'000	**£'000**	**£'000**	**£'000**	**£'000**
Non-derivative financial assets					
Transmission owner asset	314,447	28,714	29,473	93,182	163,078
Cash and cash equivalents	10,570	10,570	-	-	-
Current asset investments	20,055	20,055	-	-	-
	345,072	59,339	29,473	93,182	163,078
Non-derivative financial liabilities					
Borrowings*	(273,653)	(23,963)	(23,144)	(72,976)	(153,570)
Trade and other non-interest bearing liabilities	(3,126)	(3,126)	-	-	-
Infrastructure financial liability*	(3,277)	(349)	(349)	(1,046)	(1,533)
Decommissioning provision	(6,837)	-	-	-	(6,837)
	(286,893)	(27,438)	(23,493)	(74,022)	(161,940)
Derivative financial liabilities					
RPI swaps	(37,128)	(3,317)	(3,556)	(12,281)	(17,974)
Net total	21,051	28,584	2,424	6,879	(16,836)

31 Liquidity risk and going concern (Continued)

Liquidity Risk	2025 Cash flows as restated £'000	2025 0-1 year as restated £'000	2025 1-2 years as restated £'000	2025 2-5 years as restated £'000	2025 >5 years as restated £'000
Non-derivative financial assets					
Transmission owner asset	341,525	27,973	28,546	90,790	194,216
Cash and cash equivalents	9,268	9,268	-	-	-
Current asset investments	22,097	22,097	-	-	-
	372,890	59,338	28,546	90,790	194,216
Non-derivative financial liabilities					
Borrowings*	(291,133)	(23,474)	(22,046)	(71,159)	(174,454)
Trade and other non-interest bearing liabilities	(2,876)	(2,876)	-	-	-
Infrastructure financial liability*	(3,484)	(335)	(335)	(1,005)	(1,809)
Decommissioning provision	(6,683)	-	-	-	(6,683)
	(304,176)	(26,685)	(22,381)	(72,164)	(182,946)
Derivative financial liabilities					
RPI swaps	(38,542)	(2,965)	(3,179)	(10,977)	(21,421)
Net total	30,172	29,688	2,986	7,649	(10,151)

* Includes interest payments

The 2025 figures have been restated, see note 34 for further details.

32 Sensitivities

Changes in RPI affect the carrying value of those financial instruments that are recorded in the Statement of Financial Position at fair value. The only financial instruments that are carried in the Statement of Financial Position at fair value are the standalone derivative financial instruments - RPI swaps as described in note 19 earlier. As previously explained, the Directors believe that these derivative financial instruments have a highly effective hedging relationship with the underlying cash flow positions they are hedging, and they expect this relationship to continue into the foreseeable future. Changes in the fair value of RPI swaps are expected to be substantially matched by changes in the fair values of the position they are hedging, due to the highly effective hedging relationships. However, the underlying positions being hedged – in the case of RPI swaps a substantial proportion of the cash flows emanating from the transmission owner asset which is carried at amortised cost. Consequently, any change in the fair value of the underlying hedged position, being the transmission owner asset, would not be recorded in the regulatory financial statements. The Directors are of the opinion that the net impact of potential changes in the fair value of the derivative financial instruments held by the Company has no substantive economic impact on the Company because of the corresponding economic impact on the underlying cashflows they are hedging.

Any changes in future cash flows in relation to the derivative financial instruments held by the Company, arising from future changes in RPI, are expected to be matched by substantially equal and opposite changes in cash flows arising from or relating to that proportion of the underlying cash flows being hedged that emanate from the holding of the transmission owner asset.

33 Capital risk management

The Company is funded by a combination of senior debt, other borrowing, an infrastructure financial liability and equity in accordance with the Directors' objectives of establishing an appropriately funded business consistent with that of a prudent offshore electricity transmission operator and the terms of all legal and regulatory obligations including those of the Licence and the Utilities Act 2000.

Senior debt comprises a fixed rate borrowing arising from the issuance of fixed rate secured bonds due August 2034 that were issued in August 2015. The secured bonds are guaranteed by HoldCo and in certain specified circumstances where the Company has insufficient funds to meet the contractual senior debt service or hedging payments, the Company can draw down under the PBCE letter of credit, with a view to meeting these obligations, with the maximum amount that can be accessed under this facility equivalent to 15% of the outstanding nominal principal amount of the senior debt outstanding. All of the senior debt and related RPI swap hedging arrangements are serviced on a six-monthly basis (June and December) and are expected to amortise through to 24 August 2034. At 31 March 2026, the total principal carrying value of senior debt net of unamortised issue costs excluding any accrued interest amounted to £149,158k (2025: £162,473k).

The other unsecured borrowing raised from the Company's immediate parent undertaking, HoldCo, carries a fixed rate coupon (see note 16). At 31 March 2026, the total principal value of the other borrowing outstanding excluding accrued interest amounted to £55,099k (2025: £54,973k).

No ordinary equity share capital was issued during the year (2025: £nil). At 31 March 2026 share capital and associated share premium amounted to £469k (2025: £469k).

The Directors consider that the capital structure of the Company meets the Company's objectives and is sufficient to allow the Company to continue its operations for the foreseeable future based on current projections and consequently has no current requirement for additional funding.

34 Prior year restatement

During the current year, the Company identified a prior period error relating to the presentation of certain short-term deposits amounting to £22,097k. These deposits were previously included within cash and cash equivalents in the statement of financial position. Due to restrictions on their use until maturity, these deposits do not meet the definition of cash and cash equivalents and should have been presented separately as investments within current assets.

In accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors, the Company has retrospectively restated the comparative statement of financial position to reclassify these deposits as investments. This correction impacts the presentation of the Statement of Financial Position by separately disclosing these investments within current assets instead of cash and cash equivalents. Additionally, this correction also affects the prior year cash flow statement. Investing activities for 2025 have been restated to show the acquisition of short term deposits of £43,323k and proceeds from the disposal of short term deposits of £21,226k whereas previously the net movement in the acquisition and disposal of short term deposits of £22,097k was subsumed within the net movement in cash and cash equivalents.

The prior period error did not affect profit or loss or other comprehensive income for the year ended 31 March 2025 and furthermore did not impact total assets, liabilities, net current assets, net liabilities, or equity as at 31 March 2025. As the error only impacted the prior year, a third balance sheet at the beginning of the earliest comparative period has not been presented.

35 Ultimate parent company

WoDS Transmission plc's immediate parent company is WoDS Transmission Holdco Limited; with both limited companies being domiciled in Great Britain and registered in England and Wales. The ultimate parent company and controlling party is WoDS Transmission TopCo Limited (incorporated and registered in Jersey). WoDS Transmission Holdco Limited is the largest and smallest group which consolidates the statutory financial statements of WoDS Transmission plc. Copies of the annual report of WoDS Transmission Holdco Limited can be obtained from The Company Secretary, WoDS Transmission Holdco Limited, c/o Infrastructure Managers Limited, 2nd Floor, Saltire Court, 20 Castle Terrace, Edinburgh, EH1 2EN.

At 31 March 2026, WoDS Transmission TopCo Limited is jointly owned in equal proportions by Ednaston Project Investments Limited (which is ultimately owned by a number of Dalmore Capital Limited managed funds) and PPDI AssetCo 2 Limited (which is ultimately wholly owned by PPP Equity PIP Limited Partnership, another Dalmore Capital managed fund).