Severn Trent Water Limited

Report and financial statements
For the year ended 31 March 2020

Company number 2366686

Severn Trent Water Limited

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Contents

TAKING CARE OF ONE OF LIFE'S ESSENTIALS

Who we are

Severn Trent Water Limited and its subsidiary, Hafren Dyfrdwy Cyfyngedig, are two of 11 regulated water and waste water businesses in England and Wales. We provide high quality services to more than 4.6 million households and businesses in the Midlands and Wales.

Our Regulated Water and Waste Water business includes the wholesale water and waste water activities (excluding Bioresources) of Severn Trent Water Limited and its retail services to household customers, and Hafren Dyfrdwy Cyfyngedig. Unless stated otherwise, the information in this report relates to Severn Trent Water, which makes up 98% of our total customer base.

The primary activities we focus on

- Wholesale operations and engineering
- Household customer services

Where we operate

Our region stretches across the heart of the UK, from the Bristol Channel to the Humber, and from North and mid-Wales to the East Midlands.

Group Turnover

£1,714.6m (2018/19: £1,673.1m)

STW Group Profit before interest and tax

£546.7m (2018/19: £557.7m)

STW Group Underlying profit before interest and tax

£546.7m (2018/19: £567.3m)

Litres of drinking water supplied each day

1,998 million litres

Litres of waste water treated per day

3,184 million litres

Employees[2]

6,524

Households and businesses served

4.6 million

[1.] Alternative Performance Measures are defined in note 41 to the financial statements.
[2.] Average Group employees during 2019/20 see note 8 to the Group financial statements.

PURPOSE FIRST

Our Purpose and Values

We believe that if we are united by a clear social purpose we will deliver better outcomes for all our stakeholders – our customers, our colleagues, our investors, the society we live in and the environment we depend on. It also makes good business sense. So at Severn Trent, we are first and foremost driven by our purpose – 'Taking care of one of life's essentials' – and we're guided by our values:

Severn Trent Water Limited and Hafren Dyfrdwy Cyfyngedig focus on the delivery of nine outcomes designed with our customers to meet their needs and those of wider society:

1 A COMPANY **YOU CAN TRUST**	2 A POSITIVE **DIFFERENCE**	3 **LOWEST POSSIBLE** BILLS
4 A SERVICE **FOR EVERYONE**	5 AN OUTSTANDING **EXPERIENCE**	6 GOOD TO **DRINK**
7 WATER **ALWAYS THERE**	8 WASTE WATER **SAFELY TAKEN AWAY**	9 A THRIVING **ENVIRONMENT**

OUR COMMITMENT TO SUSTAINABILITY

Severn Trent is committed to making decisions for the long term – decisions that add value for our customers, the communities we serve and the environment, and treating all of our employees and other stakeholders fairly. This means we work to achieve our outcomes in a sustainable way – be it through taking care of the environment, helping people thrive or being a trustworthy company. This is integral to the way we operate.

HELPING OUR PEOPLE TO THRIVE

For the past four years, Severn Trent has partnered with Hereward College to offer nine month internships to students with disabilities and additional educational needs. Without such opportunities these young people are three times more likely to be unemployed than their contemporaries without disabilities – so offering real work experience can significantly boost their chances of entering paid employment after leaving college.

Taking part in the programme has also had a positive impact on our people, inspiring new ways of working and helping to reinforce our inclusive culture which is so important to us as a business. One of our colleagues working with the programme described seeing their intern graduate into permanent employment as one of the highlights of their 17-year career at Severn Trent.

SUPPORTING FARMERS TO PROTECT WATER QUALITY

Farmer Charles Antrobus has applied to the Severn Trent Environmental Protection Scheme (‘STEPS’) for the last three years, each year receiving the maximum £5,000 grant. Supporting his largely arable 430 hectare holding of wheat, oilseed rape, barley, oats and beans, Charles is experimenting with mob-grazing for his herd of 20 British White beef cattle, whereby fields are given more time to rest and not grazed as hard. Charles has used the grants to plant cover crops, purchase electric fencing for the mob-grazing and to build a sprayer wash-down area with bio-filters and a rain water capture system. In addition to water quality improvements, Charles has seen improvements to soil health and an increase in wildlife, especially small birds.

“I’ve seen these relatively small changes make a big difference, which motivates me to continue making improvements. I’m proud that I’m sending clean water downstream – protecting our soils is crucial for both our farm’s productivity and our shared responsibility to protect the environment,” Charles Antrobus.

COMMUNITY FUND RESPONSE TO THE COVID-19 OUTBREAK

At Severn Trent we’re committed to supporting our vulnerable customers, and that’s why we’re proud to have announced a COVID-19 £1 million emergency fund to support charities and non-profit organisations right on the frontline of the COVID-19 response across our regions. We worked with local authorities and community foundations across the Severn Trent Water and Hafren Dyfrdwy regions to identify the charities most in need and those helping the most vulnerable in society. We then made donations without requiring any sort of application, ensuring we could get the money quickly to where it is needed. One of these charities was Age UK. We’re delighted to have been able to provide funding to 12 Age UK branches across our region to support them as they help older people who have no one else to rely on during the pandemic; providing shopping for essential items, prescription collection and daily support calls to maintain social contact.

“Can I just say in these difficult times this funding is amazing – we have had a 400% increase in calls and with this we can increase our support – from the bottom of my heart, you have put a smile on my face and a tear in my eye!” Age UK Nottinghamshire.

TRIALLING A REVOLUTIONARY LOW-CARBON TREATMENT PROCESS

Last year we committed to net zero carbon emissions by 2030 and this year we committed to creating Science-Based Targets in line with the goal of the Paris Agreement to limit global warming to below 1.5 degrees. We know we have to reduce the level of emissions that come from our treatment processes which is why we are working with partners across our supply chain to trial a new way of treating waste water in our sewage treatment process. A new process we are trialling is an anaerobic membrane bioreactor (‘AnMBR’) that allows us to treat waste water anaerobically at lower temperatures than traditional methods, based on 10 years of research at Cranfield University. Compared with conventional waste water treatment, this new system has significantly lower operating costs and a much smaller carbon footprint. The process also produces less nitrous oxide, a greenhouse gas around 300 times more potent than carbon dioxide. The project is part funded by the EU Horizon 2020 NextGen programme and will begin to show results in 2022. AnMBR is one of three projects underway at our new Resource Recovery and Innovation centre at Spernal – the first of its kind in the UK – that allows us to run large-scale technology trials.

Business Model

RUNNING AN EFFICIENT WATER BUSINESS

We provide clean water every time our customers turn on the tap, and remove their waste water in an affordable, sustainable and reliable way.

RESOURCES & RELATIONSHIPS WE RELY ON

RESOURCES

PHYSICAL ASSETS
A resilient, well maintained network of clean water pipes and reservoirs, sewers and pumping stations.

We maintain over 49,000 km of clean water pipes and over 92,000 km of sewer pipes.

Principal Risk: 6

NATURAL RESOURCES
Water from reservoirs, rivers and underground aquifers is essential to support Severn Trent's operations and value creation.

We look after some of the UK's most impressive natural resources.

Principal Risks: 6 and 7

FINANCIAL CAPITAL
We have a strong balance sheet, with gearing close to the regulatory model. We are able to access a range of capital markets to fund future operations.

Our gearing is 65% (2019: 63%), one of the lowest in the sector. We have committed undrawn facilities of £755 million.

Principal Risks: 9 and 10

RELATIONSHIPS

OUR CUSTOMERS AND COMMUNITIES
Our customers and communities are at the heart of everything we do. We aim to anticipate and meet changing customers' and wider societal needs.

We serve 4.6 million households and businesses.

Principal Risks: 1 and 7

OUR PEOPLE AND CULTURE
Our culture and values support Doing the Right Thing and drive delivery of our strategy. We look to attract, develop and retain talented people from all backgrounds.

We directly employ over 6,390 people. Glassdoor reports that 87% of our people would recommend us to a friend.

Principal Risk: 7

OUR SUPPLIERS AND PARTNERS
Strong supplier relationships support our business operations in line with our modern slavery commitments.

We work with around 1,200 direct suppliers.

Principal Risk: 7

OUR REGULATORS
Our industry is regulated by Ofwat and several other regulators and public bodies.

We work with our regulators to shape our industry. Our Severn Trent Water Business Plan was fast-tracked by Ofwat.

Principal Risks: 2,3 and 5

THE WATER CYCLE

WATER IS COLLECTED
We pay the Environment Agency and Natural Resources Wales for the water we collect from reservoirs, rivers and underground aquifers across our region.

WATER IS CLEANED
Our groundwater and surface water treatment works clean raw water to the highest standards, making it safe to drink.

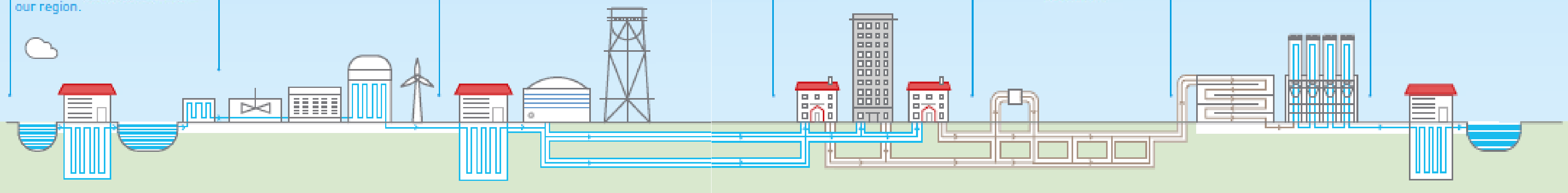
CLEAN WATER IS DISTRIBUTED
Our network of pipes and our enclosed storage reservoirs bring a continuous supply of clean water right to our customers' taps.

CUSTOMERS ENJOY OUR SERVICES
We serve 4.6 million households and businesses with a safe, reliable supply of water and collect waste water seven days a week, every day of the year.

WASTE WATER IS COLLECTED
Our network of sewers and pumping stations collect waste water from homes and businesses and take it to our treatment works.

WASTE WATER IS CLEANED
Waste water is carefully screened, filtered and treated in our sewage treatment works to meet stringent environmental standards.

WATER IS RECYCLED TO THE ENVIRONMENT
We pay the Environment Agency and Natural Resources Wales annual consent fees to return the treated water to the water system.



OUR INVESTMENTS IN RENEWABLE ENERGY PRODUCTION

Providing clean water and cleaning waste water is an '**energy hungry**' process so we use waste and renewables to help us power our operations.

We are pleased to share that we have met our target to produce the equivalent of 50% of our own energy needs by 2020.

GENERATING & PRESERVING LONG-TERM VALUE

PHYSICAL ASSETS
Our biggest ever five-year period of capital investment has now concluded.

Successful delivery of our Birmingham Resilience Programme.

Replaced 290.1 km of our water network (2018/19: 230 km).

NATURAL RESOURCES
We've improved the biodiversity of 233 hectares of Sites of Special Scientific Interest ('SSSIs') in the year.

FINANCIAL CAPITAL
Delivering returns for our investors.

Maintaining an investment grade credit rating.

OUR CUSTOMERS AND COMMUNITIES
One of the lowest bills in England over the last decade.

We helped around 70,000 customers through social tariffs and assistance schemes (2019: 52,800).

OUR PEOPLE AND CULTURE
Developing people from all backgrounds in line with our Social Mobility Programme.

30% of our graduates are from a Black, Asian and minority ethnic ('BAME') background (2019: 31%).

OUR SUPPLIERS AND PARTNERS
Building sustainable relationships that provide mutual benefit.

298 suppliers are signed up to our Sustainable Supply Chain Charter (2019: 258).

OUR REGULATORS
We stimulate regulatory debates to improve services for customers across the industry.

Launched the World Water Innovation Fund.

CHAIR'S STATEMENT
FULFILLING OUR ROLE IN SOCIETY

Taking care of one of life's essentials

I am delighted to have been given the opportunity to chair Severn Trent and what an extraordinary time to have started this role. I was fortunate to complete over 20 days of induction before lockdown and during that time I was struck by many qualities about the organisation, most notably its very strong social and environmental purpose, the passion and commitment of the Severn Trent workforce to deliver essential services for customers and the excellent leadership team focused on performance. The rapid, effective and caring response to the current COVID-19 pandemic has shone a light more than ever on these qualities.

Although the majority of the financial year was unaffected by COVID-19, the ongoing impact is significant. As for all organisations, the pandemic has caused a significant shift in the way we operate and brings numerous and serious risks. We have an experienced management team that has a strong track record of dealing with incidents and to tackle this crisis they have set up incident teams to ensure we keep the core business operating and protect the health and wellbeing of our colleagues and customers. The teams are also identifying and considering a range of scenarios arising from the pandemic and putting in place the appropriate plans to deal with the impact on our business, our operations and our customers. The Board receives weekly updates from the Executive on the provision of core services, how we are supporting colleagues and the community, and the mitigation of the risks to our business.

Following the year end, the Board has considered and monitored the potential economic impacts of COVID-19, in particular financing and liquidity. This activity included modelling plausible and extreme scenarios to determine expected impacts and test the Company's financial resilience. Modelling to date shows that, while there will be a financial impact, neither the plausible or extreme scenarios we have modelled would result in an impact to the Company's expected liquidity, solvency or debt covenants that could not be addressed by mitigating actions, and are therefore not considered threats to the Company's financial resilience. Additional detail can be found in our viability statement on page 76. However, there remains a risk that the impact of COVID-19 is greater than that modelled by the Company.

Our culture

In March, I was proud to host some of our investors and other key stakeholders at a Capital Markets Day at our head office in Coventry where they could learn about the bold and wide-ranging sustainability commitments which are at the heart of our strategy and see how these are embedded in the way the business is run. Investors appreciated the opportunity to experience the unique culture of Severn Trent which differentiates us. Liv's Chief Executive's review provides more detail on this and the new Purpose and Values which were launched during the year.

We know that the long-term success of our Company is intrinsically linked to the health of the natural environment and the wellbeing of our customers, colleagues and communities. Our sustainability commitments reflect this – focused on making a positive impact on the region we serve, the people who live and work here and the environment around us. To us these are not just words on a page – they are woven into our business plan – in projects to protect the environment and enhance biodiversity, the creation of an inclusive workplace, the support we give to our communities, in the high performance standards we set ourselves and the robust corporate governance we live by. You can find further details of our sustainability framework, commitments and performance in our first standalone Sustainability Report available on the website of Severn Trent Plc.

We have used the head start from Ofwat awarding our AMP7 plan fast-track status to prepare for the next five years. We will of course keep our business plans under constant review as a result of COVID-19, but we have well-developed, adaptable plans in place to ensure we continue to deliver outperformance in AMP7. Further details of our excellent AMP6 operational performance are contained in Liv's Chief Executive's review.

Sharing the rewards

Under our industry's regulatory framework, delivering outperformance on our commitments to customers in turn creates financial rewards. We highlighted last year that being socially responsible means that when we perform well, we can share the financial benefits of our work with all stakeholders. We have reinvested outperformance over the last five years to help our vulnerable customers, improve our water quality and increase the security of supply to our customers.

This year, we have also accelerated the distribution of our newly established Community Fund, where we set aside 1% of Severn Trent Water's profits for the benefit of community projects to help the most vulnerable people. We have also committed £1 million to support groups and charities helping those impacted by COVID-19 in our region; comprising £500,000 re-directed from the Community Fund and £500,000 from Severn Trent Plc's historic share forfeiture proceeds.

Your Board

I was pleased to join Severn Trent as a Director on 1 January 2020 and to succeed Andrew Duff as Chair from 1 April 2020. On behalf of the Board I would like to thank Andy for his strong leadership and commitment over the last nine years. He has successfully overseen a huge amount of positive change over that period. I am personally grateful to Andy for the time and invaluable support he has generously given to me during my induction.

The Board has been particularly welcoming to me and I would like to take this opportunity to welcome Sharmila Nebhrajani who was appointed as a Director on 1 May 2020. From her extensive and varied career, Sharmila brings complementary skills and diversity to our Board. You can read more details about the recruitment process on page 104. From my early interactions with the Board, it is evident that the Board and Committees function well with high levels of engagement from all members and an appropriate level of challenge and support. Details of the Board's work, including the various Board Committees, is included in the Governance report on pages 81 to 118.

Outlook

Severn Trent is a stable, exceptionally well-run organisation with a dedicated workforce. While COVID-19 has brought unprecedented uncertainty, I am confident that we will deliver the commitments we have made for AMP7 for all our stakeholders. We will continue to take care of one of life's essentials for our customers and to support the communities in which we operate. Never has our role been more important.

Christine Hodgson

Chair

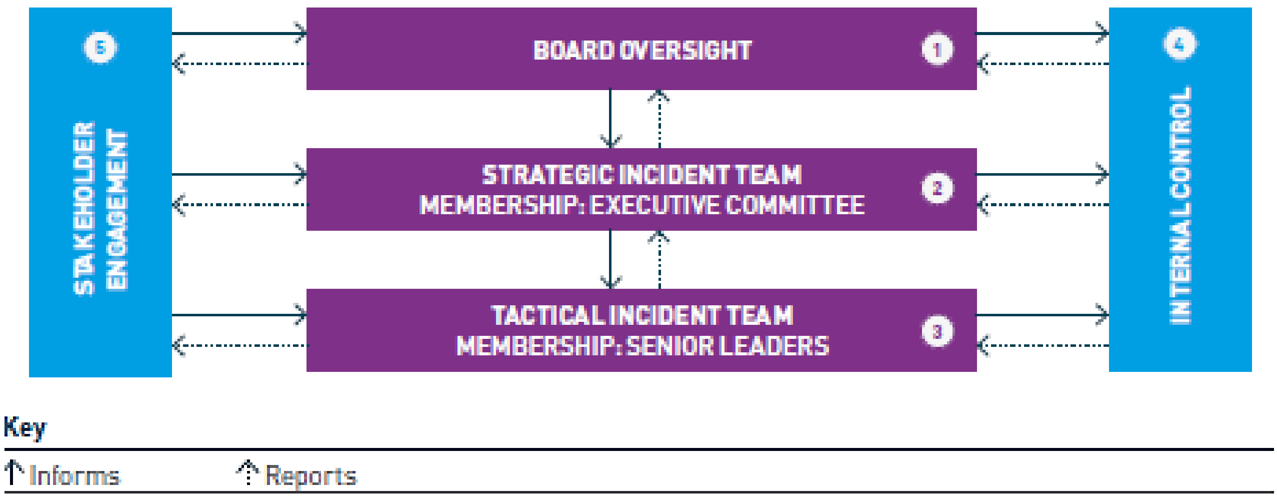
OUR RESPONSE TO COVID-19

The impacts of COVID-19 are being felt across the globe. As a socially purposeful company, we have carefully considered how we can make a positive impact for the good of our stakeholders but also for wider society.

This section provides a snapshot of how we have approached the COVID-19 crisis since mid-March 2020; from managing our operational response, to mitigating as much risk as possible while providing the widest range of support possible to our stakeholders. It also directs you to sections of the Annual Report where you can find more detail on each of the matters below.

We have a well-rehearsed approach to incident management and while COVID-19 presents many unique challenges, the governance structure we have implemented has provided a stable foundation from which we can respond to the changing situation. Our Strategic Incident Team, comprising Executive Committee members, led the swift implementation of plans and we continue to provide services to customers while keeping our people safe and well. Our COVID-19 response governance framework is set out below.

Our COVID-19 Governance Framework



1. The Board oversees the Strategic Incident Team's response to the COVID -19 pandemic. The Board receives at least weekly updates on progress and stakeholder impacts.
2. The Strategic Incident Team leads the Company's COVID-19 response and oversees the Tactical Incident Team. The Strategic Incident Team considers how current and developing scenarios will impact in the medium-term and plans an effective response to ensure the continued resilience of our operations.
3. The Tactical Incident Team is focused on ensuring that the Company maintains normal business operations, mitigates risks to core services, protects the health and wellbeing of our people and protects the health of our customers.
4. Internal controls and processes are continually reviewed and updated to enable efficient delivery throughout, and beyond, the pandemic.
5. Stakeholder impacts, and wider societal benefits, are considered at all levels of our COVID-19 response, including the consequences of our decisions on them. Our stakeholder engagement process enables us to carefully consider all the relevant factors and select the best course of action.

Business and stakeholder impacts	Our COVID-19 response	
SUPPORTING OUR CUSTOMERS	**Maintaining normal business operations for our customers**	– Our teams continue to work tirelessly to provide a great experience for our customers – keeping them on supply and taking their waste safely away. We've received some wonderful feedback from customers recognising the dedication of our teams at this time. – Our priority remains the safety and wellbeing of our customers and people. We've implemented revised working practices, with virtual remote technicians, at-home network monitoring, and kept small teams together, to ensure we keep people as safe as possible while delivering essential services. – We have kept customers reassured and informed throughout the COVID-19 period through regular content across a number of channels, including emails, social media, TV and radio.
	Protecting our vulnerable customers	– Making sure our vulnerable customers know we are there for them with targeted communications and support through our Priority Services Register. – We continue to partner and support Local Resilience Forums by providing advice and guidance in respect of vulnerable customers and ensuring that they have access to the most up to date information to support vulnerable people in our region.
	Supporting customers who are struggling to pay	– We have a range of initiatives for those struggling to pay their bills, including the WaterSure scheme for those on low incomes and our Big Difference Scheme, which offers bill discounts of 10%-90% for eligible customers. – Making £3.5 million available as part of our Severn Trent Trust Fund for those who may be unable to pay their household bills at this time. – These schemes have historically helped thousands of people when they needed our support the most. At this critical time for many, we have redoubled our efforts to raise awareness of these schemes for customers.
TAKING CARE OF OUR COLLEAGUES	**Caring for our colleagues**	– Our priority remains the safety and wellbeing of our people and customers. We are supporting our key workers with the processes, personal protective equipment and other equipment they need to continue to deliver our essential services. Our IT infrastructure has proved to be stable and resilient which has allowed over half our workforce to work safely from home so we can be there for our customers 24 hours a day, seven days a week. – We will not be making any redundancies or furloughing any of our employees as a result of COVID-19 and we are maintaining our all-employee bonus in recognition of our colleagues' hard work over the last year. We have agreed an annual pay increase of 2.3% for our colleagues for the next three years to provide certainty and security for them and their families. – Launched a 'Caring for our Colleagues' campaign, providing support on mental and physical wellbeing, and agreed individual care plans for our colleagues living in a vulnerable situation.
	Key workers	– Around 50% of our workforce meet the Government's definition of key worker. As a major employer and provider of essential frontline services, the health and safety of our colleagues is paramount and additional safety protocols have been implemented. – As described above, our priority remains protecting the health and safety of our people.
HELPING TO MAKE A DIFFERENCE TO OUR COMMUNITIES	**Social responsibility**	– In addition to helping our customers directly, we have established a COVID-19 £1 million emergency fund to support charities and community projects at the forefront of the region's COVID-19 response, with over £500k already donated to 200 organisations. – We launched a virtual education zone to help parents with home-schooling – through activities, games and stories to inspire the next generation of water users. – We've prioritised our services to ensure that schools serving key workers and hospitals have access to uninterrupted services. – Our Chair, CEO and CFO have asked the Company to donate 25% of their salaries for three months to local charities in our region which are helping the response to COVID-19.
WORKING WITH OUR SUPPLIERS AND CONTRACTORS	**Supporting our supply chain**	– We're helping our SME suppliers by moving to immediate processing of payments for at least three months – in April we paid £38 million to our smaller suppliers early. – We're working closely and collaboratively with our whole supply chain to provide support in respect of their underlying COVID-19 plans and continuing to invest in our capital construction projects when it is safe to do so. This is an important focus given their roles as key employers in our region.
ENSURING THE LONG-TERM SUCCESS OF OUR COMPANY	**Financial resources and assumptions**	– The Board and Strategic Incident team have continually monitored the situation to ensure early detection of any deteriorating trends. We have modelled plausible and extreme scenarios to determine expected impacts and test the Group's financial resilience. Our strong financial position means that we are well placed to withstand the economic shocks that COVID-19 might bring.
	Risk management	– We continue to monitor the impact of the COVID-19 pandemic across all areas of our business as part of our established Enterprise Risk Management ('ERM') processes.

CHIEF EXECUTIVE'S REVIEW

ADAPTING TO OUR EVER-CHANGING WORLD

I could not start my review without first referring to the devastating impact that COVID-19 has made across the globe. During these unprecedented times our role here at Severn Trent has become ever more crucial – making sure we continue to provide our vital services to our 4.6 million households and businesses. I knew when I joined Severn Trent six years ago that it had a special and unique culture of caring for the essential public service we provide and this has never been more evident than right now, in the midst of this current crisis.

So this year, I wanted to take the time to dedicate my review to our people – who have been magnificent and selfless in continuing to provide our essential public service. From our teams who are making sure our customers are getting clean water and having their sewage taken away, to our people going into customers' houses to help deal with their issues; from our dedicated customer services teams who are aiding our customers with their bills and issues, to our people who are juggling childcare whilst working from home. Some of the individual stories of our workforce going beyond the norm are truly incredible, like our employees who've suggested deferring their retirement to continue to work; teams buying provisions for some of our most vulnerable customers; and, colleagues suggesting they stay on site 24/7 to make sure they are available to do their job – to guarantee that they can keep our water flowing and treat waste. On every day, in every way, I cannot commend our entire workforce more.

I think it is important for me to provide you with an update of what we have done in response to COVID-19 and how we will continue to deal with it. I also think we shouldn't forget all the great things we've achieved over the last year, and so I want to share our new Purpose and Values, our approach to sustainability, our strong performance over the year and our commitments looking ahead for the next five years, making sure we continue to deliver for all of our stakeholders.

COVID-19 – THE IMPACT ON SEVERN TRENT

Protecting our people

The Government designated our employees as Key Workers, recognising that our employees' roles are vital to public health and safety during the coronavirus situation. We undertook an exercise, together with other water companies, to identify which of our employees were absolutely essential to providing our service. We didn't think it was the right thing to do to designate all of our employees as Key Workers, in the end identifying c.50% of our employees as key. This was to ensure we kept as many people as we could at home in line with government advice and also so that we didn't take up any more school spaces than absolutely necessary.

We took action quickly and deployed our already well-developed business continuity plans. This allowed us to assess very quickly which of our colleagues were required to work on our sites versus those who could work at home in line with government advice. Our IT team worked really hard to make sure everyone had access to the right equipment and access to our systems remotely to carry on doing their work, demonstrating the resilience of our technology infrastructure.

We also rapidly identified our most vulnerable employees and our employees who live with someone who is vulnerable, in line with the Government guidelines for vulnerable people, e.g. anyone over the age of 70 or having underlying health problems. We contacted all of these employees individually and agreed individual care plans with them.

We deployed revised working practices, with virtual remote technicians, at-home network monitoring, and kept small teams together, to ensure we keep people as safe as possible while delivering our essential services.

Helping our customers and communities

Our priority is to make sure everyone's as safe as they can be while ensuring we keep our services running for all of our customers. We therefore established new ways of working with our customers when we visit them. These include working to reduce the possibility of our teams coming into contact with customers when we need to get into their homes or business to carry out work; agreeing a plan with our customers before we visit to carry out those tasks in a way that keeps everyone as safe as possible, and, if our customers are uncomfortable with how we want to do things, we agree to postpone the visit. We also encouraged our customers to let us know if they're vulnerable in any way, in order to encourage them to join our Priority Services Register, ensuring that if they experience an issue with their water, we can give them the support they need.

We know some of our customers will be struggling financially as a result of COVID-19. Whilst we continue to bill customers for our services, we have been helping those customers who have told us they are in financial difficulty by referring them to our WaterSure scheme for those on low incomes and our Big Difference Scheme, which offers bill discounts of 10%-90% for eligible customers. We've also made £3.5 million available as part of our Severn Trent Trust Fund for those who may be unable to pay their household bills at this time. As Christine highlighted in her Chair's statement, we have also used our Community Fund to help provide support to people in our region who are affected by COVID-19.

We took the difficult decision to shut our visitor sites before the Government required us to do so. We know how popular our sites are, but as the wellbeing and safety of our visitors, communities and colleagues is the most important thing, we took action quickly to close sites and limit the risk of spread of COVID-19. We are really looking forward to welcoming back our visitors and we have carefully begun to reopen some of our visitor sites, whilst carefully following the latest Government guidance. We have kept some level of restrictions on facilities and services to help maintain social distancing on sites.

We have been working hard to prioritise our work to make sure we keep our schools, serving Key Workers, and hospitals, including the new temporary hospital the Government has set up in our region, open by responding to their problems as quickly as possible. We continue to look at ways in which we can support all of our communities, across our patch, and I take great personal pride in the way we are helping where we can.

The financial impact of COVID-19

We have been closely monitoring the situation to ensure early detection of any deteriorating trends. We expect that there will be an impact on our cash collection as a result of COVID-19. Whilst we will help people as much as we can, we will also ensure that we continue to collect our charges for the services we provide. We have modelled plausible and extreme scenarios to determine expected impacts and test the Company's financial resilience. Our strong financial position means that we are well placed to withstand the economic shocks that COVID-19 might bring. Read more in our viability statement on page 76.

CHIEF EXECUTIVE'S REVIEW FOR YEAR ENDED 31 MARCH 2020

We have had a busy and eventful year that we can look back on with pride, and it is to that I would like to turn to now. We agreed our PR19 fast-track plan with Ofwat, which was commended for its approach to being socially purposeful and building customer trust. We launched our new company Purpose and Values and implemented our new Sustainability Framework, formalising our forward-thinking approach to sustainability and embedding it in the Company. We delivered another strong year of operational performance and successfully completed our AMP6 capital programme, while getting ready for the efficient delivery of our AMP7 five-year plan. It's my great pleasure to share some more details about these below.

Our new Purpose and Values

I am truly delighted to introduce our new company Purpose and Values which have been put together collaboratively by our people, for our people. We know that what we do is crucial for our customers to live their daily lives, and our new purpose of 'Taking care of one of life's essentials' recognises this. We also wanted to reflect what it really feels like to work at Severn Trent, that's why our values are Having Courage, Embracing Curiosity, Showing Care and Taking Pride. Not only do these genuinely show what we are about, they really resonate with our people. We know first-hand that having a strong culture, built around a highly engaged workforce, not only ensures we continue to deliver great performance but also that we continue to make Severn Trent a truly awesome place to work. This is borne out by our excellent engagement score of 8.1 out of 10, putting us in the top 5% of utility companies globally, and by the reviews that Severn Trent employees leave on Glassdoor, placing us consistently at four out of five. We also see it through the commitment our employees make to our Community Champions volunteering scheme, where our employees volunteered over 10,000 hours of their time over the year to improve the local environment and help communities thrive in our patch. We cleaned up rivers, looked after our visitor sites, planted trees and picked up rubbish. This is testament to the enthusiasm and loyalty our workforce has for the area that they work and live in.

Sustainability at our Core

Sustainability and social purpose may be the new buzz words – but for us these have always been central to the way we work and core to the success of our Company. Last year we shared how we believe that a business with a strong sense of social purpose like ours delivers better and more sustainable outcomes for stakeholders over the long term. This year, we wanted to focus on our Sustainability Framework, which we designed to capture all the great things we are doing across the Company demonstrating our commitment to being a sustainable company. I know only too clearly how much we rely on our environment to provide our services, and the acute risks we are facing from climate change. That's why I am personally delighted to share that in the next five years we will do more for the environment than ever before, through a number of long-term ambitions, enabling us to support our purpose. We will do all of this while keeping customer bills among the lowest in the land. These commitments are integral to the delivery of the customer outcomes agreed in our business plan for the next five years and also in securing a sustainable long-term future for the business we run. As part of our plan we have chosen to invest £1.2 billion in delivering these sustainability commitments.

This includes some fantastic and unique commitments, for example:

- Deliver our Triple Carbon Pledge of net zero emissions, 100% energy from renewable sources and 100% electric fleet, all by 2030[1] – and develop Science-Based Targets.
- Support 195,000 customers every year who struggle to pay their bill, by 2025.
- Enhance the biodiversity of 5,000 hectares of habitat by 2027.
- Work with almost 9,000 farmers to adapt working practices and adopt nature-based solutions to reduce pollutants in 44 catchments.
- Donate 1% of Severn Trent Water's profits each year over the next five years (over £10 million) into the Severn Trent Community Fund, investing in projects in our local communities.

[1.] Assumes suitable specialist vehicles such as tankers become available within that time window.

These are but a few of the brilliant examples I could have chosen to highlight. In fact, there are so many examples I could have picked, but in order to make sure we shared our plans as fully as possible with our stakeholders, we have decided to publish our very first Sustainability Report which can be found on the Severn Trent Plc website. In the report, we set out our commitment to taking care of the environment, helping people to thrive, and being a company our stakeholders can trust. We believe that by making decisions with all these issues in mind, we will secure a sustainable, long-term future for our business.

Our performance

We know that building a lasting legacy for our customers today and for future generations is one of our most important responsibilities. That's why I have to start my review of our performance by referring to the completion of our capital programme, including our £300 million programme to improve resilience for Birmingham's water supply, £280 million to improve the health of rivers in our region as part of the Water Framework Directive, and £150 million on sewer flooding improvements, including a strategic upgrade of the waste water network in Newark which should protect homes and businesses from sewer flooding for decades to come. It was a massive effort to make sure we delivered these schemes on time and to quality. We knew that these improvements were so important to our customers, that we had a number of AMP6 customer ODIs covering the capital programme – which I am now pleased to confirm we have delivered.

We also can look back over AMP6 and be proud of the big service improvements we delivered for our customers:

- 29% reduction in water quality complaints since 2014/15.
- 48% reduction in external sewer flooding since 2014/15.
- 62% reduction in supply interruptions year on year.
- Outperformed our leakage target of 6% over the AMP.
- Our lowest number of pollutions in a decade.
- We generate the equivalent of over 50% of our energy needs from our own renewable energy sources.
- Helping more customers than ever with their bills, with around 70,000 people offered support in 2019/20.

We have achieved a lot over the last five years: we've delivered on our promises, made investments for the long term, and have a track record of delivering strong financial performance for our investors.

Looking to the future – Delivering our AMP7 plan

Our business plan focuses on nine outcomes that we've designed to meet the needs of our customers and wider society. While these have a long-term perspective and look 25 years ahead, the next five years will see real progress – driven by the performance commitments that are designed to hold us to account to our customers. We will invest more than £6.8 billion in new and existing assets to make our service even better. On top of this, during 2020-25 we're going to deliver our biggest bill reduction for two decades.

For less than £1 a day on average, more than 4.6 million households and businesses across the Midlands and Wales will get all the fresh water they need delivered straight to their taps and all of their waste water taken away. Over the next five years, we will also increase our support for tens of thousands more customers who are least able to afford their bills, with a range of measures from water saving devices to payment plans or reduced charges, for 195,000 people a year by 2025.

We believe we've created a responsible, challenging but achievable plan that will set the benchmark for how a privately owned company can deliver public good, not just in the water sector but across UK industry in general.

COVID-19 has clearly damaged companies in many sectors and the subsequent impact on the economy is significant. Whilst the impact of COVID-19 on our plans is not entirely clear, we are well protected to be able to deal with any financial shocks in the economy and continue to deliver for our customers the vital service they need to live their lives.

I have absolute confidence that whatever happens in these uncertain times, our amazing team of people who work at Severn Trent will be working hard to make sure we perform for our customers, all of our stakeholders and society as a whole.

Liv Garfield
Chief Executive

SUSTAINABILITY

SUSTAINABILITY AT THE HEART OF OUR APPROACH

As a company taking care of one of life's essentials – water – we know that the resilience of our business is intrinsically linked to the resilience of our region, its communities and the natural environment.

Our long-standing commitment to sustainability is demonstrated in our leadership on renewable energy generation, sustainable management of our land, and dedicated programmes to support people and our local community. We've reported on these – and other sustainability metrics – in our Annual Report for several years. But now we're going further. Over the next five years, we will be investing £1.2 billion in our sustainability ambitions, from climate and biodiversity to supporting the customers who need us most.

As part of our commitment to transparent reporting, we're publishing our first standalone Sustainability Report, which can be found on our Severn Trent Plc website. This has been developed following the principles of the Global Reporting Initiative ('GRI').

6 CLEAN WATER AND SANITATION

OUR PURPOSE
TAKING CARE OF ONE OF LIFE'S ESSENTIALS

TAKING CARE OF THE ENVIRONMENT

Ensuring a sustainable water cycle

Secure water sources in the long term – through catchment management, demand reduction and climate change adaptation – so that we can deliver our services for future generations.

Enhancing our natural environment

Protect and enhance nature at each stage of the water cycle by improving biodiversity and stopping pollution, benefiting nature, local communities and our business.

Making the most of our resources

Generate renewable energy and other useful resources from our waste, and aim for zero waste to landfill through our business activities.

Mitigating climate change

Play our part in reducing global carbon emissions in line with the Paris Agreement, aiming for net zero carbon and supporting the UK's energy transition.

Linked SDGs[1]: 7, 9, 11, 12, 13, 15

HELPING PEOPLE TO THRIVE

Delivering an affordable service for everyone

Work with our industry to end water poverty by supporting customers who struggle to pay their bills and providing priority support to those who need it.

Providing a fair, inclusive and safe place to work

Build a workforce that is reflective of the community we serve, and foster a culture where everyone can be themselves, driving better decision-making and performance.

Investing in skills and knowledge

Support the skills base of our people and our region, and inspire the next generation of customers to adopt more sustainable behaviours.

Making a positive difference in the community

Serve our local communities through community projects and volunteering, and global communities through charity partnerships.

Linked SDGs[1]: 4, 5, 10

BEING A COMPANY YOU CAN TRUST

Living our values

Nurture a strong, open, one-team culture based on company values that articulate what we stand for.

Balancing the interests of all our stakeholders

Understand the needs of stakeholders in order to make business decisions that benefit shareholders, society and the environment.

Running our company for the long term

Put strong governance – leadership, ethics, and management of risks and opportunities – at the heart of our business.

Being open about what we do and sharing what we know

Build trust through transparency, and work with our sector on innovative solutions to our shared challenges.

Linked SDGs[1]: 8

1 United Nation's Sustainable Development Goals.

SUSTAINABILITY PERFORMANCE HIGHLIGHTS

The tables below shows selected highlights from our sustainability performance in 2019/20 and over the last several years. We also set out our long-term ambitions that go beyond our business plan. For a full list of key metrics see page 59 of our 2020 Sustainability Report.

TAKING CARE OF THE ENVIRONMENT

	Theme	Performance	2020-25 commitments and long-term ambitions
Ensuring a sustainable water cycle	**Leakage**	2019/20: Reduced leakage by 4% Reduced leakage by over 8% over last five years, exceeding 6% commitment	ODI target: 15% reduction by 2025 *Long-term ambition: 50% reduction by 2045*
	Per capita consumption	2019/20: Average per capita consumption in our region is around 130 litres per head per day Our water efficiency programme has delivered around 25 Ml/d of water savings over five years	ODI target: Reduce per capita water consumption by 3.5% by 2025 *Long-term ambition: Installing 500,000 water meters by 2025*
	Water Quality improvement against Water Framework Directive ('WFD')	Over the past five years we have delivered 33 water and 246 waste WFD points, improving 1,600 km of river	ODI target: Improve 211 WFD points by 2025 Improve the quality of a further 2,100 km of river by 2025, meaning over half the rivers in our region will have improved by the end of AMP7
	Catchment management	Catchment management approach implemented in 26 catchments over five years, engaging with over 5,000 farmers in our region	ODI target: Implement catchment management in 16 catchments *Long-term ambition: Engage with 9,000 farmers (63% of those in our region) across 44 catchments to reduce pollutants from agriculture*
Enhancing our natural environment	**Biodiversity**	Improved biodiversity in over 244 hectares of SSSI-designated land over the last five years	ODI target: Improve 1,090 hectares of biodiversity by 2025 *Long-term ambition: Improve the biodiversity of 5,000 hectares of habitat, not just SSSIs, across our region by 2027*
	Pollutions	2019/20: 288 Category 3 (minor incidents) 12% reduction on 2018/19 and our best performance over the last decade	ODI target: 29% reduction in pollution incidents by 2025 to 19.5 incidents per 10,000 km of waste network *Long-term ambition: Reduce total number of pollution incidents 50% by 2025*
Making the most of our resources	**Biosolids**	In the 2019 calendar year we recycled over 115,000 tonnes of dry solids to agricultural land	ODI target: 100% satisfactory sludge use and disposal Maximise the conversion of sludge into biogas and other useful resources
	Waste diverted	2019/20: Waste audit completed providing better visibility of waste streams, with some waste streams as high as 99% diverted from landfill	*Long-term ambition: We are actively working to set clear targets across all waste streams, with an ambition of zero waste to landfill*
Mitigating climate change	**Carbon Footprint**	2019/20: 141 tCO_2 net operational green house gas emissions of Severn Trent per £m turnover 7% reduction on 2018/19 and 45% reduction on 2014/15	Triple Carbon Pledge: Net zero carbon emissions by 2030 Commitment to set and report against Science-Based Targets
	Electric vehicles	2019/20: Implemented policy to only purchase electric cars from now on and only electric vans from 2023	Triple Carbon Pledge: 100% electric vehicles by 2030 (where specialist vehicles such as tankers become available within that time window)
	Renewable energy	2019/20: From 1 April 2020 we have purchased the remainder of our energy needs from renewable sources, achieving our 100% renewable energy commitment 10 years earlier than planned	Triple Carbon Pledge: 100% energy from renewables by 2030
	Energy Consumption	2019/20: Total energy consumption of 2,037 GWh or 1.11 GWh per million of Group revenue	We continually invest in improving energy efficiency and we have a dedicated energy management team focused on driving operational change to reduce energy
	Renewable energy generation	2019/20: Self-generation of renewable energy by Severn Trent Group increased to the equivalent of 51% of Severn Trent Water's energy needs	Continuing to invest in energy generation opportunities

HELPING PEOPLE TO THRIVE

	Theme	Performance	2020-25 commitments and long-term ambitions
Delivering an affordable service for everyone	**Help when you need it**	2019/20: Around 70,000 customers received financial support and advice, a 33% increase from 2018/19	ODI target: By 2025 support 43% of customers who struggle to pay (195,000 customers annually) *Long-term ambition: Eradicating water poverty, meaning that none of our customers will be faced with a water bill that is more than 5% of their disposable income by 2030*
	Trust Fund	2019/20: £3.5 million annually donated to the Severn Trent Trust Fund Over £60 million donated to the Trust Fund to date	Commitment to contribute £3.5m annually to support customers in need
	Priority Services Register	2019/20: 1.2% of household customers are on the Priority Services Register	ODI target: 9.7% of customers with additional needs on our Priority Services Register by 2025
	Value for money	2019/20: 66% of customers rated our services as good value for money (based on quarterly independent survey) 9% increase in the last five years	ODI target: 65% of customers rating us good value for money
Providing a fair, inclusive and safe place to work	**Employee engagement**	2019/20: Employee engagement score of 8.1/10 in employee survey, placing us in the top 5% of utilities globally	Maintain high employee engagement across our workforce
	Gender diversity	2019/20: All employees – 71% Male, 29% Female Graduates and Apprentices – 75% Male, 25% Female	Gender equality is a big part of our commitment to all aspects of diversity and inclusion, it is absolutely central to everything we do, and we know just how much it means to our own people while also being something we believe will help us attract the best diversity of talent
	BAME diversity	2019/20: All employees – 8.86% Ethnic minority Graduates and Apprentices – 19% Ethnic minority	We are looking at our data and internal systems to understand how we will respond to the requirements of the Government's ethnicity pay gap reporting legislation once it comes into force
	Social mobility	2019/20: 43% of new starters and 39% of promoted employees live in a social mobility cold spot	We believe we have a role to play in helping communities thrive and we are actively targeting our employment campaigns in areas classed as social mobility cold spots
	Health and safety	2019/20: Lost time incident ('LTI') rate of 0.20 per 100,000 hours at Severn Trent and 0.06 among contractors	We are committed to reducing LTIs with a Goal Zero mindset
Investing in skills and knowledge	**Employee training**	2019/20: 14,299 training days across our Company, an average of 2.1 per employee	To have the most technically skilled workforce in the sector
	Education	Over 800,000 customers reached since 2015	ODI target: 155,250 behaviour change commitments by 2025 *Long-term ambition: Educate 500,000 school children in the next five years around responsible water use, sewer misuse and healthy hydration*
Making a positive difference in the community	**Community support**	2019/20: Community Fund established £500,00 from this fund made available to support charities and not-for-profit organisations struggling in COVID-19 A further £500,000 has been made available from historic share forfeiture proceeds to help charities recover as part of an overall COVID-19 emergency fund	Donate 1% of profits (over £10 million over five years) via the Severn Trent Community Fund
	Employee volunteering	2019/20: Nearly 1,500 employees volunteered All employees entitled to two paid days for volunteering per year	*Long-term ambition: 40% of employees volunteering in our region every year*
	WaterAid	2019/20: Raised over £120,000 for WaterAid Raised over £1,320,000 for WaterAid between 2015 and 2019	Raise £560,000 for WaterAid projects in Bangladesh between 2019 and 2024

	Theme	Performance	2020–25 commitments and long-term ambitions
BEING A COMPANY YOU CAN TRUST			
Living our values	**Purpose and Values**	2019/20: New Purpose and Values co-created with employees	Put our Purpose and Values at the heart of our culture
	Supplier sustainability	2019/20: 52 of our key suppliers have pledged to drive targeted action to support on carbon reduction, resource efficiency and community engagement 2019/20: Across Severn Trent Plc, our payment policies align with the Prompt Payment Code. Over the last six months 97% of suppliers were paid in line with the agreed payment terms. On average our suppliers were paid within 30 days of us receiving their invoice	We are committed to develop a holistic approach to supplier sustainability, including high level supplier heat mapping against key environmental and social issues
Balancing the interests of all our stakeholders	**Stakeholder engagement**	2019/20: First dedicated s.172 disclosure (see page 28)	The principles underpinning s.172 are not something that are only considered at Board level, they are part of our culture. Impacts on stakeholders are considered in the business decisions we make across the Company at all levels
Running our Company for the long term	**Board Leadership and Diversity** *as at 1 May 2020	2019/20: Seven independent Board members, including the Chair* 56% Board members are female* 11% Board members are from a BAME background* In line with the Principles of the Parker Review, the Board has been actively looking to appoint a Non-Executive Director from a BAME background for the last few years. The calibre of the candidates identified in this year's search was outstanding, and it was after careful deliberation that the Committee unanimously recommended the appointment of Sharmila Nebhrajani to the Board from 1 May 2020	In line with our new Board Diversity Policy, the Board remains focused on promoting broader diversity, embedding inclusivity into our succession planning and talent development work and creating an inclusive culture
	Business ethics	2019/20: 84% of employees completed e-learning on our Code of Conduct, Doing the Right Thing Colleagues rated the following statement 8.2 out of 10 (where 10 is highest and 1 is lowest), 'If I suffered or witnessed wrongdoing at work, I'd be confident Severn Trent would respond appropriately'	Target: 100% of employees able to do so, completed annual e-learning on the Code of Conduct and business ethics Maintain employee confidence in whistleblowing
	Sustainable finance	Sustainable Finance Framework launched and first £200 million raised through US Private Placement debt issuance by Severn Trent Plc	Continue to raise funds under our Sustainable Finance Framework
	Modern slavery	2019/20: 97% of employees, excluding customer contact centre teams, have completed modern slavery e-learning	Continue to raise awareness around modern slavery and how to raise concerns. Targeted awareness will be rolled out to customer contact centre teams over the next 12 months
Being open about what we do and sharing what we know	**Transparent reporting**	2019/20: First dedicated Sustainability Report and GRI disclosure June 2020	We are committed to communicating clearly with stakeholders on our strategy and performance
	Fair Tax mark	2019/20: Fair Tax mark accreditation received	We are committed to act in line with the principles of the Fair Tax mark
	Living Wage	2019/20: Accredited as a real Living Wage employer	Target: 100% of supplier contracts specifying the real Living Wage

LIVING OUR VALUES

Our people are fundamental to delivering one of life's essentials and we believe our culture is what makes us special. Our teams are passionate about the positive role they can play in helping customers and communities thrive and they care that we create an environment where everyone can feel comfortable to bring their whole self to work.

This section is dedicated to showcasing our people: who we are, our culture, and how we, at Severn Trent, work together as one community – a community which supports each other to succeed, recognises and rewards each other's contributions, and listens and talks to each other.

Our values

Our new values have been shaped by our people – we spoke to hundreds of colleagues from around the business to understand what's important to them and what inspires them. Our values are the standards, behaviour and principles that we hold dear and guide us in everything we do as we take care of one of life's essentials.

Communicating together

We believe in open and honest communication throughout our teams. This is an important step in encouraging and living our shared values and creating an environment in which everyone is inspired to do their best each day. During the year we launched our new intranet, 'On Tap', which is regularly updated with all of the latest news from across the Company. The Company Forum provides an opportunity for employee and Trade Union representatives to meet, once a quarter, and bring to life feedback and discussions from operational forums, as well as sharing discussion areas that give frontline representatives direct access to the Executive and Board members. The agenda for these sessions covers a range of topics that inform and lead to practical changes in the way we work.

THIS IS ME

We are committed to making our workplace one in which all can thrive and bring their whole self to work, no matter what. We are also passionate about creating opportunities for all within our region and are proud of the work we are doing encouraging applications from 'cold-spot' areas and of our employability programme working with Hereward College. Some of our employees share their experiences below.

ENCOURAGING SOCIAL MOBILITY

Hossam
Trainee Solicitor

43% of our workforce live in a social mobility cold-spot.

87% of our employees come from the communities we serve, so the work we can do to help communities through providing employment opportunities strongly resonates. We're working with schools and colleges from cold-spot areas to inspire the next generation of talent to think about a career with Severn Trent.

Hossam came to Derby from Kenya and joined as an apprentice after feeling there weren't many options available to him:

"Severn Trent provides a clear playing field for every person in the Company, and as someone who works here, I really feel like I have a clear progression route and the support I need to complete my course and become a qualified solicitor."

APPRENTICESHIPS – FEMALE ENGINEER

Evie
Apprentice

Evie is a third year apprentice in Instrumentation, control and automation engineering. After A-levels her interest in electrical engineering led her to apply for an apprenticeship at Severn Trent:

"I expected going into engineering it would be male dominated but I didn't realise quite how male dominated it would be...

... I'm the only girl on the team I'm in but they don't treat me any differently. Some of the jobs are physically challenging, but I get the same chances as everyone else."

SUPPORTING LGBTQ+

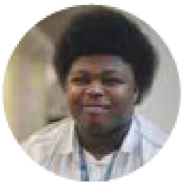
Carl
Design Technician

Carl has been named Stonewall Gay Role Model of the year, a huge achievement in recognition of his work to promote LGBTQ+ diversity and inclusion at Severn Trent:

"Knowing we have a more inclusive workplace now not only makes me proud of this accomplishment and award but also proud to work for Severn Trent. So, at Severn Trent, if you relate as LGBTQ+ in any way, then I wouldn't call it 'coming out', I'd just call it coming to work and being yourself."

Proudly supporting LGBTQ+ inclusion

OUR EMPLOYABILITY PROGRAMME



Quinncy
Procurement support

Quinncy – Ex intern from Hereward College, now an employee at Severn Trent:

"When I first started, I was excited and a bit nervous coming into a new environment with different people. The college and Severn Trent sorted us an amazing buddy who helped us settle in and supports us in our job roles. The internship has helped me be more confident and independent in life."

HerewardCollege

SUPPORTING OUR PEOPLE DURING COVID-19

We are committed to protecting our people during the unprecedented period of uncertainty brought by COVID-19. This is a stressful time for many and we are encouraging people to talk to each other and to ask for support when they need it. We're also communicating with our teams on a regular basis to update them as the situation changes. Around 50% of our people have been identified as Key Workers under the Government's plans to keep services running. We've taken steps to protect the environment they work in by providing the right health and safety equipment and wellbeing guidance and by providing specific guidance on social distancing while working on the network. We've also released a Company video on social media to ask our customers to observe social distancing guidance when our teams visit.

We're also mindful of the health and wellbeing of our colleagues who are working or self-isolating at home, or have been affected by the virus. At the end of the year we asked our people to let us know if they fell into the vulnerable person category and following this, over 900 of our people have been contacted by phone to discuss their individual needs and concerns. We've now made a care package available for all our vulnerable colleagues to keep them safe and support them during this period. We're pleased to have been able to provide stability and security of pay for our workforce, through this difficult period, announcing that we would continue to pay our all-employee annual bonus, agreed an annual pay increase of 2.3% for our colleagues for the next three years and committed to not furlough or make any redundancies as a result of COVID-19.

Providing a fair and inclusive place to work

Providing an environment where everyone can succeed, regardless of their education, gender, ethnicity, or situation, is an important part of the culture at Severn Trent. Diversity in our teams brings diversity in ideas and ways of working which will make us better in delivering for the customers we serve. This was a key part of our Business Leaders' day in March 2020.

We've been continuing our focus on providing a more inclusive working environment for our LGBTQ+ employees and are pleased to have improved our ranking in the Stonewall Workforce Equality Index to 175 (2018/19: 414). This year has seen the launch of our Allies programme with over 200 employees from across the Company signing up and attending training to understand the role they can play in creating a safe, inclusive workplace for all our colleagues. We also continued to show support in our communities at the Birmingham and Coventry Pride events.

We're also proud of our track record on gender diversity. Once again we've been recognised in the Hampton-Alexander Review for our performance on gender diversity, this year coming in the top three for women's representation amongst the Executive Committee and their direct reports. Female representation in our strategic leadership and Board population is 42.1% and from 1 May 2020 female representation on the Board is now 56%. Page 103 sets out a gender breakdown of Directors, senior managers (as defined in the 2018 Code and Companies Act 2006) and employees of the Company.

In 2019/20 we've sought to do more for our colleagues with disabilities or underlying health conditions and together with our Trade Union partners have launched a Workplace Adjustment Passport. The passport aims to help our colleagues with disabilities or underlying health conditions when talking to their line managers about support or adjustments needed to enable them to reach their full potential at work. It also helps the smooth transition of adjustments from manager to manager, or between areas of the business as they develop their career at Severn Trent.

We know that more work can be done on ethnic diversity and we plan to do more in this area to increase our representation of Black, Asian or Minority Ethnic (BAME) groups in the forthcoming year.

In the last 12 months we have set up a BAME working group which is sponsored by members of our senior management team.

Creating opportunities within our region

We believe our Company should reflect the communities we serve and are actively reaching out to the areas of our communities which are less well represented.

We are proud to be one of the UK's top three companies in the Social Mobility Index. This achievement reflects the way we work, from reaching out to students and schools in areas of low social mobility, to using a fairer recruitment process that gives equal opportunities to all applicants. Our work in this area is making a real tangible difference in the communities where we live and work.

We're also pleased to announce the launch of the Andrew Duff Bursary Fund from 2020/21. In partnership with the Social Mobility Foundation, each year we're aiming to support up to 10 students who live in our region with an annual bursary towards their living costs whilst they study in further or higher education. We'll also offer each successful applicant a paid internship in the business and a dedicated mentor.

More details of our ongoing partnership with Hereward College, a school for students with learning difficulties in Coventry, can be found on page 5.

Keeping our people safe and well at work

We believe passionately that no one should be hurt or made unwell by what we do. We strive to create a supportive environment in which mental health is no longer a taboo subject.

We end 2019/20 with our second lowest LTI rate in 10 years. This gives us confidence that our Goal Zero strategy and continued focus on the four key hazards that cause us the most harm – driving for work, musculoskeletal injuries from manual handling, mental ill health and slips, trips and falls – are helping us to achieve our ambition that no one gets hurt or is made unwell by what we do at work.

In April 2020 we launched a new wellbeing campaign, 'Caring for our Colleagues'. This campaign focuses on four key themes – mental wellbeing, physical wellbeing, physical safety and workplace set-up, providing information and support for all colleagues, whether out in the field or working in the office or home.

Fairly rewarding our people

The Company remuneration section, in the Directors' Remuneration report, explains how we strive to make our pay and reward framework transparent to the organisation beyond Executives and senior management, in a way that is meaningful and useful to the wider workforce. Read more on page 108.

During the year the Severn Trent Plc Remuneration Committee carried out its first review of key remuneration elements, policies and processes by employee group. We know it is important that our people are fairly rewarded and this process gives the Committee oversight of wider workforce pay and policies, as well as the opportunity to review them to ensure they are designed to support the Company's desired culture and values. For example, page 108 outlines the steps we are taking to align Executive Directors' pension contributions with those of the wider workforce.

We're looking forward to launching a new annual engagement activity with members of the Company Forum where the Chair of the Severn Trent Plc Remuneration Committee will share this year's Severn Trent Plc Directors' Remuneration report.

Enabling our people to grow

We are committed to supporting our people to grow, regardless of the stage they are in their career, and this year we've run nearly 14,300 training days across the business. Over 10% of our workforce responded to a survey telling us how they want to learn and what works for them, we are using this feedback to ensure people go on the right courses whilst developing innovative virtual reality and e-learning solutions.

We're excited that the new Severn Trent Academy will be up and running in the 2020 calendar year, with our brand new syllabus being launched in June and working towards the opening of our dedicated learning facility later in the year. This will be a step change in the way we provide training and development to our colleagues and is important in ensuring our people continue to have the technical competence and leadership skills they need now and in the future.

Strong engagement

We want our people to be happy at work and were delighted with this year's QUEST engagement score of 8.1 out of 10, placing us in the top 5% of Global Utilities. Our strongest performing area was our approach to equality and inclusion. We feel that this really reflects our efforts to create a culture where our people can be themselves, thrive and feel supported. Our Glassdoor ranking has been consistently strong at four and above over the last year.

Extending to our supply chain

Our supply chain is also part of the Severn Trent community and we continue to work closely with them to ensure our culture and values are aligned. Through our Sustainable Supply Chain Charter we encourage all suppliers to sign up to the same commitments as ourselves; for example, in March we became an accredited real Living Wage employer. This means we are committed to ensuring that anybody who works with us receives the real Living Wage.

We are also keen to share where we have made good progress on our inclusion journey with our supply chain partners. As founder members of the Social Mobility Pledge, we ran a session as part of our Corporate Social Responsibility Forum and encouraged our suppliers to commit to actions which would enable them to sign up to the pledge.

We have a zero tolerance to modern slavery, and while we have had no instances to date, we continue to improve our processes to protect against it in our business and supply chain.

ENGAGEMENT WITH OUR STAKEHOLDERS

STAKEHOLDER ENGAGEMENT IS CENTRAL TO OUR STRATEGY

We are focused on driving long-term sustainable performance for the benefit of our customers and wider stakeholders.

This section provides some insight into how the Board engages with our stakeholders to understand what matters to them and further inform the Board's decision making and the actions taken as a consequence. You can read more in our formal s.172 statement on page 29, which sets out our approach to s.172 and provides examples of decisions taken by the Board, including how stakeholder views and inputs have been considered in its decision making.

This section also includes high-level detail of stakeholder engagement below Board level. The principles underpinning s.172 are not something that are only considered at Board level, they are part of our culture. It is embedded in all that we do and impacts on stakeholders are considered in the business decisions we make across the Company, at all levels, and strengthened by our Board setting the right tone from the top. Pursuant to the Companies Act, this information is incorporated by cross reference in the Governance report on pages 81 to 118.

The priorities of our stakeholders strongly influenced the development of our new sustainability framework. You can read more in our separately published Sustainability Report which can be found on the Severn Trent Plc website.

COMMUNITIES

Our aim is to be a force for good in the communities we serve and, in doing so, create value for all our stakeholders.

What matters to them
- Operational impact and disruption
- Local employment
- Economic contribution
- Protection of the environment

How we engage at Board Level
- We created our Community Fund for the benefit of good causes in our region. The Board receives regular updates on the work and priorities of the Fund.
- Our Board undertook a number site visits centered on community and the environment, including our Wonderful Water Tour.
- Employees who live and work in our communities meet the Board at the Employee Forum and site visits.
- Corporate responsibility, community activities and volunteering programmes are discussed at Board meetings.
- Environmental matters are regularly considered by the Board.

How we engage across the Company
- Our people volunteered through our Community Champions programme, working to improve our communities and environment.
- We encourage every employee to spend at least two days a year of company time volunteering.
- We engaged with nearly 100,000 young people this year through our Wonderful Water Tour and education activities.
- Our employability scheme inspires our people and makes a real difference to people's lives.
- Regular engagement with Government officials and elected representatives on water and environment related issues.
- Our new Community Fund donates 1% of Severn Trent Water's profits over the next five years (over £10 million).

Link to our Business Model
Natural resources
Our customers and communities

Link to our Principal Risks
Risk 7

CUSTOMERS

In serving our customers, we want to provide both value and a great experience. Our consultation with customers helped our 2020-25 Business Plan to be fast-tracked by Ofwat.

What matters to them
- Customer service and performance
- Leakage and supply reliability
- Affordability and value for money
- Assistance in times of need
- Responsible investment

How we engage at Board Level
- Board members attend our Customer Challenge Groups.
- Customer Delivery performance is discussed at every Board meeting.
- Customer perceptions of value for money reported at every Corporate Sustainability Committee meeting.
- Extensive customer engagement in shaping our Business Plan.

How we engage across the Company
- Quarterly meetings with CCW at management level.
- Frequent discussion and consultation with the 15,000 strong online customer community TapChat.
- Quarterly tracking of customer perceptions against key indicators including trust and satisfaction.
- Our people supported around 70,000 customers who struggle to pay their bills, against an annual target of 50,000.
- We carried out 82,500 home water efficiency checks to help customers manage their consumption since 2015.
- We installed circa 35,000 new water meters during the year.
- We created a new customer panel to oversee how our Community Fund is distributed.

Link to our Business Model
Our customers and communities

Link to our Principal Risks
Risks 1 and 7

EMPLOYEES

Our greatest asset is our experienced, diverse and dedicated workforce. Our relationship with them is open and honest, and they are appropriately supported, developed and rewarded to be their best in all that they do.

What matters to them
- Health, safety and wellbeing
- Diverse and inclusive workplace
- Opportunities to reach full potential
- Open and honest environment
- Fair pay and reward

How we engage at Board Level
- The Chair, Non-Executive and Executive Directors attend the Employee Forum and feedback at Board meetings.
- Company purpose and culture, talent development and people strategy are discussed at Board meetings.
- Remuneration Committee reviews workforce policies and practices and makes recommendations to the Board.
- Board considers QUEST survey results and steps taken to address feedback.
- Directors meet employees at site visits, both during and outside of the Board meeting calendar, including at our Llwyn Onn Water Treatment Works where they observed water treatment processes first-hand and met the teams involved.

How we engage across the Company
- 70% of line managers trained in mental health.
- In addition to Board attendance, our Company Forum brings together around 20 employee representatives at quarterly meetings, including union representatives.
- Employee engagement survey ranked us in the top 5% of utility companies globally this year.
- All employee CEO roadshow, 'Journey to Patagonia', launched in March 2020.
- A large number of employees were engaged in developing our new Purpose and Values.

Link to our Business Model
Our people and culture

Link to our Principal Risks
Risk 7

SUPPLIERS AND CONTRACTORS

Along with our employees, our suppliers support us in delivering for our customers. Strong supplier relationships ensure sustainable, high quality delivery for the benefit of all stakeholders.

What matters to them
- Fair engagement and payment terms
- Collaboration
- Responsible supply chain

How we engage at Board Level
- Commercial performance is discussed at every Board meeting, including an update on relationships with suppliers.
- Members of the Board visited the site of our largest capital project, the Birmingham Resilience Programme, to observe progress first-hand, meet the teams and suppliers/ contractors involved.
- Our Chair met with key suppliers as part of her induction.
- Supplier representatives attend the Capital Markets Day and the Employee Forum alongside Executive Directors and Non-Executive Directors.
- Our Corporate Sustainability Committee regularly monitors progress on sustainability in our supply chain.

How we engage across the Company
- Regular meetings with our suppliers, including training on modern slavery, and Doing the Right Thing.
- Six half-day workshops were held with our contract managers, procurement and construction project managers.
- Sustainable Supply Chain Charter.
- We are committed to payment practices reporting and for the period ending 31 March 2020, the average time to pay was 29 days.

Link to our Business Model
Physical assets
Our suppliers and partners

Link to our Principal Risks
Risks 9 and 10

REGULATORS AND GOVERNMENT

The policy framework for the water sector in England and Wales is set by the English and Welsh Governments respectively. We seek to engage constructively and proportionally with Government to achieve the best outcomes for customers and the environment.

Below the policy framework, our industry is regulated by Ofwat and others. We agree commitments with our regulators and continually report our performance against these.

We work closely with our regulators to shape our industry to help ensure the right outcomes for customers and the environment.

What matters to them
- Outcomes for customers, the environment and long-term resilience
- Performance against regulatory targets
- Trust and transparency
- Governance and compliance
- Environmental impact

How we engage at Board Level
- To deepen Board level understanding of our Regulators, our Chair and Non-Executive Directors formally met with Ofwat five times during the year.
- Regulatory matters are regularly considered by the Board, including PR19 plans, Water Resources Management Plan and Scheme of Wholesale Charges.
- Regulatory stakeholders attend Board meetings and dinners, including from Ofwat, the Drinking Water Inspectorate ('DWI'), the Environment Agency ('EA') and the Consumer Council for Water ('CCW').
- Regulatory consultation updates are considered by the Board.

How we engage across the Company
- Regular meetings with our regulators at management level including, EA, Natural England, Ofwat, DWI and Defra.
- Regular engagement with Government officials and elected representatives on water and environment related issues.

Link to our Business Model
Our regulators

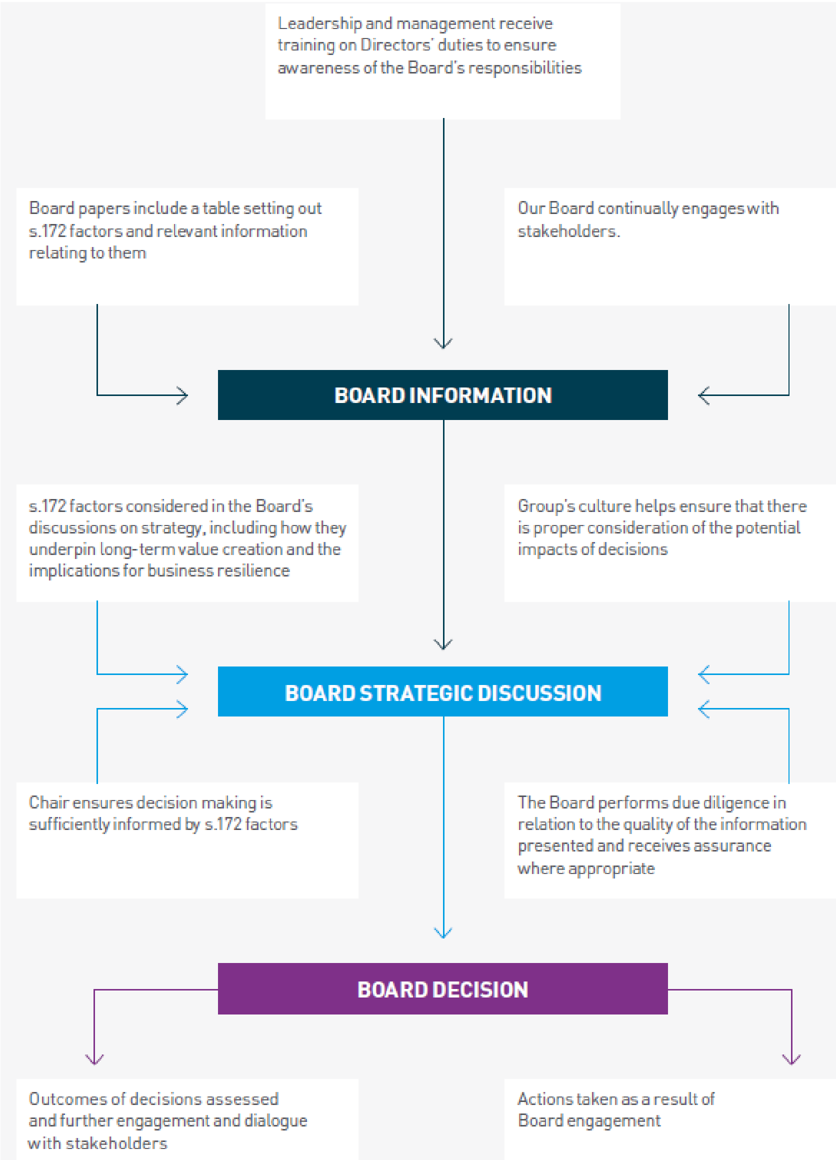
Link to our Principal Risks
Risks 2, 3 and 5

SECTION 172 STATEMENT

The principles underpinning s.172 are not something that are only considered at Board level, they are part of our culture. It is embedded in all that we do as a company. The differing interests of stakeholders are considered in the business decisions we make across the Company, at all levels, and are reinforced by our Board setting the right tone from the top.

Our s.172 Approach

Stakeholder engagement is central to the formulation and execution of our strategy and is critical in achieving long-term sustainable success. The needs of our different stakeholders as well as the consequences of any decision in the long term are well-considered by the Board. It is not always possible to provide positive outcomes for all stakeholders and the Board sometimes has to make decisions based on the competing priorities of stakeholders. Our stakeholder engagement processes enable our Board to understand what matters to stakeholders and carefully consider all the relevant factors and select the course of action that best leads to the high standards of business conduct and success of Severn Trent in the long term. Our approach to s.172 is set out below and provides examples of decisions taken by the Board and how stakeholder views and inputs as well as other s.172 considerations have been considered in its decision making.



SOCIAL TARIFFS AND PRIORITY SERVICES FOR CUSTOMERS

Section 172 Considerations

Consideration of s.172 impacts by the Board in its decision making

The Board invited the Consumer Council for Water ('CCW') to attend the October 2019 Board meeting to receive direct observations on the Company's performance from CCW's perspective. The Board considered the feedback from CCW in relation to Severn Trent's improved customer engagement and the trends in awareness of social tariffs and priority services.

Customers
The Board carefully considered CCW's views on awareness of social tariffs and priority services and discussed water poverty in the region and vulnerable customers. Additional customer insight was gained from our CCGs and direct customer feedback received by management and the Board.

Regulator: CCW
The CEO provided feedback to the Board following a half day meeting with the CEO and Chairman of CCW, where they had discussed progress made on supporting vulnerable customers and the new stretching targets set by the Company.

Workforce
Our workforce places a high emphasis on Severn Trent's contribution to society as a whole, including the work we do to support vulnerable customers. This was highlighted and considered by the Board through the annual QUEST survey and in direct discussion with employees at the Company Forum. Ensuring that our workforce is proud and inspired to work for Severn Trent is a key consideration for the Board.

Outcomes and Actions

The Board agreed that an update on the AMP7 strategy in respect of social tariffs and priority services should be considered further by the Corporate Sustainability Committee, with an update being provided to the Board on this important topic.

We supported around 70,000 customers who struggle to pay their bills, against an annual target of 50,000. We have carried out 82,500 home water efficiency checks to help customers manage their consumption since 2015 and installed circa 35,000 water meters during the year.

Key
- likely consequences of decisions in the long term
- the interests of the Company's workforce
- the need to foster relationships with suppliers, customers and others
- impact of operations on the community and environment
- high standards of business conduct
- the need to act fairly between members of the Company

TECHNICAL SKILLS DEVELOPMENT AND THE SEVERN TRENT ACADEMY

Section 172 Considerations

Consideration of s.172 impacts by the Board in its decision making

The Board carefully considered the Academy and the role of the Company in developing the right skills for the future to support delivery of the Group's performance commitments and contribution to wider society. The impact of the Company's operations in the community and the positive role it could play in the promotion of social mobility, training and employment were pivotal to the Board's decision.

Workforce
Employees will be able to easily access the learning they need, and navigate clear career paths where they aspire to develop further. Engaging and retaining our workforce was a key consideration for the Board. The Board also considered the high emphasis that the workforce place on training and development, identified through the annual QUEST survey and in direct discussion with employees at the Company Forum.

Long-term Success of the Company
Developing the right skills for the future is key to ensuring that the Company can deliver its performance commitments in the long-term and mitigate the emerging risk identified through our ERM process in relation to shortage of STEM expertise within the labour market and future talent pipelines.

Environment and the Community
Engagement with the community on the proposed location for our Academy building, including local customers and schools. The building specification is targeting a BREEAM (Building Research Establishment Environmental Assessment Method) standard of 'Very Good'.

Suppliers, Customers and Other Stakeholders (including Regulators)
The Academy will foster positive relationships between suppliers, customers and other stakeholders, including public and not-for-profit organisations such as the Ministry of Defence and Fire Service. Conferencing space will be offered to SMEs and local suppliers in our region at cost as well as our regulators – Ofwat, DWI and the EA.

We are a signatory to the Prompt Payment Code ('PPC') and only work with organisations who respect our Sustainable Supply Chain Charter.

Outcomes and Actions

The Board agreed that the next stage of the Group's strategy would involve the development of a suite of skills based training and the utilisation of new technology in delivering training.

DRINKING WATER QUALITY

Section 172 Considerations

Consideration of s.172 impacts by the Board in its decision making

The Board invited the Drinking Water Inspectorate (the 'DWI') to attend the November 2019 Board meeting to receive direct feedback on the Company's performance from the DWI's perspective as it does every year.

Customers
The Board considered carefully the DWI's views on the Company's commitment to water quality, noting the improvements which have been made over the last five years and the areas of continued focus. Additional customer insight was gained from our CCGs, and direct customer feedback received by management and the Board.

Regulator: DWI
The DWI's Chief Inspector provided feedback to the Board in relation to Severn Trent's improved performance in closing down DWI recommendations and notices and positive outcomes delivered for stakeholders.

Workforce
Our workforce places a high emphasis on opportunities for growth, development and rewarding careers. The DWI outlined that the Severn Trent Academy was a very positive development in achieving this and presented an opportunity to promote the awareness of water quality regulations in training courses.

Outcomes and Actions

The Board agreed it would receive DWI specific performance updates moving forward and that these would cover DWI focus areas, including: responses to customer feedback; long-term security of supply chain for chemicals; water discolouration issues; contractor management; and risk assessment methodologies.

The Board agreed that the Academy's syllabus would include water quality regulations.

ACHIEVING OUR AMP6 STRATEGIC OBJECTIVES

In our 2019 Annual Report and Accounts we outlined our areas of focus for 2019/20 against our five strategic priorities. In this final year of our current business planning period (Asset Management Period 6 or 'AMP6'), we update on the further progress we have made.

As explained in our CEO's review, during the year we decided to move away from our previous strategic framework and place our purpose, 'Taking care of one of life's essentials', at the heart of our strategy. Our Business Plan outcomes set out our priorities for the next five years of AMP7 and we have structured our Performance review around these outcomes to enable consistency as we move into the new AMP.

BUILDING BLUE GREEN FLOOD-RISK INFRASTRUCTURE IN PARTNERSHIP

Flooding can be very distressing for customers, but the causes are often complex and require different responsible authorities working together to find a solution.

Severn Trent Water has worked with Nottingham City Council and a range of funding partners to tackle flood risk in the Day Brook area of the city. In this Nottingham City Council led multi-faceted scheme, nature-based solutions twinned with capital investment were used to not only reduce the risk of flooding for 160 properties in the area, but also boost biodiversity and create new green spaces for the local community to use.

Severn Trent Water's contribution included the refurbishment of an existing pumping station and ponds which created new capacity and resilience, as well as facilitating the diversion of existing sewer outfalls to allow the re-naturalisation of a river channel – enhancing amenity, aesthetics and biodiversity of the area.

The experience we are gaining through this mode of partnership working to deliver multiple benefits, will be an important part of our approach to flood risk during AMP7.

EMBED CUSTOMERS AT THE HEART OF ALL WE DO

We'll improve the way in which customers engage with us through improved insight and understanding of what's important to them.

Areas of focus for 2019/20

- Providing a service that is affordable for all and support our financially vulnerable customers.
- Maintaining the lowest bills in England (Severn Trent Water) and Wales (Hafren Dyfrdwy).
- Delivering on the things that matter most to our customers as measured by customer ODIs.
- Further improving our incident management capability to ensure we can maintain an uninterrupted supply of clean water to our customers.

Our progress in 2019/20

- We continued to offer a range of support options to our financially struggling customers, with some 70,000 this year benefitting. This is an increase from previous years and puts us in a great place to deliver the commitments next year. As in previous years we donated £3.5 million to the Severn Trent Trust Fund – an independent charity that supports people in financial need across our region.
- Severn Trent Water continued to offer the lowest bills in England and Hafren Dyfrdwy the lowest bills in Wales. Both companies will continue to offer some of the lowest bills throughout AMP7.
- Further year-on-year improvements in measures that matter to customers like supply interruptions, water quality complaints and leakage whilst completing our multi-year investment programmes that deliver significant environmental benefit.
- Our new Network Response team is enabling us to respond more quickly and effectively when our customers are affected by issues like supply interruptions.

DRIVE OPERATIONAL EXCELLENCE AND CONTINUOUS INNOVATION

We'll build a smarter water and waste water network, develop our business intelligence and simplify our cross business processes.

Areas of focus for 2019/20

- Retaining our strong performance on waste, while making improvements on retail and water service.
- Delivering our environmental commitments including on the Water Framework Directive and biodiversity.
- Retain a minimum of targeted assurance and all measures assessed as 'minor amends' or above.
- Sharing best practice with other companies so all customers across England and Wales can benefit from the improvements we've delivered in our region on external sewer flooding.

Our progress in 2019/20

- While we have had a challenging year in some areas of waste performance including sewer flooding (which was in part impacted by prolonged periods of severe weather), we have continued to drive improvements in our water service in particular with a number of areas of investment focus now translating into improvements for customers.
- We have outperformed both our Water Framework Directive and biodiversity commitments, improving 1,600 km of river across our region, and improving 224 hectares of biodiversity in SSSIs in to favourable condition. This helps to make an important contribution to our region's natural environment.
- While Ofwat no longer assesses the quality of companies' assurance processes, we have continued to build and improve our tried and tested risk-based approach throughout the year.

INVEST RESPONSIBLY FOR SUSTAINABLE GROWTH

We'll develop an effective strategy which optimises our regulated asset base whilst creating new growth opportunities for the future.

Areas of focus for 2019/20

- Promoting a more sustainable way of working which looks beyond traditional end-of-pipe solutions (including our partnership working and sustainable sewage treatment commitments).
- Developing the World Water Innovation Fund to help find new ways of working and to leave a lasting water legacy for future generations.
- Continuing to progress our understanding of the impact of climate change on our long-term service delivery, using the UK Climate Projections 2018 published by the Met Office.

Our progress in 2019/20

- We have outperformed our target for partnership working on flooding, completing 26 schemes over the AMP and have delivered two innovative approaches to improve sewage treatment capacity – setting new precedents for sustainable ways of working in AMP7. This includes being the first waste treatment company in Europe to pioneer the technology.
- The World Water Innovation Fund continues to go from strength to strength, with two new members joining this year and seven live trials underway.
- Following the publication of the latest climate scenarios (UKCP18), we have updated our future water resource scenarios and are on track to deliver our next report on climate change adaption to Defra in the Autumn of 2020.

CHANGE THE MARKET FOR THE BETTER

We'll embrace the market opening in the UK and explore opportunities for growth in new water markets.

Areas of focus for 2019/20

- Working progressively with Ofwat to finalise the PR19 outcome.
- Delivering our ambition of 50% self-generation.
- Progressing the development of regional water trading solutions, including the North to South interconnector.

Our progress in 2019/20

- We continued to work with Ofwat as it concluded the PR19 process and formally accepted the outcome in January and February 2020 for both our licensed companies.
- At 51%, we exceeded our ambition of generating the equivalent of 50% of our energy needs. We've also delivered the first of our commitments from the Triple Carbon Pledge with 100% of our energy coming from renewable sources.
- We continued to progress development of the North to South interconnector and welcomed the inclusion of these important feasibility stages in Ofwat's final PR19 decisions.

CREATE AN AWESOME PLACE TO WORK

We'll create a culture of empowerment and accountability with a focus on skills, talent and career development.

Areas of focus for 2019/20

- Delivering an improvement in our safety performance through focused interventions.
- Maintaining our commitment to the wellbeing of our colleagues.
- Continuing to implement improvements identified by our QUEST engagement.
- Developing an exciting and innovative syllabus for our new Training Academy.

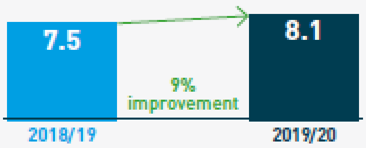
Our progress in 2019/20

- We have continued to focus on colleague health, safety and wellbeing. In each quarter of the year we have focused on one of the four key hazards that causes the most harm and have seen success in this approach with a 25% reduction in all driving accidents from the preceding nine months.
- We're constantly looking at new and innovative ways of raising awareness and delivering training such as virtual reality manual handling.
- We continue to provide mental health awareness training.
- We've continued to implement feedback identified by our QUEST engagement and have seen like-for-like engagement scores go up from 62% to 71% in the year. For example, we've made our pay and reward structure much more transparent we've also built on our work on diversity and inclusion with the continued growth of our Allies programme.
- We have made significant progress in the development of our new, immersive, learning solutions using virtual reality capability. This will be a vital complement to our hands-on technical and experiential skills training in the new training Academy.

KEY PERFORMANCE INDICATORS

The Key Performance Indicators (KPIs) set out below represent financial and non-financial measures which we will use from this year, and throughout the next regulatory period (2020-25), to track our performance as we deliver our purpose and the Business Plan outcomes we have committed to our customers and communities.

A COMPANY YOU CAN TRUST

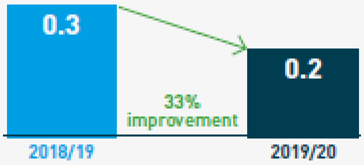


Employee engagement (Score out of 10)

This year we introduced a new employee engagement survey which saw an amazing 92% of our colleagues giving feedback.

We had a fantastic level of engagement with Severn Trent scoring 8.1 and Hafren Dyfrdwy 8.0 out of 10. Year-on-year this is around a 9% improvement.

The results put us in the upper quartile of all companies in the UK and, even better, in the top 5% of utilities across the world.



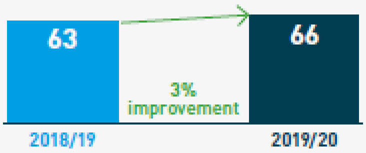
Lost time incidents (per 100,000 hours worked)

We strive to ensure that all of our colleagues can return home safely at the end of the day. The aim is always Goal Zero, bringing the number of colleagues who are unable to work because of injuries down to zero.

Despite one of our biggest years of capital investment, and some of the most difficult operating conditions on our networks, we've seen a 33% improvement year-on-year.

But this isn't the end of our journey to Goal Zero and we'll continue to make changes to our approach and behaviours to ensure all of our colleagues return home safely at the end of the day.

LOWEST POSSIBLE BILLS

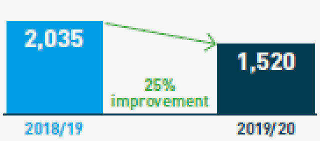


Value for money [2] (Percentage)

For the last decade we've had the lowest bills in the industry – and in 2019/20 we had the lowest bills in both England and Wales. But low bills don't always mean we're considered as offering value for money.

This metric tracks our customers' opinions of the service we offer through quarterly surveys, undertaken by independent experts. Value for money is a combination of the bill level, the customers' perception of the service they receive and the way we contribute to wider society. This year we've seen a 3% improvement in this metric, and a huge 9% improvement over the last five years. We're committed to continue to measure value for money until at least 2025.

A POSITIVE DIFFERENCE

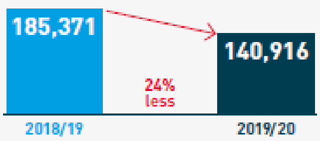


Public sewer flooding [2] (No. incidents)

This year we have introduced a new measure for our customers in England which expands our coverage of sewer flooding to include public open spaces and highways. We believe we are the first water company in England to measure sewer flooding in this way.

We introduced the measures following feedback from our customers who told us to look more at our wider impact on society and seek ways to address this.

This is the first year we have focused our activities on this area and we've seen a 25% reduction year-on-year.



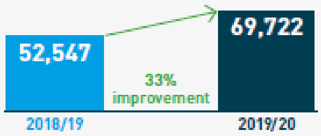
Education Programme (No. of people reached)

Our performance has remained on track against our ODI targets for 2018/19 and 2019/20, and we exceeded our five-year target by more than 15%.

We also introduced our more immersive Wonderful Water Tour in 2019/20 that is targeted at Key Stage 2 children in schools. It was introduced in preparation for the new AMP7 ODI target that measures the number of behaviour commitments instead of number of engagements.

The number of engagements has decreased slightly year-on-year because the Wonderful Water Tour is more in-depth and resource intensive.

A SERVICE FOR EVERYONE

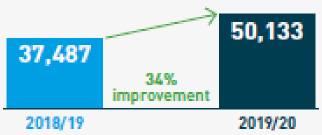


Help When You Need It [2] (No. of customers)

Sometimes our customers need our help to balance their bills – when they do we offer a wide range of support schemes which are collectively measured by our 'Help when you need it' indicator.

Our help includes payment matching, payment holidays, bill reviews and the Severn Trent Trust Fund. Each scheme is designed to meet the needs of different customers and their unique challenges.

We aim to significantly expand the scheme further over the next five years and we have made an early start this year, as seen by an increase in the number of customers helped by 33%.

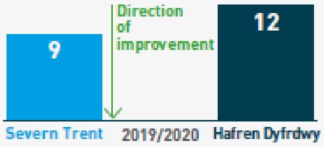


Priority Services Register (PSR) [2] (No. of customers)

We understand that our vulnerable customers need more support and help in different ways and we make sure we understand how to do this most effectively using our Priority Services Register ('PSR'). We are working with colleagues in the energy sector to share PSR data in order to increase our awareness of vulnerability within our region, and continue to run social media and bespoke campaigns to highlight our services to all of our customers.

During the last year we have grown our PSR by over 12,600 customers to 1.2% of our customer base. Over the next five years we are looking to increase this further and support over 400,000 customers by 2025.

AN OUTSTANDING EXPERIENCE



Customer Measure of Satisfaction (Index)

For 2020/21, Ofwat has introduced a new measure of satisfaction for customers.

It combines both quantitative performance metrics and a qualitative element based on customer surveys.

The metric is reported as an index out of 100, with financial incentives based on our relative position to the median company and the frontier or laggard company.

The measures has been run as a shadow measure for 2019/20 and we expect to outturn around the median for Severn Trent Water.

Developer Measure of Satisfaction (Index)

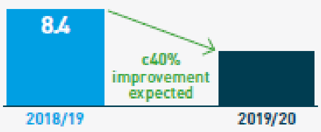
For 2020/21 Ofwat has introduced a new measure of satisfaction for developers.

It combines both quantitative performance metrics and a qualitative element based on customer surveys.

The metric is reported as an index out of 100, with financial incentives based on our relative position to the median company and the frontier or laggard company.

The measures has been run as a shadow measure for 2019/20 but the final position has not yet been confirmed. However, we expect to outturn in the upper quartile for the industry.

GOOD TO DRINK

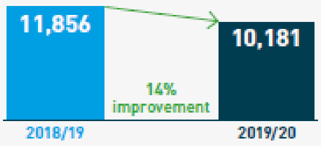


Compliance Risk Index[2] (Index)

The Compliance Risk Index (CRI) is the new measure of water quality as measured by the Drinking Water Inspectorate. It has replaced the previous measure, mean zonal compliance (MZC).

Our final position in England for 2019/20 has not yet been confirmed, however, we expect to see around a 40% improvement year-on-year.

This improvement has been driven by an end-to-end review of our process to identify and remove higher risk points of failure. Where we do have issues, we also ensure our response is robust to protect customers and learn lessons for the future.



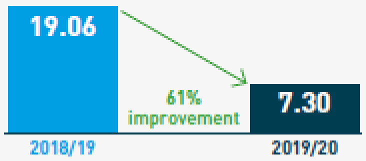
Drinking water quality[2] (No. of complaints)

Over the past five years we have been transforming our approach to improve the quality of our water's appearance, taste and odour. This measure focuses on the number of complaints we receive from our customers in line with the Drinking Water Inspectorate's reporting.

We've seen a fantastic 14% improvement in the year, this is in addition to the 18% improvement we've already seen over the last two years. Much of the improvement is a result of the improved cleansing and flushing programme as well as improved raw water quality.

We haven't quite delivered the standards our customers expect this AMP, so we're retaining this measure until at least 2025.

WATER ALWAYS THERE

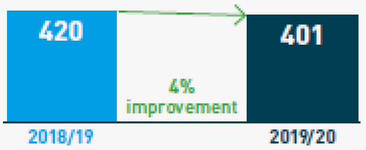


Supply interruptions[2] (No. of minutes)

Delivering a continuous supply of water is what we do. We measure this by tracking the number of minutes, on average, a customer is without water each year. This includes all interruptions that last more than three hours no matter the cause.

Over the past 12 months we've transformed our approach for our customers in England, which has resulted in more than a 60% year-on-year improvement. We've calmed the network to reduce the risk of bursts, innovated with new technology to speed up repairs and expanded our fleet allowing us to respond in a more agile way.

We're ambitious and aim to reduce the measure to five minutes or less by 2025.



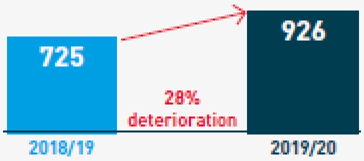
Leakage[2] (Megalitres per day)

Leakage is one of our most important measures – how we perform can greatly influence our customers' perception of us. We report leakage as the average volume of water we lose from the network each day.

Over the last five years we had a commitment to reduce leakage by 6% in our English operating area. In the last year alone we've reduced leakage by 4%, resulting in a fantastic 10% reduction over the period.

Our approach has included a mix of increased monitoring, improved data analytics and innovative approaches including satellite technology. But we're not stopping there, we're committed to deliver at least another 15% reduction over the next five years.

WASTE WATER TAKEN SAFELY AWAY

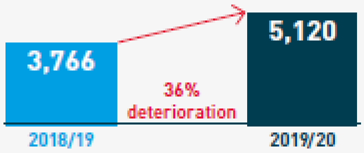


Internal sewer flooding [2] (No. of incidents)

Sewer flooding inside the house, including cellars and attached garages, is the worst service failure our customers can experience. It occurs when the capacity of the sewer becomes overloaded and backs up through the drains.

Many of our sewers also collect rain water. The severe weather we have experienced over the last 12 months has led to our sewers being fuller than normal, leading to more incidents than normal and a 28% increase from last year.

Over the past five years we've made significant improvements to reduce the risk of sewer flooding. Looking forward we intend to make a further step change and widen the scope of flooding to include public open spaces.



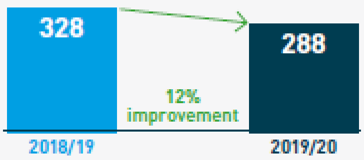
External sewer flooding [2] (No. of incidents)

Sewer flooding outside the house, on drive ways, garden and external buildings, is one of the worst service failure our customers can experience. It occurs when the capacity of the sewer becomes overloaded and backs up through the drains.

Many of our sewers also collect rain water. The severe weather we have experienced over the last 12 months has led to our sewers being fuller than normal, leading to more incidents than normal and a 36% increase from last year.

Over the last five years we've reduced the number of incidents by around 50%; our ambition for the future is to return to and exceed our best ever levels of performance.

A THRIVING ENVIRONMENT

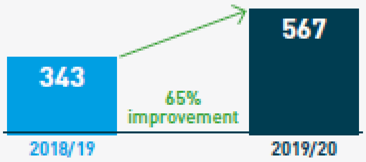


Pollutions incidents [2] (No. of incidents)

Protecting and improving the environment is one of our customers' top priorities. When sewage escapes from our network it can damage the environment, these are known as pollution incidents.

In the last 12 months we've reduced the number of category 3 (minor) incidents by 12% to our lowest level in a decade.

But we know there is still more to do, that's why we've committed to aim for a 50% reduction in the total number of incidents by 2025. We'll achieve this in part by improving our understanding of our network through improved telemetry, allowing us to respond before an issue impacts the environment.



Biodiversity [2] (No. of hectares of SSSIs)

Improving the environment through changes in the biodiversity of our region is a real priority for us. One way we can track this is the number of hectares of sites of special scientific interest (SSSIs) in our region that are considered to be favourable by Natural England.

This year is the culmination of a five-year programme to improve over 200 hectares of land within our English operating area.

Looking forward we have a big ambition to improve the biodiversity of 5,000 hectares of land, not just SSSIs, by 2027.

Our Financial KPIs

Group Turnover

£1,714.6m (2018/19: £1,673.1m)

STW Group Profit before interest and tax[1]

£546.7m (2018/19: £557.7m)

STW Group Underlying profit before interest and tax

£546.7m (2018/19: £567.3m)

1 See note 41 to the financial statements.

MARKET AND INDUSTRY OVERVIEW

In a year of important global, political, regulatory and company milestones, Severn Trent has maintained focus on supporting our customers and communities, demonstrating our commitment to our social purpose.

A total of 17 regional businesses supply water services to over 50 million household and non-household customers in England and Wales. 11 of these, including Severn Trent Water Limited and Hafren Dyfrdwy Cyfyngedig, provide water and waste water services; the remaining six provide water only. This year marked the 30th anniversary of the privatisation of the water industry in England and Wales. Following nearly £160 billion of investment over three decades, customers are now five times less likely to be affected by a supply interruption and eight times less likely to be affected by sewer flooding. Leakage has been reduced by a third and bills have stayed broadly stable in real terms since 1994.

Although our industry has achieved much to be proud of over the last 30 years, at the close of 2019/20 our focus turned to playing our part as our nation faced its toughest challenge of recent years.

Supporting our customers and communities during COVID-19

The COVID-19 pandemic that emerged over the course of the last quarter of 2019/20 is unprecedented. As a provider of an essential public service, we have a vital role to play and have first and foremost worked to protect our core services and the people who deliver them. With established business continuity plans, we have quickly responded to Government advice and our dedicated people, systems, and processes have proved adaptable to this continuously changing operating environment.

Protecting our core service is vital, but there is also more we can do to support the people and communities we serve. As our customers enter uncertain times, many may be vulnerable as a result of a change in their financial or medical circumstances. We worked to promote our financial support initiatives for those struggling to pay their bills, including the WaterSure scheme for those on low incomes and our Big Difference Scheme, which offers bill discounts of 10%-90% for eligible customers. We are making sure our vulnerable customers know we are there for them with targeted communications and support through our Priority Services Register.

We also recognise that many of the third sector organisations that support our vulnerable customers are facing challenges too. So we have established a COVID-19 £1 million emergency fund to support non-profit organisations and charities helping those affected by COVID-19, with over £500k already donated to 200 organisations.

Ready for AMP7

While COVID-19 emerged as a critical issue in the final quarter, uncertainty around Brexit had dominated much of the national conversation over the first three-quarters of the year, culminating in a General Election in December. For the water industry, this meant further political debate about ownership models.

We continued to be active advocates of our industry’s achievements, citing independent analysis that showed that in five out of six key measures of performance – including water quality, customer service and costs – the English and Welsh water industry was either the top performer or the most improved in Europe.

This year also marked another significant milestone in our industry’s future as Ofwat made its final decisions on companies’ business plans for Asset Management Period 7 (‘AMP7’) covering 2020-25. As a ‘fast-tracked’ company we received an early endorsement of our plan in January 2019 which provided us with the certainty needed to progress our readiness for AMP7. While Ofwat consulted on its initial decisions over the course of 2019, we were actively engaged and in late January and early February 2020 accepted Ofwat's Final Determinations – more detail on our business plans is included on page 41.

Looking to the next 25 years

With a planning horizon of over 25 years, as an industry we must all now tackle climate change, population growth and volatile weather patterns – as well as maintaining the trust of the people we serve in the face of these challenges.

Innovation and collaboration will be critical to the sustainability of our industry. Last year we launched a new model of innovation for our sector – the World Water Innovation Fund – committing to an investment of £5 million over five years. Almost a year on, and now with 12 members, the Fund covers 60 million customers, 240,000 km of pipes and 40,000 water industry experts. There are seven live trials currently ongoing, focusing on new ways to tackle leakage, pollutions, water quality, supply interruptions and drinking water discolouration.

Ofwat announced its intention to create a further fund to drive transformational innovation in the English and Welsh water industry during the year. This welcome development will provide another source of collaboration and funding, some £200 million during 2020-25, for innovation that focuses on the industry's shared challenges.

There were also important moves towards creating greater national resilience against droughts. Over the next five years, nine companies including Severn Trent will work on the development of 17 projects to allow greater flexibility to move water resources between regions. Our involvement includes a ground-breaking development to move water from the North West to the South East via the River Severn and a new pipeline. The project will be 'shovel ready' by 2025.

WORKING WITH OUR REGULATORS AND STAKEHOLDERS

As a provider of an essential public service we work within a wide-ranging regulatory framework.

Our regulators' areas of responsibility

POLICY	Department for Environment Food & Rural Affairs; Llywodraeth Cymru Welsh Government	The Department for the Environment, Food and Rural Affairs ('Defra') in England.
REGULATION AND REPRESENTATION	CCW	The Consumer Council for Water ('CCW') speaks on behalf of water consumers in England. It provides advice to consumers and takes up complaints on their behalf.
	Ofwat	Ofwat is the economic regulator for the industry in England. Ofwat principally exercises its duty to protect the interests of customers through periodic reviews of charges ('price reviews') every five years.
	dwi	The Drinking Water Inspectorate ('DWI') independently checks that water supplies in England are safe and that drinking water quality is acceptable to consumers.
	Environment Agency	The Environment Agency ('EA') allows us to collect water from reservoirs, rivers and aquifers and return it to the environment after it has been used by our customers and treated by us.
	NATURAL ENGLAND	Natural England advises the Government on the natural environment in England and helps to protect nature and the landscape, especially for plant and animal life in both fresh water and the sea.

We also work with a range of other regulators including the Health and Safety Executive to manage risk and ensure that the health and safety of our employees, customers and visitors is preserved.

OUR BUSINESS PLAN FOR 2020-25

Our plan for the next five years is ambitious, innovative and keeps our purpose at its core.

A fast-tracked plan

Severn Trent Water's plan was developed over three years as part of a process (called 'Price Review 2019' or 'PR19') to set price and revenue controls, performance commitments and customer outcome delivery incentives ('ODIs').

Ofwat's initial assessment of Severn Trent Water's plan in January 2019 was very positive. We were one of just three companies awarded 'fast-track' status which we see as a firm endorsement of our high standards of governance, the sustainability of our business and our focus on customers and communities.

PR19 is a consultative process, so we had the opportunity to engage with Ofwat as it published further detail on its decisions, in April 2019. By seeking to find the most effective means to achieve shared aims with Ofwat, although the weighted average cost of capital (WACC) was reduced for the industry as a whole, we were able to secure a greater totex allowance, de-risked cost uncertainty relating to business rates, and created a stronger package of incentives, when Ofwat published its final decisions (the 'Final Determination').

We accepted Ofwat's decision and are now fully focused on delivering our plans.

Putting people and society first

Our Severn Trent Water plan was shaped by the largest engagement exercise we have ever coordinated, consulting with 32,000 customers and considering a further 1.9 million customer views. As part of this we established new methods of listening to our customers, such as our online community 'TapChat', which enabled customers to give us rapid feedback on our proposals. It is a channel that we continue to use today to shape our services and communications.

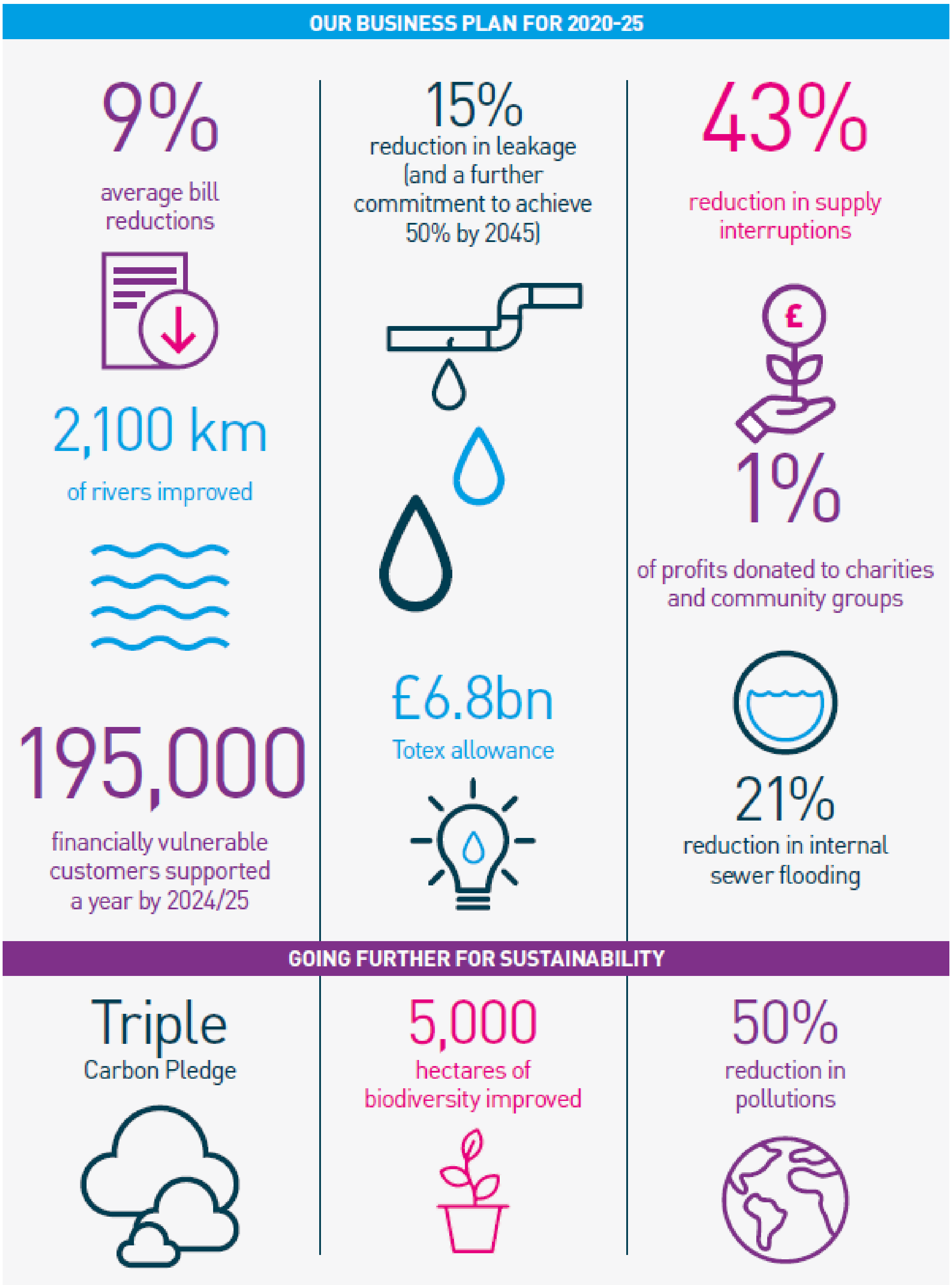
Consistent with what our customers told us, our plan aims to not only deliver further ambitious improvements in the core service that they rely on, but also deliver more for the communities and natural environment that we all live and work in. So while we are delivering a 43% reduction in supply interruptions, a 15% reduction in leakage and resolving 95% of pressure issues first time, we will also be helping 195,000 financially vulnerable customers a year by 2024/25, playing our part to improve 2,100 km of river, and creating £0.6 million of new natural capital by installing sustainable drainage solutions in local communities.

Going further for sustainability

This year we expanded on our plans with a specific lens on sustainability. Over the next five years we will be investing £1.2 billion towards sustainable approaches and outcomes, and we announced our ambition to go even further for sustainability in a number of areas including:

- boosting biodiversity across 5,000 hectares by 2027;
- reducing pollutions by 50% by 2025; and
- achieving the Triple Carbon Pledge by 2030.

More detail is included in our first dedicated Sustainability Report (which can found on our Severn Trent Plc website).


OUR BUSINESS PLAN FOR 2020-25
9%
average bill reductions
2,100 km
of rivers improved
195,000
financially vulnerable customers supported a year by 2024/25
15%
reduction in leakage (and a further commitment to achieve 50% by 2045)
£6.8bn
Totex allowance
43%
reduction in supply interruptions
1%
of profits donated to charities and community groups
21%
reduction in internal sewer flooding
GOING FURTHER FOR SUSTAINABILITY
Triple
Carbon Pledge
5,000
hectares of biodiversity improved
50%
reduction in pollutions

PERFORMANCE REVIEW

Our Regulated Water and Waste Water business includes the wholesale water and waste water activities of Severn Trent Water Limited and its retail services to household customers, and Hafren Dyfrdwy Cyfyngedig.

As this year marks the close of the AMP6 investment period we have looked back across the full five years of 2015-20, as well as performance in 2019/20.

A COMPANY YOU CAN TRUST

Our stakeholders expect us to be a company that not only delivers on its commitments, but also considers how it delivers those commitments – being honest about progress along the way.

Living our values

Our Purpose and Values set the cultural tone of our organisation, guide our behaviours and express the intent behind what we do. This year we undertook a consultative project involving people from across our organisation – from the front line of our operations to our Board – to re-articulate our Purpose and Values in a way that would be meaningful and inspiring for everyone. More detail is on page 14.

Strong employee engagement

A happy and motivated workforce is vital to securing the trust of our customers and other stakeholders - so we were delighted with this year's QUEST engagement score of 8.1 out of 10 which placed us in the top 5% of global utilities. More detail on employee engagement is included on page 22.

Involving our customers

Our commitment to including customers in our decision making has not ended with our PR19 plan. Our online community of almost 15,000 customers – 'TapChat' – has taken part in 25 discussions this year on wide-ranging topics from delivering our social purpose to roadworks. The community is a valuable critical friend that together with our ongoing customer tracking research and growing data analytics capability – including social media tracking – helps to bring the customer perspective into our daily decision making.

Cementing our commitment

As stewards of an essential public service, we recognise that our commitment to social purpose cannot be short term. This year we consulted with our stakeholders to understand their expectations of a socially purposeful company. We also asked Ofwat to introduce a new condition to our licence to make us legally accountable. If accepted by Ofwat, this binding undertaking will not only embed our commitment to making decisions for the long term for today's Board and employees, but also future generations of Severn Trent people.

A POSITIVE DIFFERENCE

Because of the unique nature of what we do – a service that literally flows right through communities – we can make changes right across our value chain that add up to a big difference for our communities.

Inspiring a generation

This year we have continued the roll-out of our innovative schools programme, which aims to inspire school children by immersing them in a virtual world that reinforces the value of water, responsible sewer use, and the importance of hydration in health. During 2019/20 we reached over 100,000 children, which together with our ongoing customer engagement has helped us to reach over 800,000 people across the five years. Over the next five years we want to inspire another generation of water users and are aspiring to reach 500,000 school children.

Promoting hydration while reducing plastic use

Concern about plastic use is front of mind for many of our customers, and we are well placed to help reduce the need for single-use plastic water bottles by making tap water more accessible. Over the last year we have helped to sign up around 600 businesses (making a total of 2,300 in our region by March 2020) as part of the national Refill scheme to display a blue sticker welcoming anyone passing by whose water bottle is running low to call in and fill up for free.

An international contribution

This year we moved into a new phase of our 39-year partnership with WaterAid – a charity that provides clean water and sanitation to overseas communities in need – with a five-year project working to help 100,000 households within the Assasuni region of Bangladesh. This is a new model of working with WaterAid, focusing on a specific geographical area. Through the project not only will much needed sanitation infrastructure be provided, but other opportunities will also be created including the empowerment and training of 80 women to run reverse osmosis treatment plants.

Volunteering to support our communities

In 2019/20 nearly 1,500 of our employees volunteered to support their local communities. We hosted over 130 events across the region, planting 2,800 trees and plants, remove 500 bags of litter and clean up 47 km of riverbank.

LAUNCHING OUR £10 MILLION COMMUNITY FUND

The new Severn Trent Community Fund is providing grants to projects that support the wellbeing of communities across three categories – people, place and environment. Funded from 1% of Severn Trent Water's profits, the grants range from £2,000 for smaller local projects to £250,000 for inspirational projects that have the potential to transform communities.

With decisions made by an independent customer panel, and totalling around £10 million over the next five years, the fund will provide a much needed boost to the declining grant making landscape in our region. In April we ring-fenced £500,000, part of a total Severn Trent commitment of £1 million, to allocate to charities supporting vulnerable customers in the wake of the COVID-19 pandemic.

LOWEST POSSIBLE BILLS

We are always looking for efficiencies and opportunities to innovate to keep our bills as low as possible.

Lower bills, more value

Ofwat ranks Severn Trent amongst the most cost-efficient companies in the water industry which is helping to keep our bills low – in 2019/20 and over the last 10 years we have had the lowest combined bills in England. Our customers' perceptions of value for money have also improved – reaching 66% at the close of the AMP, compared with 57% in its first year. And we will continue to offer one of the lowest bills in AMP7, as we deliver a 9% real reduction over the five year period.

Sustainable investment

Making the right investment choices now ensure our assets continue to deliver the service levels that our customers want, and by making sure we invest efficiently, also keeps bills affordable – for today's customers and future generations. In 2019/20 we invested over £760 million in our asset base, as well as a further £145 million in renewing our water and sewer network. This year marked the completion of our £300 million Birmingham Resilience Programme and schemes to improve river water quality that helped us to outperform our Water Framework Directive performance commitment.

We also launched our Sustainable Finance Framework which aims to provide a stronger link between the way we raise money and the benefits we deliver to communities and the environment.

Achieving efficiencies responsibly

As a socially purposeful company, we believe cost savings must be achieved responsibly. This year we were accredited by the Living Wage Foundation, and have made the Living Wage a mandatory term in all future contracts. We expect all of our suppliers to sign up to our Sustainable Supply Chain Charter, committing to upholding the same values expected of our colleagues.

SUSTAINABLE SEWAGE TREATMENT

Our industry has historically relied on tried and tested investment solutions to meet higher environmental standards and growth pressures. Our sustainable sewage treatment customer ODI rewards us for finding innovative alternatives to build capacity – two schemes have qualified this year.

In a UK first, our installation of a pre-treatment phase at our Rugby works, using BioMag® technology, has added 25% capacity and will allow us to accommodate forecast growth for much lower installation costs than a traditional solution. And, at our Finham works, we have used a novel combination of different technologies in our activated sludge processes to increase capacity by 33%.

A SERVICE FOR EVERYONE

We want everyone to access and afford our service, no matter what their circumstances.

Improving affordability

The proportion of our customers who tell us they find their bill unaffordable has fallen from 16% in 2014/15 to 9% this year. This change is welcome, but for such an essential service, we know we have to do more. By 2024/25 we want to help 195,000 customers a year with their bills, and as part of our industry's public interest commitment we will go even further by 2030 by eradicating water poverty which exists when water bills represent 5% of an individual's disposable income.

This year around 70,000 customers benefited from financial support and advice, the majority of which c.50,000 were on our social tariff. And we worked to improve the service experience of those we support by enabling auto-renewals for our social tariff and reducing the application processing time for Water Direct (a scheme administered in partnership with the Department for Work and Pensions) by around 90%.

Customers also benefited from our £3.5 million annual donation to the Severn Trent Trust Fund – an independent charity that administers grants to support those in financial difficulty.

Supporting accessibility

Contacting any company to discuss difficult personal circumstances can be daunting. Our continued digital expansion is allowing us to connect with customers in a different way. By using a tone of voice and tailored advice that resonates with each individual, we can create emotional and personal contacts, often reaching customers who are less comfortable with a telephone exchange – including those experiencing bereavement, social anxieties and hearing impairment.

Supporting our customers through COVID-19

Our support for vulnerable customers is just one part of a wider network that they rely on. So as well as doing more to promote our own support options during the COVID-19 pandemic, a COVID-19 £1 million fund was established with over £500,000 already donated to 200 organisations.

AN OUTSTANDING EXPERIENCE

We want to consistently exceed our customers' expectations and deliver an outstanding experience.

Digital shift

While we are retaining more traditional contact methods, our customers are increasingly embracing new digital options. Following the introduction of our new chatbot 'Juno', improvements to our web self-serve, and expanding our social media team, total payments collected online have increased from £35 million in 2013 to £76 million this year. And as a more cost-effective approach, this shift reduces our cost to serve.

Our efforts are being recognised too. We were delighted to win gold for 'Most Effective Digital Customer Experience' at the European Contact Centre and Customer Service Awards – which we see as an endorsement that we are leading the way in digital customer experience across our industry.

New perspectives on customer experience

Unlike its predecessor (the Service Incentive Mechanism or 'SIM'), Ofwat's new measure of customer experience ('C-MeX') places the same weighting on the perceptions of all our customers as on those who contact us. In its pilot year we have ranked ninth, so we know we have more to do in this important transitional period as the C-MeX measure is refined, and we focus on making every customer touchpoint a positive experience, including roadworks, visitor sites, and social media.

SEWER MEN – BRINGING OUR SERVICE TO LIFE

Research for our business plan revealed that our customers would like to know more about how we deliver our service – and have a better sense of satisfaction when they do. This year we worked with ITV to produce a two-part documentary, 'Sewer Men', that followed our waste teams as they unblocked drains and went waist-deep into sewers clogged with wet wipes and fatbergs. A fifth of our customers recalled seeing the programme, of whom 72% said it improved their perception of Severn Trent.

GOOD TO DRINK

Providing a safe supply of water for our customers to enjoy is at the very heart of what we do. We treat water like a food production line – aiming to ensure that we consistently achieve the highest standards at every stage.

Progress on water quality

After a challenging start to AMP6, the additional investment that we have focused on improving water quality is starting to show promising results. While we fell short of our customer ODIs for compliance and drinking water quality complaints, we have secured a 14% reduction in complaints over the last year and a 29% reduction over AMP6.

We also met our performance commitment for asset health, which was in part achieved by a programme of capital works to upgrade our water storage tanks and sampling facilities. This improved asset performance means that we expect our performance on DWI's new compliance risk index to improve by 40% this year – an improvement that places us in a stronger position to meet AMP7's challenging targets.

Going even further with catchment management

Working with farmers in the catchments surrounding our raw water sources has been one of our key successes over AMP6. Through building stronger relationships with over 5,000 farmers and providing 1,500 grants to prevent phosphates from fertilisers running-off into water sources, over the last decade we have been able to negate the need for £74 million of investment in our treatment processes. This year we announced ambitious new plans to engage with almost 9,000 (63%) of the farmers in our region by 2025 – engagement opportunities we will also use to enhance biodiversity. More detail is included in our Sustainability Report.

WATER ALWAYS THERE

We will ensure that water is always there when our customers need it – both today and for future generations.

Improving network management

A thorough understanding of our end-to-end processes, underpinned by accurate data, is helping us to drive improvements across our network. For example, the installation of c.40,000 loggers has played an important role in finding and fixing leaks more quickly and has helped us a achieve a 19 Ml/d leakage reduction (4% year on year) and outperform our regulatory target for the AMP.

At 7 minutes 18 seconds, our supply interruptions performance has now improved by over 60% this year, following challenging operating conditions earlier in the AMP. Insourcing our Network Response Team has been a key benefit – giving us more flexibility to respond and helping us to get customers back on supply faster.

Securing future supplies

In July 2019 the Secretary of State for the Environment approved the publication of our final Water Resources Management Plan. This 25-year strategic plan prioritises demand management in our region – including a step change in leakage, water efficiency and metering activity – as well as developing new, more environmentally sustainable water sources. And we are helping national supplies too through our work on the North West to South East interconnector (see page 70).

Supporting our customers to reduce their water use

This year we continued the roll-out of our home water surveys which help our customers to make the best use of water efficiency devices in their homes. With c.82,500 completed since 2015, we are also benefiting from much better insight about the causes of leaks on customers' private supply pipes and fixtures. Private supply-side leaks not only contribute to overall leakage, but also can be a cause of concern to our customers. With the installation of c.35,000 meters this year, in line with the prior year, we will have stronger data to help customers find them.

SECURING BIRMINGHAM'S WATER SUPPLY FOR THE NEXT 100 YEARS

The Birmingham Resilience Programme provides a second supply option for 1.2 million customers in our nation's second biggest city.

Involving almost 26 km of pipeline, an increase in supply of 130Ml/d; a new water treatment plant; and a significant programme of customer engagement, the scheme will allow us to better maintain the 119 km gravity-fed Elan Valley Aqueduct, and protect a low carbon supply for years to come.

At £300 million, the scheme is the biggest engineering project that Severn Trent has ever embarked upon, and construction was successfully completed on time for the close of the AMP.

WASTE WATER SAFELY TAKEN AWAY

Every day we take 3.2 billion litres of our customers' waste water away, ready to be made safe to return to the natural environment.

Reducing sewer flooding and pollutions

In the first four years of AMP6, we made substantial improvements in our waste service, including a 62% reduction in external sewer flooding, 38% reduction in internal sewer flooding, and an 11% reduction in Category 3 pollutions. And last year we locked in these improvements for customers by agreeing with Ofwat new ambitious targets and the opportunity to earn further rewards (with the lifting of the waste customer ODI outperformance cap).

This year, we achieved our best Category 3 pollutions performance in a decade and have raised our ambition for AMP7 to achieve a 50% reduction in overall pollutions – an ambition that goes beyond our regulatory target. However, with a 28% and 36% increase respectively over last year our performance on internal and external sewer flooding has been disappointing and we were challenged by persistent wet weather, highly saturated ground and increased run-off of waste water in the second half of the year.

Tackling flooding in partnership

The latter part of the year was marked by a prolonged period of heavy rainfall through Storms Ciara, Dennis and Jorge that led to flooding across our region. With responsibility for flooding shared between agencies, including water companies, local authorities and the Environment Agency, our teams worked to support both our customers and other flood authorities.

We also outperformed our partnership working customer ODI, by successfully delivering 26 schemes designed with other flood authorities (against a target of 21). With similar weather volatility expected in the future, our AMP6 experience leaves us well positioned to further embed this joined up approach to building flooding resilience.

Tackling blockages together

Around 70% of blockages on our network are caused by customers flushing non-flushable wipes or fats, oils and greases down toilets and sinks – a challenge we must tackle. The language used on products in the home can be confusing, so we have continued to push the industry's 'Fine to Flush' messaging through partnering with other companies in an accreditation scheme for wet wipes. We expect to see improvements in future as this market driven solution becomes the expected standard across the product range.

UNLOCKING DATA TO TARGET BLOCKAGES

With ambitious targets for AMP7, we are working to better understand the drivers of blockages and pollutions. In a Hackathon experimenting with analytics technology, we were able to run over 80 million hypotheses and, with the expertise of our operational teams, create a prototype model to predict where pollutions are likely to occur, with the potential for future development. We are also adopting a behavioural change framework used in other sectors like healthcare, together with a programme of research, to better understand our customers' flushing habits and how to change them.

A THRIVING ENVIRONMENT

We rely on the natural environment, so taking care of natural resources while using nature as a source of innovation and climate change mitigation, is fundamental to what we do.

Improving our region's rivers

The Water Framework Directive aims to improve the ecology of rivers, and support the wildlife and habitats that depend on them. Our innovative use of catchment-based approaches to manage our impact on the river system as a whole has helped us to deliver more for the wider ecosystem than focusing on single issues in isolation. Our final programme has delivered 279 points of improvement which is 20% more than our original expectations, and equates to improvements in around 1,600 km of river.

Boosting biodiversity

Our role in communities, the estates we manage and our relationship with rivers and water sources mean we have huge potential to boost the biodiversity in our region – and we have support from our customers to do so. This year we have exceeded our AMP6 customer ODI by improving 233 hectares of our land across the five years and set a new bold ambition to improve 5,000 hectares (an area around the size of Gloucester) across our region by 2027.

Our future biodiversity ambition goes further than our AMP7 customer ODI, and includes:
- planting 1.3 million trees (working with the Woodland Trust to ensure that the trees we plant will be UK grown);
- working with the RSPB in Sherwood Forest to preserve some of the ancient woodlands;
- working on over 600 hectares in the Peak District to restore moorland and plant native trees; and
- working with Warwickshire and Nottinghamshire Wildlife Trusts on enhancing over 400 hectares with new woodlands, wetlands and wildflower meadows.

These and other projects will build resilience by investing in nature and natural systems to provide some of our best protection against the worst effects of climate change. The partnerships we are building – including the National Trust, Wildlife Trusts, Rivers Trust, Woodlands Trust and RSPB – will help us to make a much bigger contribution for every pound we spend.

Targeting 4* status

We anticipate achieving 4* EPA status from the EA this year, for the third time in the AMP. This assessment covers a range of environmental measures and reflects our strong track record on protecting and enhancing the local environment that we rely on.

Carbon reduction

We are proud to have held the Carbon Trust Standard since 2009. This certification recognises that we take a best practice approach to measuring and managing our environmental impacts. In the last

12 months, Severn Trent Water met its carbon reduction target for water, just missed its target for waste water, and our net greenhouse gas emissions fell by 6%.

Last year we also made the Triple Carbon Pledge, a commitment that means by 2030 we will use 100% renewable energy, have a fully electric fleet of vehicles (as long as the technology is available) and have net zero carbon emissions. And this year, with the increased self-generation of renewable energy we generated to the equivalent of 51% of Severn Trent Water's energy needs with our remaining energy purchased solely from renewable sources, we have already achieved the first of these pledges.

We have also reinforced our ambition, announcing our commitment to Science-Based Targets. We are the first water company in the UK to sign up, which means we will be working to develop longer term commitments in a way consistent with the Paris Agreement. This includes placing more emphasis on reducing our Scope 1 and 2 emissions through our own operations, and stepping up our focus on Scope 3 emissions and embedded carbon in our assets.

OPENING OUR INDUSTRY LEADING RESOURCE RECOVERY AND INNOVATION CENTRE

This year we opened our £5 million research centre at Spernal – the first of its kind in the UK. The centre is a vital tool in our ambition to create a circular economy from every element of what is traditionally seen as waste by turning it into a valuable resource. With three trials already underway, the centre allows us to undertake large scale technology trials in a way that was not possible before.

It also further cements our position as a sector leader on innovation by helping us to secure new funding sources including the EU's Horizon 2020 and Interreg research programmes, Innovate UK and the Carbon Trust. In this AMP alone we have secured direct grant income of £2.7 million and leveraged funding of £42 million.

CHIEF FINANCIAL OFFICER'S REVIEW

These are unprecedented economic circumstances. The extent of the impact of the COVID-19 outbreak on the UK economy is uncertain. We are not immune to the impacts on the wider economy and we expect to see a continued reduction in consumption from non-household customers, an increase in bad debt costs from household customers, even after allowing for an increase in the use of our range of social tariffs. We have reflected these on our balance sheet at 31 March 2020, where appropriate, and further details are set out below.

Our funding position continues to be strong and we are carefully monitoring our liquidity and working capital. Our balance sheet at 31 March 2020 showed net cash of £15.2 million and we had undrawn facilities amounting to £660 million. All of our projected investment and other cash flow needs are covered by cash or committed facilities through to January 2022. At the year end the Group's regulatory gearing was 64.4%.

We have built on good financial performance in the first half of the year to deliver another good set of results for 2019/20. Although underlying PBIT was lower than the previous year, this was expected as we chose to defer customer ODI rewards worth £78 million into AMP7, taking £22 million less in revenue than in the previous year, and increased our planned IRE programme to deliver remaining AMP6 commitments, offsetting the £22 million comparative benefit of hot weather costs in the previous year.

We have delivered good performance on RoRE, which was 6.7% for the year ended 31 March 2020. The delivery of substantial environmental programmes meant another strong year on customer ODIs, and we continued to outperform on financing. This was partly offset by the impact of our reinvestment of totex efficiencies delivered earlier in the AMP. On a cumulative basis, we outperformed across all three levers over AMP6 and achieved a RoRE of 8.5%, sustaining our position amongst the very best in the sector.

We are committed to paying the right amount of tax at the right time. We pay a range of taxes, including business rates, employers' national insurance and environmental taxes such as the Climate Change Levy as well as the corporation tax shown in our tax charge in the income statement. This year we have again published a Tax Report that sets out details of all of the taxes we incur, at www.severntrent.com/sustainability-strategy/reports-and-publications/tax/. Our corporation tax charge for the year, excluding the exceptional deferred tax charge, was lower than the statutory rate reflecting non-taxable items credited to our income statement. Cash tax payments were reduced by the benefit of tax allowances on our capital programme and contributions to our pension schemes, partly offset by the timing of instalment payments to HMRC under the current rules.

A brief overview of our financial performance for the year is as follows:

- Group turnover from continuing operations was £1,714.6 million (2018/19: £1,673.1 million), an increase of 2.5% mainly due to RPI-linked tariff increases.
- Underlying PBIT was 3.6% lower at £546.7 million (2018/19: £567.3 million).
- There were no exceptional operating costs in 2019/20 (2018/19: £9.6 million arising from the High Court judgment in the Lloyds Bank case relating to Guaranteed Minimum Pension rights).
- Net finance costs were £177.3 million (2018/19: £188.8 million). Our effective interest cost of 3.6% was lower than 2018/19 (3.8%) as a result of the continued benefit of replacing expensive fixed rate debt with new low cost fixed rate debt, low variable interest rates and reduced RPI inflation on our index-linked debt.
- Our full effective tax rate was 40.4%, including the exceptional deferred tax charge arising from the change in corporation tax rate for 2020/21. Our underlying effective tax rate was 10.1%,

down from 11.3% in 2018/19 largely due to higher capital allowances from the larger capital programme in the year.

- Group profit after tax was £223.2 million (2018/19: £335.4 million).

Turnover and underlying PBIT

Turnover for the Group was £1,714.6 million (2018/19: £1,673.1 million) and underlying PBIT was £546.7 million (2018/19: £567.3 million).

	2020	2019	Better/(worse)	
	£m	£m	£m	%
Turnover	**1,714.6**	1,673.1	41.5	2.5
Net labour costs	**(155.9)**	(142.4)	(13.5)	(9.5)
Net hired and contracted costs	**(175.4)**	(182.2)	6.8	3.7
Power	**(94.2)**	(90.2)	(4.0)	(4.4)
Bad debts	**(42.4)**	(25.5)	(16.9)	(66.3)
Other costs	**(198.1)**	(185.8)	(12.3)	(6.6)
	(666.0)	(626.1)	(39.9)	(6.4)
Infrastructure renewals expenditure	**(149.6)**	(141.4)	(8.2)	(5.8)
Depreciation	**(352.3)**	(338.3)	(14.0)	(4.1)
Underlying PBIT	**546.7**	567.3	(20.6)	(3.6)

Turnover increased by 2.5%, the components of this were:

- Higher tariffs, including the impact of the annual RPI increase on prices, which increased revenue by £48.2 million;
- A net increase of £8.1 million to revenue as a result of a lower year-on-year adjustment for wholesale revenue in prior periods billed in excess of the wholesale revenue allowance; offset by
- A reduction year-on-year of £21.7 million on the outperformance payments earned from customer ODIs taken into revenue this year; and
- A number of other smaller variances resulted in an additional net increase of £6.9 million.

Net labour costs were £13.5 million (9.5%) higher. Gross employee costs increased by 10.8% due to the annual pay award and the continuation of our strategy to bring more work in-house. The significant step up in activity on capital projects this year increased the level of own labour capitalised, up £16.7 million on the previous year.

Net hired and contracted costs were down £6.8 million (3.7%). Increases in job volumes and some outsourced debt collection activity offset the benefit from the in-sourced capital design team and the costs incurred in the hot, dry summer in the previous year.

Power costs were £4.0 million higher driven by the anticipated rise in pass-through costs. Energy consumption was flat year-on-year as increased efficiency across the business offset the impact of new capital schemes and increased pumping required in the wetter winter. The Group manages its power costs through a combination of demand management, self-generation and forward price contracts.

Our bad debt charge from household customers increased by £16.9 million this year, and represented 3.2% of household revenues (2018/19: 2.0%). We continued to perform well in collecting recent debt and our new targeted approach to older debt is showing some promising results, although the uncollected balance falling into older age categories this year increased the provision. The impact of COVID-19 has directly led to £2.2 million of the increase in the provision to take account of the expected impact of the forecast economic downturn next year on collection of our year end receivables.

Other costs increased £12.3 million. The increase was predominantly driven by higher chemical prices and usage due to the completion of new capital schemes.

Infrastructure renewals expenditure was £8.2 million higher in the year reflecting the completion of AMP6 projects, including our Trunk Mains Renewal Programme, enhancing the resilience of our network as we enter AMP7.

Depreciation was £14.0 million higher than the prior year, following the capitalisation of new assets and increased investment in data technology assets with shorter lives creating operational efficiencies in our network.

Return on Regulatory Equity ('RoRE')

RoRE is a key performance indicator for our business and reflects the combined performance on totex, customer ODIs and financing against the base return allowed in the Final Determination.

Severn Trent Water's RoRE for the year ended 31 March 2020 and for the five year period ended on that date is set out in the following table:

	2019/20 %	**AMP 6 to Date %**
Base return	5.5	5.6
Totex outperformance	(2.0)	0.5
ODI outperformance[1]	1.0	0.9
Financing outperformance	2.2	1.5
Regulatory return for the year[2]	**6.7**	**8.5**

1 For years 2015/16 to 2018/19, customer ODI performance has been restated by 0.1% p.a. to recognise the impact of the PR14 SIM penalty over the years when the penalty was earned.
2 Calculated in accordance with Ofwat guidance set out in RAG 4.07.

We have delivered RoRE of 6.7% in the year, outperforming the base return by 1.2% as a result of:

- Continued outperformance on financing, reflecting our effective interest cost of 3.7%;
- Customer ODI performance of 1.0%, primarily following successful delivery of our Water Framework Directive and Sustainable Sewage Treatment programmes, both the culmination of five years of investment; and
- Our totex position of negative 2.0%, reflecting our reinvestment of efficiencies from earlier in the AMP, enhancing our resilience and supporting customer ODI performance, as well as increased spend on maintenance schemes, and a higher bad debt charge.

Our cumulative AMP6 RoRE of 8.5% highlights a strong AMP performance where we have outperformed the final determination on all components of RoRE. Over the five year period we have delivered a sector-leading customer ODI performance, overall net totex efficiencies, and strong upper quartile performance on financing.

Exceptional items before tax

We recorded no exceptional operating costs (2018/19: £9.6 million from a High Court judgment in the Lloyds Bank case in relation to gender equality in Guaranteed Minimum Pension rights).

Net finance costs

Despite higher net debt, our net finance costs for the year were £177.3 million, £11.5 million lower than the prior year due to a combination of lower interest rates, and effective management of our debt portfolio.

Capitalised interest of £44.2 million increased by £12.6 million year-on-year due to the higher level of capital activity in the year.

Our effective interest cost was 3.6% (2018/19: 3.8%) and our effective cash cost of interest (excluding the inflation adjustment on index-linked debt and pensions-related charges) was 3.0% (2018/19: 3.1%). Net pension finance costs were broadly in line with the previous year.

Our earnings before interest, tax depreciation and amortisation (EBITDA) interest cover was 5.4 times (2018/19: 5.2 times) and PBIT interest cover was 3.3 times (2018/19: 3.2 times). See note 41 for further details.

Gains/losses on financial instruments
We use financial derivatives solely to hedge risks associated with our normal business activities including:

- Exchange rate exposure on foreign currency borrowings;
- Interest rate exposures on floating rate borrowings;
- Exposures to increases in electricity prices; and
- Forthcoming changes in the regulatory model from RPI to CPIH.

We hold interest rate swaps with a net notional principal of £50 million, fixed to floating, £423 million floating to fixed, £250 million of forward starting interest rate swaps, floating to fixed, and cross currency swaps with a sterling principal of £141.4 million, which economically act to hedge exchange rate risk on certain foreign currency borrowings.

We revalue the derivatives at each balance sheet date and take the changes in value to the income statement, unless the derivative is part of a cash flow hedge.

Where hedge accounting is not applied, if the risk that is being hedged does not impact the income statement in the same period as the change in value of the derivative, then an accounting mismatch arises and there is a net charge or credit to the income statement. During the year there was a loss of £9.9 million (2018/19: gain of £28.5 million) in relation to these instruments.

Note 12 to the financial statements gives an analysis of the amounts charged to the income statement in relation to financial instruments.

As part of our power cost management strategy, we have fixed around 62.4% of our estimated wholesale energy usage for 2020/21.

Taxation

Note 13 in the financial statements sets out the tax charges and credits in the year, which are described below.

The current tax charge for the year was £33.0 million (2018/19: £34.2 million) and the deferred tax charge, before the exceptional deferred tax charge arising from the change of rate, was £28.3 million (2018/19: £37.0 million).

In March 2020 the UK Government announced that it would reverse the previously planned reduction in the corporation tax rate that was due to take effect from 1 April 2020. This change was substantively enacted in March 2020 and we have therefore remeasured our deferred tax assets and liabilities at 31

March 2020 at the new rate of 19%. This resulted in an exceptional deferred tax charge in the income statement of £90.1 million and a credit to reserves amounting to £2.5 million.

Our full effective tax rate this year was 40.4% (2018/19: 17.5%), which is higher than the UK rate of corporation tax (19%), due to the exceptional deferred tax charge.

UK tax rules specify the rate of tax relief available on capital expenditure. Typically this is greater in the early years than the rate of depreciation used to write off the expenditure in our accounts. The impact of this timing difference applied across our significant and recurring capital programme tends to reduce our underlying effective current tax rate and corporation tax payments in the year. By the same token we make a provision for the tax that we will pay in future periods when the tax relief on the capital expenditure has been received and we receive no allowance for the depreciation charge arising on that expenditure. This is the most significant component of our deferred tax position.

Our underlying effective current tax rate was 10.1% (2018/19: 11.3%) (see note 41).

Cash flow and net debt

	2020 £m	2019 £m
Operational cash flow	**876.6**	808.9
Cash capex	**(790.0)**	(752.4)
Net interest paid	**(176.8)**	(161.9)
Tax paid	**(28.2)**	(20.9)
Swap termination payment	**(0.3)**	–
Free cash flow	**(118.7)**	(126.3)
Dividends	**(244.0)**	(225.1)
Change in net debt from cash flows	**(362.7)**	(351.4)
Non cash movements	**(28.3)**	(33.3)
Change in net debt	**(391.0)**	(384.7)
Net debt at 1 April	**(5,700.2)**	(5,315.5)
Net debt at 31 March	**(6,091.2)**	(5,700.2)

	2020 £m	2019 £m
Cash and cash equivalents	**15.2**	12.9
Bank overdraft	**–**	(0.8)
Net cash and cash equivalents	**15.2**	12.1
Loans due (to)/from parent company	**(158.8)**	80.6
Bank loans	**(1,219.8)**	(1,086.0)
Other loans	**(4,765.4)**	(4,732.3)
Lease liabilities	**(115.8)**	(111.7)
Cross currency swaps	**60.4**	37.1
Loans due from related parties	**93.0**	100.0
Net debt	**(6,091.2)**	(5,700.2)

We generated £876.6 million cash from operations (2018/19: £808.9 million). Operating cash flows were higher mainly due to higher PBIT, depreciation and amortisation and our increase in working capital was lower than the previous year.

Our biggest year of capital investment in more than a decade led to net capital expenditure including contributions and grants of £790.0 million (2018/19: £752.4 million).

Our net interest payments were higher at £176.8 million (2018/19: £161.9 million). Our net tax payments were £28.2 million, an increase of £7.3 million, largely due to the acceleration of quarterly instalment payments introduced by the government this year.

Our dividends paid increased in line with our policy.

These cash flows, together with accounting adjustments to the carrying value of debt, resulted in an increase of £391.0 million in net debt (2018/19: £384.7 million).

At 31 March 2020 we held £15.2 million (2019: £12.1 million) in net cash and cash equivalents. Average debt maturity was around 13 years (2019: 14 years). Including committed facilities, our cash flow requirements are funded until January 2022.

Net debt at 31 March 2020 was £6,091.2 million (2019: £5,700.2 million). Group net debt, expressed as a percentage of estimated Regulatory Capital Value at 31 March 2020 was 64.4% (2019: 62.3%).

The estimated fair value of debt at 31 March 2020 was £886.2 million higher than book value (2019: £1,212.1 million higher). The decrease in the difference to book value is largely due to higher market spreads at the balance sheet date.

We continue to carefully monitor market conditions and our interest rate exposure. Given the flatness of the yield curve we believe it is appropriate to reduce our exposure to floating rates of interest. At 31 March 2020, 62% of our debt was at fixed rate, 15% was in floating and 23% was index-linked.

Our long term credit ratings are:

Agency	Rating	Outlook
Moody’s	Baa1	Stable
Standard and Poor’s	BBB+	Stable

Pensions

We have three defined benefit pensions arrangements, two from Severn Trent and one from Dee Valley Water. The Severn Trent schemes are closed to future accrual.

The most recent formal actuarial valuations for the Severn Trent schemes (‘the Schemes’) were completed as at 31 March 2019. The agreement reached with the Trustee for the STPS, which is by far the largest of the schemes, included:

- Inflation-linked payments of £15.0 million per annum through an asset-backed funding arrangement, potentially continuing to 31 March 2031, although these contributions will cease earlier should a subsequent valuation of the STPS show that these contributions are no longer needed;

- Payments under another asset-backed funding arrangement of £8.2 million per annum to 31 March 2032; and

- Deficit reduction payments totalling £32.4 million increasing in line with inflation through to 31 March 2027.

In addition to these payments, the Company will directly pay the annual PPF levy incurred by the STPS (£1.4 million in 2019/20).

The Schemes have entered into additional hedging arrangements to reduce the impact of fluctuations in interest rates and inflation on the Schemes' liabilities without adversely impacting the expected return from the Schemes' assets.

Hafren Dyfrdwy participates in the Dee Valley Water Limited Section of the Water Companies Pension Scheme ("the Section"). The Section funds are administered by trustees and are held separately from the assets of the Group. The Section is closed to new entrants. The most recent formal actuarial valuation of the Section was completed as at 31 March 2017 and as a result deficit reduction contributions to the Section ceased.

On an IAS 19 basis, the net position (before deferred tax) of all of the Group's defined benefit pension schemes was a deficit of £226.1 million (2019: £444.3 million). To calculate the pension deficit for accounting purposes, we are required to use corporate bond yields as the basis for the discount rate of our long-term liabilities, irrespective of the nature of the scheme's assets or their expected returns.

The movements in the net deficit during the year were:

	Fair value of plan assets £m	Defined benefit obligations £m	Net deficit £m
At start of the year	2,418.9	(2,863.2)	(444.3)
Amounts charged to income statement	54.8	(69.3)	(14.5)
Actuarial gains/(losses) taken to reserves	(0.4)	187.3	186.9
Cash received/paid by the schemes	(59.2)	105.0	45.8
At end of the year	**2,414.1**	**(2,640.2)**	**(226.1)**

On an IAS 19 basis, the funding level was 91.4% (31 March 2019: 84.5%).

Treasury management

Our principal treasury management objectives are:

- To access a broad range of sources of finance to obtain both the quantum and lowest cost compatible with the need for continued availability
- To manage our exposure to movements in interest rates to provide an appropriate degree of certainty as to our cost of funds
- To minimise our exposure to counterparty credit risk
- To provide an appropriate degree of certainty as to our foreign exchange exposure
- To maintain an investment grade credit rating
- To maintain a flexible and sustainable balance sheet structure

We invest cash in deposits with highly rated banks and liquidity funds. We regularly review the list of counterparties and report to the Treasury Committee.

Accounting policies and presentation of the financial statements

Our consolidated financial statements are prepared in accordance with International Financial Reporting Standards that have been endorsed by the European Union. The Company financial statements are prepared in accordance with FRS 101.

RISK MANAGEMENT

OUR APPROACH TO RISK

Risk is all about uncertainty. We recognise that uncertainty can manifest itself as both negative and positive impacts. Our goal is to identify risk, minimise the threats and maximise the opportunities for the benefit of our customers, shareholder, employees, supply partners and the environment.

The Board has overall accountability for ensuring that risk is effectively managed across the Company. The Board's mandate includes defining risk appetite and monitoring risk exposure to ensure significant risks are aligned with the overall strategy of the Severn Trent Water Group.

On behalf of the Board, the Severn Trent Plc Audit Committee assesses the effectiveness of the Company's Enterprise Risk Management ('ERM') process and internal controls to identify, assess, mitigate and manage risk.

The Executive Committee reviews strategic objectives and assesses the level of risk taken in achieving these objectives. This 'top down' risk process helps to ensure the 'bottom up' ERM process, described below, is aligned to current strategy and objectives.

The management of risk is embedded in our everyday business activities. Risks are managed within the overall Governance Framework which includes clear accountabilities, delegated authority limits and reward policies. These are designed to provide employees with a holistic view of effective risk management.

Our approach to risk reflects our status as a regulated utility providing essential services and operating as part of the Critical National Infrastructure for the UK. The nature of this business is such that there are some significant inherent risks. We have a strong control framework in place to enable us to understand and manage these risks in accordance with our risk tolerance and appetite.

The principal risks facing the Severn Trent Water Group are illustrated on pages 60 to 72.

Our Enterprise Risk Management process

We use an established ERM process to assess and manage our significant risks. The process is controlled by the Central ERM team and underpinned by a standardised methodology to ensure consistency. ERM champions and co-ordinators operate throughout the business, with support and challenge from the ERM team, continually identifying and assessing risks in their business units and reporting on a quarterly basis. Criteria are used to consider the likelihood of occurrence and potential financial and reputational impacts. The potential causes and subsequent impact of the risks are documented to enable mitigating controls to be assessed. This assessment allows us to put in place effective strategies to remediate defective controls or implement additional controls.

Business unit information is combined to form a consolidated view of risk. Our significant risks form our risk profile which is reported to the Executive Committee for review and challenge.

This is reported to the Severn Trent Plc Audit Committee and Board on a six-monthly basis. The report provides an assessment of the effectiveness of controls over each risk and an action plan to improve controls where necessary.

To further enhance our ERM information, we report 'risk flightpaths'. These demonstrate the level of risk the Severn Trent Water Group faces and the timeline for the key risk mitigation steps to manage the risk to the target position. The flightpaths help to facilitate a more thorough review of the target risk positions, consider risk appetite and assess whether actions are on target with the correct prioritisation in place.

In addition, individual risks, emerging risks and overall risk landscape were also discussed by the Board during the year.

Changing risk landscape

Emerging risks are reviewed frequently as part of our horizon scanning process. We monitor closely changes in the global risk landscape as climate change and the environment continue to be key areas of risk focus. Building resilience to climate related risks is of key importance to the water sector and we constantly review how our business risks reflect and work towards this.

By the nature of what we do several of our Principal Risks have a sustainability focus, and we monitor our social and environmental impacts with the same rigour as our broader performance.

This year we have introduced a Strategic Risk Forum to help provide a strategic lens and review of, our existing and emerging risks. The findings of the Forum will help guide emerging risk discussions and ensure existing risks are continually peer reviewed.

Risk appetite

The Board keeps the relationship between our strategic ambitions and the management of risk under continual review. The ERM process establishes target risk positions for each of our significant risks. The Board formally discusses the progress towards this position and the mitigating actions being undertaken every six months.

Financial risks

Like all businesses, we plan future funding in line with business need. This is part of our normal business planning process.

The Board receives regular updates relating to funding, solvency and liquidity matters through the Severn Trent Plc Treasury Committee so we can respond quickly to any changes in our ability to secure financing. The Pension Fund Trustees and Company regularly monitor our pension deficit, with advice from investment managers and actuarial advisers. An annual pension fund review paper is tabled to the Board, updating them on fund performance and proposed initiatives to manage down pension liabilities and further balance pension risks.

The ERM process and relevant risk assessments are factored into the ‘stress testing’ to assess the Company’s prospects as part of our long-term viability statement.

Sustainability risks

Sustainability risks are treated in the same way as all our other Company risks, captured at a local level by responsible teams and managed centrally through our established ERM process.

By the nature of what we do, several of our principal risks have a sustainability focus, and we monitor our social and environmental impacts with the same rigour as our broader performance.

Key

- Increase in net risk exposure
- No change in net risk exposure
- Decrease in net risk exposure

OUR PRINCIPAL RISKS

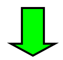
The Directors have carried out a robust assessment of the principal risks facing the Company, including those that would threaten its business model, future performance, solvency or liquidity. For each risk we state what it means for us and what we are doing to manage it.

1. CUSTOMER PERCEPTION

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
We may be unable to improve and maintain our levels of customer service sufficiently to deliver what our customers tell us they want.	We are a regulated utility providing essential services to our customers. We recognise that our customers increasingly expect more from us and demand an improved and more consistent experience. As other industries improve their levels of service, the bar continues to be raised. Failure to deliver the service that customers expect will lead to customer dissatisfaction. This may result in financial reward or penalties under Ofwat's new Customer Experience ('C-MeX') measure, and associated ODI outturn.	Understanding what our customers want is key to managing this risk. Our PR19 Severn Trent Water business plan was shaped by consulting with 32,000 customers, evaluating 24,000 complaints and analysing seven million contacts on social media. As one of only three companies to be fast-tracked, we see this as a firm endorsement of our customer focused approach. We recognise there is work to do to continue to improve our C-MeX performance which replaces the previous AMP6 Service Incentive Mechanism ('SIM') from March 2020. Shadow year for C-MeX indicates our overall performance is ahead of forecast. Our retail performance remains strong. We have a full programme to deliver the required improvements. The Retail Transformation Programme continues to deliver a number of initiatives focused on customer experience. Future initiatives include further 'Customer First' interventions for customers with a complaint and those whose situation makes them vulnerable. Customers continue to tell us they are delighted when we are able to complete issues for	⇔

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
		them at point of contact and we will continue the work to improve our point of contact resolution. Our drive to digital strategy focuses on continued demand reduction and a shift to digital channels making it easy for customers to self-serve through a channel of their choice. Future initiatives look to broaden the remit of our award winning chat-bot ‘Juno’, increase the number of paperless communications we make to customers as well as open new digital customer channels. More than 2 million customers are now signed up to our online offerings and, during the last year, our web self-serve platform handled more than 2.3 million transactions. We have accelerated our programmes in light of COVID-19 and picked up additional activity to support a new population of vulnerable customers.	

2. LEGAL AND REGULATORY ENVIRONMENT

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
We may be unable to effectively anticipate and/or influence future developments in the UK water industry	The regulated business operates in a highly regulated environment. Whilst we are broadly content with the direction of changes proposed for our	With the acceptance of our PR19 Final Determination we now have more certainty about the next five year AMP period running from 2020-25.	

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
resulting in our business plans becoming unsustainable.	industry in Ofwat's new strategy, there remains a risk that additional future changes could have a significant impact on Severn Trent Water. The renationalisation of the water industry could remain a central policy of the Opposition, and, therefore remains a possibility in the event of a change of Government. In the event of renationalisation, there is a possibility that Severn Trent Water could be acquired at below the value currently implied in Severn Trent Plc's share price.	The impact of COVID-19 has seen several changes in relation to the business retail market. We continue to engage proactively with Ofwat and MOSL to ensure that they do not materially change the risk profile of our wholesale business and support the retail market. Alongside retail market engagement, we will continue to be an active participant in conversations about the future shape of the regulatory regime to best serve our customers in the future. We continue to engage with the Government and MPs about the future shape and direction of the water sector. The renationalisation of the water industry remains a possibility should a future Government adopt such a policy. Any associated changes in Government policy may fundamentally impact our ability to deliver our strategic objectives, impacting shareholder value. Our aim is to ensure the water sector in England and Wales continues to deliver a world class service for customers, is able to invest for the future and maximises the benefits to wider society all stakeholders through the social and environmental benefits the current model allows us to deliver. We seek to minimise potential risk and maximise opportunities through regular communication and robust scenario planning as Government policy evolves.	

3. LEGAL AND REGULATORY ENVIRONMENT

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
The regulatory landscape is complex and subject to ongoing change. There is a risk that processes may fail or that our processes may not effectively keep pace with changes in legislation leading to the risk of non-compliance.	Our policies and processes must reflect the current legal and regulatory environment and all relevant employees must be kept aware of new requirements. Severn Trent Water, may face censure for noncompliance as an individual Company or a specific region in which we operate.	We specifically continue to engage with the Government, MPs and other stakeholders about the future shape and direction of the water sector. Our established governance framework, engagement with customers and stakeholders, policies, supported by internal controls, guidance and training ensure our ongoing compliance with all applicable laws and regulations including Competition Law and General Data Protection Regulation ('GDPR'). Our control frameworks are subject to regular review to take account of changes to legislation, regulation and our business. This is particularly relevant in relation to COVID-19 where there have been several changes to market codes to support the business retail market. We work closely with Ofwat and MOSL to shape and understand all developments. Any changes to the legal and regulatory environment are captured as emerging risks through our ERM process with identified owners and action plans to ensure compliance when the changes come into effect. Our external legal advisers also provide detailed reviews in respect of upcoming legislation that may affect the Company. Any applicable legislation is reported to the Executive Committee and Board with communication across the business	

4. OPERATIONS, ASSETS AND PEOPLE

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
We may experience loss of data or interruptions to our key business system as a result of cyber-attacks.	The risks arising from loss of one or more of our major systems or corruption of data held in those systems could have far reaching effects on our business. We have recognised the increasing threats posed by the possibility of cyber-attacks on our systems and data. Whilst this threat can never be eliminated and will continue to evolve, we are focused on the need to maintain effective mitigation.	We continue to commit significant resources and financial investment to maintain the integrity and security of our assets and data. We follow guidance from the National Cyber Security Centre and have defence through multiple layers of software and processes including web gateways, filtering, firewalls, intrusion and advanced threat detection. We have strengthened our security and network operations capability this year and have improved the controls around third party access to our systems and data. We have reviewed our cyber risk methodology and are using this to prioritise future investment to ensure that we protect ourselves in-line with GDPR, Network and Information Systems Regulation and Payment Card Industry Data Security Standard ('PCI DSS') best practices. We have also participated in several internal cyber security incident exercises to test our response capability to cyber-attacks. There has been no material change in the net risk exposure. There has been an increase in cyber related events nationally and globally during the COVID-19 pandemic, however, there have been no material instances impacting our operations. We maintain robust cyber defences and additional reminders have been issued to colleagues to remain vigilant.	

5. OPERATIONS, ASSETS AND PEOPLE

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
We may fail to meet our regulatory targets in the round, including targets from Ofwat, in relation to operational performance of our assets resulting in regulatory penalties.	In AMP7, Ofwat is setting targets on an upper quartile basis. If we are unable to meet operational performance targets, we may be subjected to significant regulatory penalties within the current price review period, or applied to the next price review. Regulatory targets apply to all of our water treatment, distribution, sewerage and sewage treatment assets. Measures are in place in relation to water quality, continuous supplies, sewer flooding, sewer collapses and pollution events.	We have significantly improved our performance on Water measures this year. This demonstrates that our approach, including tracking leading measures at our comm cells and at performance meetings, is working. Performance on supply interruptions has improved through our ‘Prevent, Restore, Repair’ strategy which focuses on preventing asset failure where possible, and restoring supply at speed if this happens. On leakage, we’ve continued to use innovative ways of finding leaks faster and fixing them more efficiently. We’ve also maintained performance on many of our waste water measures, but the revised targets accepted as part of waste water ODI uncapping in December 2018, meant we were in penalty on our flooding measures this year. We have improvement plans in place and will continue to use our outcomes to resources approach to ensure we undertake the right operational interventions to improve performance. AMP6, the largest ever period of capital investment for Severn Trent has now concluded. ODIs such as Birmingham Resilience and the Water Framework Directive have been successfully delivered, as well as mains renewal activity and the strategic sewer upgrade programme at Newark. We are closely monitoring the impact of COVID-19 on our operational performance and our ability to prevent asset failure. To date, we have not experienced a material increase in this risk as a result of the working practice changes we have made.	

6. OPERATIONS, ASSETS AND PEOPLE

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
Failure of certain key assets or processes may result in inability to provide a continuous supply of clean water to large populations and take waste water safely away within our area.	Some of our assets are critical to the provision of water to large populations for which we require alternative means of supply. Examples of risk include the failure of one of our reservoirs or water treatment works. These assets are regularly inspected and maintained and our assessment of the overall condition of these assets is good. Other examples are our IT, telephony systems and remote monitoring systems which are also key to our operations.	Our delivery plan for 2020 to 2025 includes significant investment to improve the resilience of our assets. Our approach to system planning is building on this investment to create more redundancy and to develop more options for responding to events. The plan is to have system plans for all of our control groups by summer 2022. We recognise there are areas where our performance is not as consistent as we would like and are committed to improving these. We are continuing our Cleanest Water Plan which drives the delivery of our inspection, cleaning and repair of storage tanks, increasing our capital maintenance interventions, optimising our operation and maintenance tasks and formalising our processes, standards and operating procedures involved in delivering clean water. Building on the success of the Asset Management Framework, we are moving towards more predictive and proactive solutions and so reducing the need for reactive response. Coupled with the evolution of the Asset Health Dashboard, this will enable better targeting and prioritisation of our intervention. Our response to failures in supply such as burst mains has been greatly enhanced and we are now able to reach the site and initiate recovery plans much quicker than in previous years.	

7. OPERATIONS, ASSETS AND PEOPLE

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
Due to the nature of our operations we could endanger the health and safety of our people, contractors and members of the public as well as negatively impact our local and wider environment.	The nature of our assets, operations and business are such that threats to the safety of our employees, contractors, customers and the wider public exist. Operational failures or negligence could result in damage to the environment. We are responsible for a large estate of assets and have to secure these from unauthorised access to ensure our operations are not impacted nor the safety of the public compromised.	We have a well-established Health, Safety and Wellbeing Framework to ensure all of our operations and processes are conducted in compliance with Health and Safety legislation and in the interests of the safety of our people and our contractors. We have reviewed our Framework and processes in the light of COVID-19 and have revised working practices to ensure we keep people as safe as possible while delivering our essential services. Our Goal Zero policy clearly sets out our target that no one should be injured or made unwell by what we do. We experienced no major safety incidents and no fatalities in the last 12 months, with a 33% improvement in Lost Time Incidents ('LTIs') this year. We have also refreshed our strategy and have targeted interventions in the four main hazard areas causing us most harm. We have made a number of ODI commitments to protect our local environment, including the river water quality, pollution incidents, biodiversity improvements and environmental compliance. In AMP6 we delivered our largest ever environmental programme. This programme is supported by our customers who want to see us do more to improve river water quality. During the year we completed a number of environmental programmes including those under the Water Framework Directive, which helped deliver 1,600 km of river quality improvements. We anticipate achieving 4* EPA status from the Environment Agency, reflecting our strong	

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
		performance across the range of measures it uses to assess the impact we have on the environment. We recognise the impact our operations have on the wider environment and we want to reduce our carbon footprint by seeking lower carbon ways of operating our business, driving energy efficiency and generating renewable energy. We now generate the equivalent of 51% of our energy needs, with our remaining electricity now sourced from 100% renewable sources. During the year we were re-certified by the Carbon Trust – the 11th consecutive year we have achieved this standard. This verifies that we have sound carbon management processes in place and are reducing carbon emissions year-on-year.	

8. OPERATIONS, ASSETS AND PEOPLE

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
We are unable to deal with the impact of extreme and unpredictable weather events on our assets and infrastructure and/or are unable to successfully plan for future water resource supply and demand due to climate change.	Climate change is one of the greatest challenges our society will face this century. As a Company providing an essential service drawn from nature, we know that our sector is particularly vulnerable to the effects of climate change. Climate change (hotter and drier summers, wetter winters and increased storminess)	Climate change is well-embedded in our long-term planning. We are better placed than many other businesses to understand, and plan for, the potential impacts of climate change. As part of our Water Resources Management Plan (‘WRMP’) process, we model multiple climate projections in order to design new sources to offset any supply risk resulting from climate change. Similarly, our Drainage and Wastewater Management Plan	

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
	could result in an inability to meet customer demand, lower river levels, decreased raw water quality, flooding of our water or waste works, sewer capacity being exceeded and increased land movement. Climate change could also be a multiplying factor for several of our principal risks - 1, 5, 6 and 7 detailed above. This challenge will only grow in the longer term. Climate change also presents some opportunities we look to maximise, such as aquifer recharge and increased biological treatment.	('DWMP') enables strategic planning for the management of waste water. **Extreme Weather** Adapting to climate change and being able to cope with more frequent extreme weather events is essential to ensure we can maintain a great service to our customers. We have applied the learnings from the Freeze Thaw event and prolonged hot, dry summer event in 2018. Our contingency and future investment plans have been reviewed using 'Extreme Flood Outline' data following the 2015/16 flooding events. All activity has further informed our incident response and contingency plans. **Climate Change** Our approach to climate change focuses on both mitigation and adaptation, as outlined in our Triple Carbon Pledge and Science-Based Targets commitment. Our climate change adaptation report, considered at Board level, sets out our review of climate change risks across all aspects of our service delivery and sets out detailed plans to make further progress in building climate resilience. We're also taking a national perspective by working with other water companies to develop an interconnector that can move water quickly from the wetter north to the drier south, enhancing water resilience across the UK.	

9. FINANCIAL

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
Lower interest rates, higher inflation or underperforming equity markets may require us to provide more funding for our pension schemes.	Our largest defined benefit fund has a significant deficit between the present value of its assets and liabilities. We have agreed the triennial actuarial valuation as at 31 March 2019 and as a result agreed to increase deficit repair payments for the next three years to approximately £55 million per annum. But we also continue to run a degree of investment risk within the scheme in order to further reduce the deficit. As such, we are exposed to market movements that may result in our deficit not falling as rapidly as the Trustee or the Pension Regulator consider acceptable. This may lead to requests for additional repair payments above the agreed amounts, reducing the amount of cash available for shareholder distributions, debt reduction or reinvestment in the business.	With the Company's support, the Pension Trustee has introduced additional hedging arrangements to reduce the impact of fluctuations in interest rates and inflation on the Schemes' liabilities without adversely impacting the expected return from the Schemes' assets. On an IAS 19 basis, the net position (before deferred tax) of all the Company's defined benefit pension schemes was a deficit of £226.1 million (2019: £205.4 million). To calculate the pension deficit for accounting purposes, we are required to use corporate bond yields as the basis for the discount rate of our long-term liabilities, irrespective of the nature of the scheme's assets or their expected returns.	

10. FINANCIAL

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
We are unable to fund the business sufficiently in order to meet our liabilities as they fall due.	We must ensure sufficient liquidity is available to meet our near-term financial commitments. We have a significant funding requirement in AMP7, to fund our investment programme and refinance maturing debt. This is a well-controlled risk, but it is important that we maintain these high standards to mitigate this risk.	We have maintained compliance with our Board approved liquidity policy of ensuring at least 18 months' liquidity – with liquidity to early 2022. We have been active in the Euro Medium Term Note ('EMTN') market, increased our committed bank facilities and have accessed the GBP public bond market over the course of the last 12 months. The Company also completed its first debt issue under the Sustainable Finance Framework in March 2020 with a £200 million USPP debt issue by Severn Trent Plc. This demonstrates we are able to replace the European Investment Bank as a source of financing as a result of the UK's departure from the European Union. We are actively looking to other capital markets to diversify further our sources of funding. We are closely monitoring the potential economic impacts of COVID-19, in particular financing and liquidity. This activity included modelling plausible and extreme scenarios to determine expected impacts and test the Company's financial resilience. Additional detail can be found in our viability statement on page 76. Our modelling shows that, while there will be a financial impact, neither the plausible of extreme scenarios we have modelled would result in an impact to the Company's expected liquidity, solvency or debt covenants that could not be addressed by mitigating actions, and are therefore not considered threats to the Company's financial resilience. However, there remains a risk that the	

What is the risk?	What does it mean for us?	What are we doing to manage the risk?	Movement in Net Risk Exposure
		impact of COVID-19 is greater than that modelled by the Company.	

EMERGING RISKS

We continually identify and monitor emerging risks through our network of ERM co-ordinators, ERM champions and risk owners and through cross-functional workshops at all levels of the organisation using tools such as horizon scanning and PESTLE analysis. This culminates with an emerging risk horizon map reported annually to the Severn Trent Plc Audit Committee and Board. We define emerging risks as upcoming events which present uncertainty but are difficult to assess at the current stage. Emerging risk management ensures these risks are identified and helps to ascertain whether we are adequately prepared for the potential opportunities and threats they pose. It aims to identify new and changing risks at an early stage and analyse them thoroughly to deduce the potential exposure to Severn Trent Water Group. We closely monitor emerging risks and, with time, they may become fully fledged ERM risks or be incorporated into existing ERM risks (as potential causes) as we learn more. In some cases, the emerging risks are superseded by others or cease to be relevant or applicable as the internal and external environment in which we operate evolves. The Directors have carried out a robust assessment of the Company’s emerging risks and consider the following to be risks that have the potential to increase in significance and affect the performance of the Severn Trent Water Group:

Title	Detail	Area/Factor	Time Horizon
Macroeconomic Uncertainty	Increased macroeconomic uncertainty throughout and post COVID-19 and post the Brexit transitionary period.	Economic	Medium
Performance Challenges	AMP7 presents new, challenging ODIs with demanding performance targets. The greater disaggregated regulatory reporting framework means we have to adapt to meet our ambitions over the next five years.	Operational	Medium–Long
Biodiversity	A predicted consequence of climate change is the reduction of species diversity. We may need to manage the impact of invasive, non-native species within the habitats we manage and interact with in our operations.	Environmental	Long
Energy Security	Despite the UK having a reliable energy system with electricity supply from a diverse range of sources, a major power disruption occurred in August 2019 and the knock-on impacts for energy users were significant. To increase our resilience to such events, we are exploring ways to increase our self-generation capability from renewable energy sources. These are being investigated as part of our Climate Change Adaptation Strategy.	Technology	Medium
Micro Plastics	Understanding and addressing the impact of micro-plastics – including on natural resources and customers.	Health, Safety and the Environment	Medium
HS2	Direct impact on operational sites along the proposed route and the indirect impact on labour availability in the area.	Operational	Medium-Long
Pensions Regulation	Possible new pensions law (currently in Parliament) and a new pension funding code from the Pensions Regulator (currently being consulted on, and subject to Parliament’s agreement in 2021) may result in a need for higher cash payments to be made to our defined benefit pension schemes following future actuarial valuations.	Financial	Medium

COVID-19 STATEMENT

At the time of writing, the COVID-19 global pandemic continues to dominate the focus of the world. Whilst global pandemics have not previously been noted as a principal risk, they do feature on our horizon scanning and many of the associated risks are captured within our ERM framework.

Management continue to assess the impact of COVID-19 on the Company's operations and finances. Internal Strategic and Tactical Incident Teams were established, comprising Executive Committee members, to lead the swift implementation of contingency plans and continuously monitor plans in response to the rapidly-changing situation. You can read more on our COVID-19 response governance framework on page 10.

We have modelled plausible and extreme scenarios to determine expected impacts and test our financial resilience. The modelled outcomes are based on regularly updated assumptions, including:

- The longevity of the incident (initial lockdown and recovery) – using latest Government advice;
- The expected macroeconomic impacts of the incident (GDP, inflation and unemployment rates) using independent economic forecasts;
- The impact on household bad debt rates, using our experience during previous recessions;
- An estimate of incremental operating costs both during the incident and in the recovery phase, required to ensure service levels are maintained, using our experience of previous incidents; and
- The impact on our revenues in 2020/21 and subsequent years, based on the expected revenue true-up mechanisms in the regulatory model.

All modelled scenarios generate outcomes consistent with, and within, the parameters used to support our published viability statement on page 76. Our modelling to date shows that, while there will be a financial impact, neither the plausible or extreme scenarios we have modelled would result in an impact to the Company's expected liquidity, solvency or debt covenants that could not be addressed by mitigating actions, and are therefore not considered threats to the Company's financial resilience. Our priority remains the health and safety of our people and customers, and we are taking all possible actions to support them whilst continuing to deliver our essential services.

The Board continues to receive at least weekly updates on the Company's COVID-19 response in order to assess, monitor and promptly respond to the evolving impact of COVID-19 on our operations and business, including impacts for all of our stakeholders. For additional information, see page 10.

BREXIT STATEMENT

We continue to monitor and prepare for various scenarios relating to the customs exit of the UK Brexit plan. Despite uncertainty on timescales and details of agreements we remain confident that Brexit does not give rise to new principal risk for the Company and the risk has materially reduced since the terms of Brexit were resolved and the UK formally left the EU on the 31 January 2020. Preparations are well advanced at a Company and industry level but it has been agreed to pause industry plans through the Water UK co-ordinated group called the Operations Strategy Group, this will reconvene subject to Government timelines but it is not envisaged that there are likely to be any significant risks not previously considered as part of the 'No Deal' preparations. Progress in the Brexit negotiations will continue to be monitored and the risks and uncertainties will be managed through our existing ERM process. Progress during the Brexit transition phase and trade negotiations will continue to be monitored and the risks and uncertainties will be managed through our existing ERM process.

NON-FINANCIAL INFORMATION STATEMENT

This section of the strategic report constitutes the non-financial information statement of Severn Trent Water Limited, produced to comply with sections 414CA and 414CB of the Companies Act. The information listed in the table below is incorporated by cross reference.

Reporting Requirement	Policies and standards which govern our approach	Additional information and risk management (pages)
STAKEHOLDERS	- Customer policy - Data protection policy - Commercial policy	Stakeholder engagement, **pages 27-28** s.172 statement, **page 29** Board activities, **pages 91-95**
ENVIRONMENTAL MATTERS	- Environment policy	Sustainability disclosure, **pages 17-21** Sustainability report, **pages 12-28** available at severntrent.co.uk.
EMPLOYEES	- Health, safety and wellbeing policy - Speak up policy	Employee engagement, **page 22** Our people, **pages 22-26** Our Purpose and Values, **page 14** Our culture, **page 14** Governance report, **pages 81-118**
RESPECT FOR HUMAN RIGHTS	- Modern Slavery Statement	Modern Slavery Act, **page 106** Governance report, **pages 81-118**
ANTI-CORRUPTION AND BRIBERY	- Financial crime and anti-bribery and anti-corruption policy - Conflicts of interest policy - Security policy - Competition and competitive information policy	Governance report, **pages 81-118**
SOCIAL MATTERS	- Doing The Right Thing - Environment policy - Customer policy	Sustainability disclosure, **pages 17-21** Directors' report, **pages 111-116** Sustainability report, available at severntrent.co.uk.
DESCRIPTION OF PRINCIPAL RISKS AND IMPACT OF BUSINESS ACTIVITY		Risk overview, **page 58** Principal risks, **pages 60-72** Business model, **page 7**
DESCRIPTION OF THE BUSINESS MODEL		Business model, **page 7**
NON-FINANCIAL KEY PERFORMANCE INDICATORS		Strategic report, **pages 3-81** Key Performance Indicators, **page 34**

The policies mentioned above form part of Severn Trent's company policies, which act as the strategic link between our Purpose and Values and how we manage our day-to-day business. During the year, the Directors approved the relaunched Doing the Right Thing and supporting policies, and it was determined that the policies remain appropriate, are consistent with the Company's values and support its long-term sustainable success.

VIABILITY STATEMENT

Assessment of current position and long-term prospects

The Directors' assessment of the Group's current financial position is set out in the Chief Financial Officer's review on pages 51 to 57.

Our principal operating subsidiary is Severn Trent Water, which is a regulated long-term business characterised by multi-year investment programmes and relatively stable revenues. The water industry in England and Wales is currently subject to economic regulation rather than market competition and Ofwat, the economic regulator, has a statutory obligation to secure that water companies can (in particular through securing reasonable returns on their capital) finance the proper carrying out of their statutory functions. Ofwat meets this obligation by setting price controls for five year Asset Management Periods (AMPs) including mechanisms that reduce the risk of variability in revenues from the regulated business in the medium term by adjusting future revenues to balance over or under recovery compared to the original plan.

AMP6 ended on 31 March 2020 and Ofwat has made its determination of price controls for Severn Trent Water for the AMP period 2020-25 (AMP7). Severn Trent Water has developed its plans to deliver the operational and financial performance set out in the determination and we have based our assessment of prospects for the next five years on these plans, subject to modifications resulting from the impacts of the COVID-19 outbreak (see below).

When considering the Group's prospects beyond 2025, it is necessary to make assumptions about the price review process for the period 2025-30 (PR24), which will take place in 2024. In making this assessment we have taken account of:

- Ofwat's statutory duty to secure that companies can finance the proper carrying out of their functions;
- Severn Trent Water's financial structure, which is close to the Ofwat notional capital structure and our plan to retain this; and
- Severn Trent Water's plans for AMP7, the successful execution of which would deliver benefits to all stakeholders and financial incentives that would help to further strengthen our financial resilience in the period beyond 2025.

We have significant investment programmes, largely funded through access to debt markets. Our strategic funding objectives reflect the long-term nature of the Severn Trent Water business and we seek to obtain a balance of secure long-term funding at the best possible economic cost. Our Treasury Policy requires us to maintain sufficient liquidity to cover cash flow requirements for a rolling period of at least 18 months in order to limit the risk of restricted access to capital markets. Our Group treasury team actively manages our debt maturity profile to spread the timing of refinancing requirements and to enable such requirements to be met under most market conditions. The weighted average maturity of debt at the balance sheet date was 15 years.

We have an established process to assess the Group's prospects. The Board undertakes a detailed assessment of the Group's strategy on an annual basis and the output from this assessment sets the framework for our medium-term plan, which we update annually.

Our medium-term plan reflects the Group's prospects and considers the potential impacts of the principal risks and uncertainties. We perform stress tests to assess the potential impact of combinations of those risks and uncertainties. The plan also considers mitigating actions that we might take to reduce the impact of such risks and uncertainties, and the likely effectiveness of those mitigating actions.

Impact of COVID-19 on the Group's prospects

The Office for Budget Responsibility has identified the Water industry as likely to be amongst the least affected by the COVID-19 outbreak. But we are not immune to the impacts on the wider economy and we expect to see a reduction in consumption from non-household customers following the restrictions implemented by the Government, and an increase in bad debt costs from household customers, even after allowing for an increase in the use of our range of social tariffs. Some independent forecasters are also predicting a sharp reduction in inflation during calendar years 2020 and 2021 that would impact our revenue in financial years 2021/22 and 2022/23. We have modelled the likely impacts on our medium-term plan and developed an updated assessment of our prospects allowing for the anticipated impacts of COVID-19 based, inter alia, on the Office for Budgetary Responsibility's Reference Scenario published on 14 April 2020; Government advice; and Water sector specific guidance from our regulator Ofwat. We have applied our stress tests, including more severe impacts of the COVID-19 outbreak, to this adjusted plan.

Period of assessment

The Board considered a number of factors in determining the period covered by the assessment. The long-term nature of our principal business, together with relatively stable revenues and a model of economic regulation that places a duty on the regulator to secure that water companies can finance the proper carrying out of their functions, support a longer period of assessment.

However, the changing nature of regulation of the Water industry increases the uncertainty that is inherent in our financial projections. We have an established planning and forecasting process and the Board considers that the assessment of the Group's prospects is more reliable if based on an established process. Our latest medium-term plan extends in detail to the end of the AMP7 period in 2025, with less detailed projections looking beyond this.

A longer period of assessment introduces greater uncertainty because the variability of potential outcomes increases as the period considered extends.

Bearing in mind the long-term nature of our business; the enduring demand for our services; our established planning process; and the changing nature of the regulation of the Water industry in England and Wales, the Board has determined that seven years is an appropriate period over which to assess the Group's prospects and make its viability statement this year.

Assessment of viability

In assessing our future prospects, we have considered the potential effects of risks and uncertainties that could have a significant financial impact under severe but plausible scenarios. The risks and uncertainties considered were identified in the Group's ERM process, which is described on pages 58 to 60, and from the key assumptions in the financial model. Where the risk occurs at a point in time we have assumed that it occurs at the point in the plan with the lowest headroom.

The scenarios tested are described below.

Scenario tested	Related principal risk	Mitigating actions
1. *A severe impact from the COVID-19 outbreak resulting from a prolonged 'lockdown' period resulting in lower economic activity, higher unemployment and lower inflation.* The adjustments that we have made to our medium-term plan to		The regulatory model includes mechanisms to adjust future revenues to balance out any under recovery when compared to the original price review. The application of these mechanisms would necessarily take into account affordability of customers'

reflect the anticipated impacts of COVID-19 are based on a number of assumptions including a 'lockdown' period of three months followed by another period of three months when Government restrictions are partially lifted. We have modelled longer periods of 'lockdown' and a partial lifting of restrictions of six months each which might result in more severe impacts on total revenues and household bad debts, together with a larger and longer reduction in inflation.		bills and therefore might be spread into the next AMP period. Reduce discretionary expenditure to mitigate the impact of lower revenue in the affected years. Lower inflation would reduce the finance cost incurred on index-linked debt. Consider use of hybrid debt instruments to protect credit ratings. Consider a temporary reduction in, or re-phasing of, dividends.
2. *An increase in the funding deficit of the Group's defined benefit pension schemes* The planned funding for the Group's defined benefit pension arrangements is based on current assumptions for future inflation, asset returns and members' longevity. Outcomes adverse to our assumptions could result in a higher funding deficit. This might result in additional cash contributions being required during the period under consideration. Contributions are reviewed and agreed with the Scheme trustee on a triennial basis with the next valuation of the main scheme based on the funding position at 31 March 2022.	Risk 9: Increased funding for pension schemes	Discuss impact on debt covenants with lenders and seek a temporary waiver if necessary. Consider use of hybrid debt instruments to protect credit ratings. Consider a temporary reduction in dividends. Identify and implement sustainable cost savings and efficiencies. Reduce working capital to support cash flow.
3. *STW experiences a severe climate event, operational failure or other exceptional event with a very significant financial impact* The Group's Enterprise Risk Management process has identified a number of risks including extreme weather events, failure of key assets and cyber attacks that might have a	Risk 4: Cyber security Risk 6: Failure of key assets Risk 7: Health and safety and environmental impact Risk 8: Impact of extreme weather/climate change	Reduce discretionary expenditure to cover any extra costs resulting from the event. Consider use of hybrid debt instruments to protect credit ratings. Consider a temporary reduction in dividends.

significant impact on the Group's operational and financial performance. We have assessed the effects of an incident with an impact of £300 million.		
4. *STW underperforms against its performance commitments* Severn Trent Water operates under a regulatory model that encourages companies to deliver what customers want, using performance related rewards and penalties. Failure to deliver performance at the committed level can lead to significant penalties. We have assessed the impact of a penalty equivalent to 3% of one year's revenue.	Risk 1: Failure to deliver what our customers want	Reduce discretionary expenditure to cover any extra costs resulting from penalties. Discuss the impact on debt covenants with lenders and seek a temporary waiver if necessary.
5. *STW incurs higher costs than planned that are not funded* Significant overspending could result in a deterioration in financial metrics and performance, which might adversely impact the Group's solvency. We have assessed the impact of a 10% overspend on capital and operating expenditure in each year of the plan.	Risk 2: changes in the regulatory environment for the UK water industry	Reduce discretionary expenditure in the short-term. In the medium-term implement a cost reduction programme to deliver sustainable cost savings and efficiencies to bring costs back in line with regulated allowances. Discuss impact on debt covenants with lenders and seek a temporary waiver if necessary. Consider a temporary reduction in dividends.
6. *A combination of scenarios 4 & 5*	See above	Reduce discretionary expenditure in the short term. Reduce working capital to support cash flow. Discuss impact on debt covenants with lenders and seek a temporary waiver if necessary. Consider a temporary reduction in dividends.

The combined scenario represents a situation where several of the severe but plausible scenarios occur simultaneously. In this situation, the same mitigating actions would be available but their application would be deeper.

We have significant funding requirements to refinance existing debt that falls due for repayment during the period under review and to fund our capital programme. Under all scenarios considered, the Group would remain solvent and have access to sufficient funds in normal market conditions. Our Treasury Policy requires that we retain sufficient liquidity to meet our forecast obligations, including debt repayments for a rolling 18 month period.

In making its assessment, the Board has made the following key assumption:

- Any period in which the Group is unable to access capital markets to raise finance during the period under review will be shorter than 18 months.

On this basis, the stress tests indicated that none of these scenarios, including the combined scenario, would result in an impact to the Group's expected liquidity, solvency or debt covenants that could not be addressed by mitigating actions and are therefore not considered threats to the Group's viability.

Governance and assurance

The Board reviews and approves the medium-term plan on which this viability statement is based. The Board also considers the period over which it should make its assessment of prospects and the viability statement. The Severn Trent Plc Audit Committee supports the Board in performing this review. Details of the Audit Committee's activity in relation to the Viability Statement are set out in the Audit Committee report on page 95 of the Severn Trent Plc Annual Report and Accounts. Since the onset of the COVID-19 outbreak, the Board has received regular and frequent updates of its likely impact and the results of stress tests based on more severe scenarios.

This statement is subject to review by Deloitte, our external auditor. Their audit report is set out on page 119.

Assessment of viability

The Board has assessed the viability of the Company over a seven year period to March 2027, taking into account the Company's current position and principal risks.

Based on that assessment, the directors have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the period to 31 March 2027.

Going Concern Statement

In preparing the financial statements the Directors considered the Company's ability to meet its debts as they fall due for a period of one year from the date of this report. This was carried out in conjunction with the consideration of the viability statement above. On this basis the Directors considered it appropriate to adopt the going concern basis in preparing the financial statements.

The Strategic report has been approved by the Board.

By order of the Board

Bronagh Kennedy
General Counsel and Company Secretary
10 July 2020

Severn Trent Water Limited
Governance report
For the year ended 31 March 2020

CHAIR'S INTRODUCTION TO GOVERNANCE

CREATING LONG-TERM SUSTAINABILITY

The Board announced the retirement of Andrew Duff from the Board, with effect from 31 March 2020. On behalf of the Board, I am pleased to introduce the Governance Report for 2019/20. This report seeks to update you on what the Board focused on for 2020.

The membership of the Board of Severn Trent Water Limited is the same as that as the listed Company, Severn Trent Plc. This structure was implemented in 2007 to make sure that the highest standards of corporate governance are applied at the regulated subsidiary level and to foster greater visibility and supervision by the Severn Trent Plc Board.

As Severn Trent Water Limited is not a listed company it is not required to comply with the UK Corporate Governance Code 2018 (the "2018 Code"). Severn Trent Water Limited voluntarily complies with the 2018 Code. The 2018 Code is available on the Financial Reporting Council's (FRC) website (www.frc.org.uk). The Board is pleased to confirm that Severn Trent Water Limited applied the principles and complied with all of the provisions of the 2018 Code throughout the year.

Severn Trent Water Limited also complies with Ofwat's Principles of board leadership, transparency and governance, to ensure the highest standards of governance.

We believe good corporate governance is about how we provide confidence in the delivery of our performance to our stakeholders and is essential for the long-term sustainable success of our business.

Our aim is to set out in this report how the Board:

- sets the strategy, purpose and values for the Company;
- takes into account the views of our stakeholders, the impact of our decisions on them and the actions taken as a consequence. Read more in our dedicated s.172 statement on page 29; and
- monitors performance, embeds our values and manages risk.

Being a company you can trust

We have a unique position in society as a company delivering a public service. We know from our customers that they want us to be a company that can be trusted and is socially purposeful.

Our business culture is key to ensuring we remain a trusted company. Our Purpose and Values, which were shaped and established by our employees, are what bind us together and guide us to act ethically, because how we go about doing things is just as important as the decisions we make.

Our Code of Conduct, Doing the Right Thing, sets out the cultural norms and behaviour expected of everyone at Severn Trent Water. Everyone who works for and with us is required to comply with this. The Board and Executive Committee also recognise the importance of their roles in setting the tone for the Company's culture and that is why we complete a Doing the Right Thing e-learning course every year, together with all of our employees.

We have always strived to be a Purposeful Company. This year we wanted to demonstrate a real commitment of this to our stakeholders – that's why the Board approved a request to Ofwat for the adoption of a new Social Purpose licence condition in our Licence to make it a legally binding obligation.

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AMP7 Business Plan & Strategy

As a result of our AMP7 Business Plan being fast-tracked by Ofwat, we have been able to make an early start on understanding what we have to deliver. We had a deep dive into our financial budgets and scrutinised management's detailed plans to underpin the successful delivery of AMP7.

At our separate Board Strategy Day, we also considered our carbon and energy strategy and the legitimacy of our sector, in particular, our role in demonstrating that we are delivering good-quality services at a fair price for the long term.

Board focus areas in 2019/20
Appointed Christine Hodgson as Chair Designate and Sharmila Nebhrajani as Independent Non-Executive Director
Reviewed the Company's strategy, five-year plan and budget
Satisfied itself that workforce policies and practices are consistent with the Company's values and culture
Oversaw the Company's response to COVID-19
Considered the Company's strategy for Environmental Leadership
Considered the Company's approach to Climate Change Adaptation

Stakeholder engagement

We know that businesses are more successful and sustainable when they balance the needs of their stakeholders. For us as a Board we pride ourselves on thinking about the impact of our decisions in their broadest terms and that includes the impact on all of our stakeholders, including customers, colleagues, communities, and the environment. We also believe it is important that we report clearly on how we have taken the views of our stakeholders into account, the impact of our decisions on them and any actions taken as a consequence. You can read more in our dedicated s.172 statement on page 29.

Board changes

After serving as Chair for nine years, in May 2019 the Board announced Andrew Duff's retirement from the Board. Our Severn Trent Plc Nominations Committee, led by Kevin Beeston, with support from the whole of the Board and our Company Secretary, Bronagh Kennedy, oversaw the succession and appointment process during the year and you can read more about this on page 90 of the Severn Trent Plc Annual Report and Accounts.

I was delighted to be appointed as Chair Designate of Severn Trent Water Limited on 1 January 2020. It has been a pleasure to work with Andy over the last few months to ensure we managed an effective handover and immerse myself in Severn Trent as part of my induction. This spanned 26 days, across 12 sites and I met 230 of our employees to gain a thorough knowledge and understanding of Severn Trent and our culture. You can read more about my induction on page 101.

I would like to take the opportunity to thank Andy for his time and help, but most of all for his true dedication to Severn Trent over the last nine years. I look forward to building on his legacy.

I would also like to extend a personal welcome to Sharmila Nebhrajani who joined us as an Independent Non-Executive Director from 1 May 2020. Further information can be found in the Severn Trent Plc Nominations Committee report in the Severn Trent Plc Annual Report and Accounts on page 87.

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Looking forward

We will continue as a Board to maintain the highest standards of corporate governance across the Company to support the delivery of our strategy, through delivery of our five-year business plan and focus on our climate change commitments to create long-term sustainable value. Over the next 12 months we will also be focused on delivering our challenging social and environmental commitments, as well as fostering the engagement of our employees and the diverse, inclusive culture we need to deliver our plans.

Conclusion

We hope you find this report useful and we welcome any suggestions on how we can add to its qualities in the future along with any comments you have on the current content.

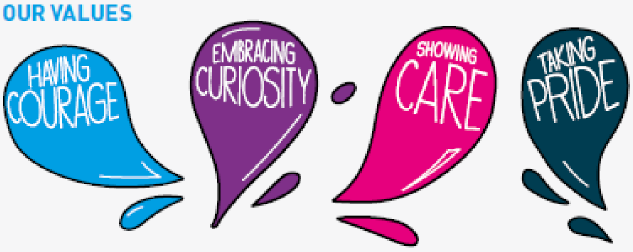
Christine Hodgson
Chair
10 July 2020

OUR NEW PURPOSE AND VALUES

OUR PURPOSE

TAKING
CARE OF ONE
OF **LIFE'S ESSENTIALS**

OUR VALUES



DOING THE RIGHT THING

To support the creation of long-term value for the mutual benefit of our employees, customers and communities, the Board recognises the importance of building and promoting a culture of integrity and openness, where inclusion and diversity are valued.

At the heart of Severn Trent's culture is a closely held set of values. Doing the Right Thing, our Code of Conduct, helps us put our values into practice. Our values and Code of Conduct embody the principles by which the Company operates and provide a consistent framework for responsible business practices.

The Board also has oversight of a number of accompanying Company policies. These policies, together with Doing the Right Thing, codify how to identify and deal with suspected wrongdoing, fraud or malpractice; how to ensure that the highest standards of safety are maintained; and how to apply good ethics and sound judgment.

The Board monitors and assesses the culture of the Company by regularly meeting with the Executive Committee and management, and reviewing the outcomes of employee surveys. We believe that our strong culture is a unique strength and we see the benefits in employee engagement, retention and productivity.

During the year, the Board has focused on deepening its understanding of the Company's culture even further, through a dedicated Company Purpose and Culture session in January 2020. The session was centred on the results of our employee survey, 'QUEST', and other relevant data. The Board considered the positive and more challenging aspects revealed by the survey and discussed the Company's approach to addressing areas of employee focus. Members of the Board also regularly attend the Severn Trent Company Forum, to listen directly to what employees have to say and for our employees to observe at first-hand matters that the Board is reviewing and considering.

At Severn Trent, we do not see corporate governance as something we do because we have to. We choose to see it as something that should be ingrained in the way we behave, how we make decisions, how we run our business and ultimately, how we build trust.

Board changes

The Board spent a significant amount of time considering succession planning during the year. The Board appointed a new Non-Executive Chair and a new Independent Non-Executive Director in accordance with its Board Diversity Policy.

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Andrew Duff retired on 31 March 2020 after nine years as Chair.
Christine Hodgson was appointed as an Independent Non-Executive Director on 1 January 2020 and Chair on 1 April 2020.
Sharmila Nebhrajani joined the Board as an Independent Non-Executive Director on 1 May 2020.

Read more in the Severn Trent Plc Nominations Committee report on page 90 of the Severn Trent Plc Annual Report and Accounts.

Governance improvements
Dedicated Board session reviewing our risk management processes, including the risk tolerance of the Company.
Appointment of a new Head of Internal Audit.
Launched our new Sustainable Finance Framework.
New s.172 Board processes implemented – with training across the Company.
Review and launch of our Sustainability Framework.
Our selected method of engaging with the workforce, through the Company Forum, was enhanced during the year. All Board members attend the Company Forum on a rotation basis to understand the views of the workforce. The Board considers that this is an excellent means of making sure that views across the organisation are considered in Board discussion and decision making.
Updated and approved the Board Committee Terms of Reference.

Major Board decisions
Seeking to enshrine Social Purpose as a licence condition.
Scrutinised AMP7 plans, including budget.
Strategy for Environmental Leadership.
Severn Trent's approach to Climate Change Adaptation.

BOARD OF DIRECTORS

The collective experience of the Directors and the diverse skills and experience they possess enables the Board to reach decisions in a focused and balanced way, supported by independent thought and constructive debate, crucial to ensuring the continued long-term success of the Company. Integrity and mutual respect are the cornerstones of relationships between our Directors, with a Board dynamic that supports open and honest conversations to ensure decisions are taken for the benefit of Severn Trent Water Limited in full consideration of the impact on all stakeholders.

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BOARD OF DIRECTORS

Christine Hodgson
CBE, BSc (Hons), FCA

Chair

N C R

Appointed:

Non-Executive Director on 1 January 2020, Chair on 1 April 2020.

Skills, competences and experience:

Christine brings extensive board and governance experience to the Company as well as a deep understanding of business, finance and technology leadership. She is a committed advocate of the need for companies to serve all of their stakeholders effectively and deliver their social purpose. Until her appointment as Chair of the Severn Trent Board, she was the Executive Chair of Capgemini UK Plc, one of the world's largest technology and professional services groups. Christine joined Capgemini in 1997 and built her career in a variety of roles including CFO for Capgemini UK Plc and for the Global Outsourcing business, CEO of Technology Services North West Europe and the Global Head of Corporate Social Responsibility.

Christine was previously an Independent Non-Executive Director of Ladbrokes Coral Group PLC until 2017. She is a fellow of the Institute of Chartered Accountants in England and Wales.

Other roles:

- Senior Independent Director of Standard Chartered Plc
- Trustee and Member of the Board of The Prince of Wales' Business in the Community
- Chair of The Careers and Enterprise Company Limited

Andrew Duff
BSc, FEI

Outgoing Chair, retired from the Board 31 March 2020

N C R

Appointed:

Non-Executive Director on 10 May 2010, Chairman on 20 July 2010.

Retired: 31 March 2020.

Skills, competences and experience:

Andrew's extensive experience of international and regulated business, strategic management and customer service in high profile, dynamic environments equipped him well for the role of Chairman of the Severn Trent Group. Andrew spent 16 years at BP Plc in marketing, strategy and oil trading. He joined National Power in 1998 and the Board of Innogy Plc upon its demerger from National Power in 2000. He played a leading role in its restructuring and transformation through the opening of competition in energy markets culminating in its subsequent sale to RWE in 2003. He became Chief Executive Officer of the successor Company and a member of the RWE Group Executive Committee until his retirement in 2010. He was a Non-Executive Director of Wolseley Plc from July 2004 until November 2013.

Other roles:

- Non-Executive Chairman of Elementis Plc
- Non-Executive Director of UK Government Investments Limited
- Member of the CBI President's Committee
- Fellow of the Energy Institute
- Senior Trustee of Macmillan Cancer Support

Olivia Garfield
BA (Hons)

Chief Executive

C D E

Appointed:

Chief Executive on 11 April 2014.

Skills, competences and experience:

Olivia (Liv) brings to the Board a wealth of experience managing customer service delivery and complex infrastructure and organisations in a regulated environment. Before joining Severn Trent, Liv was Chief Executive Officer of Openreach, part of the BT Group, where she spearheaded and oversaw the commercial roll-out of fibre broadband to two-thirds of the country. She joined BT in 2002 and held the pivotal roles of Group Director of Strategy and Regulation, Managing Director Commercial and Brands, Global Services and UK Customer Services Director. From 1998 to 2002, Liv worked for Accenture as a consultant in the Communications and High Tech Market Unit, designing and implementing business change solutions across a number of industry sectors.

Other roles:

- Non-Executive Director of Water UK
- CEO of the Council for Sustainable Business
- Member of the Takeover Panel and its Hearings Committee
- Director of Water Plus Limited – joint venture with United Utilities
- Member of The 30% Club

James Bowling
BA (Hons) Econ, ACA

Chief Financial Officer

D E T

Appointed:

Chief Financial Officer on 1 April 2015.

Skills, competences and experience:

James is a chartered accountant, who started his career with Touche Ross and brings significant financial management, M&A and business transformation expertise to the Board. Prior to joining Severn Trent, James was interim Chief Financial Officer of Shire Plc, where he had been since 2005, first as Head of Group Reporting and from 2008 as Group Financial Controller. Prior to joining Shire, James spent nine years at Ford Motor Company in various finance roles of increasing responsibility.

James has recent and relevant financial experience as a member of the Institute of Chartered Accountants in England and Wales.

Kevin Beeston
FCMA

Senior Independent Non-Executive Director

A N R

Appointed:

Independent Non-Executive Director on 1 June 2016, Senior Independent Non-Executive Director on 20 July 2016.

Skills, competences and experience:

Kevin has a wealth of commercial, financial and high level management experience. Previously, Kevin spent 25 years at Serco Plc, where he held the roles of Finance Director, Chief Executive and finally Chairman until 2010. Kevin was previously Chairman of Domestic & General Limited, Partnerships in Care Limited and Equiniti Group Plc, and was a Non-Executive Director of IMI Plc and Marston Corporate Limited. Until February 2020, Kevin was Chairman of Taylor Wimpey Plc, where he had been on the Board since 2010.

Kevin has recent and relevant financial experience as a fellow of the Chartered Institute of Management Accountants and was previously Finance Director at Serco Plc.

Other roles:

- Non-Executive Director of the Football Association Premier League Limited
- Non-Executive Chairman of Elysium Healthcare Limited

Director	Position	Board
Christine Hodgson	Chair (Appointed as an Independent Non-Executive Director on 1 January 2020 and as Chair on 1 April 2020)	2/2
Andrew Duff	Chair (Retired 31 March 2020)	7/7
Liv Garfield	Chief Executive Officer	7/7
James Bowling	Chief Financial Officer	7/7
Kevin Beeston	Senior Independent Non-Executive Director	7/7
John Coghlan	Independent Non-Executive Director	7/7
Dominique Reiniche	Independent Non-Executive Director	7/7
Philip Remnant	Independent Non-Executive Director	7/7
Angela Strank	Independent Non-Executive Director	7/7

John Coghlan
BCom, ACA

Independent Non-Executive Director

A T N

Appointed:

Independent Non-Executive Director on 23 May 2014.

Skills, competences and experience:

John has a wealth of experience in financial and general management. He spent 11 years at Exel PLC as Chief Financial Officer and ultimately as Deputy Chief Executive Officer until retiring in 2006. Since then, he has been a Director of publicly quoted and private companies across several sectors.

John has recent and relevant financial experience as a member of the Institute of Chartered Accountants in England and Wales.

Other roles:

- Non-Executive Director of O.C.S. Group Limited
- Non-Executive Director of Clarion Housing Association

Sharmila Nebhrajani
OBE, MA (Hons), ACA

Independent Non-Executive Director

A C N

Appointed:

Independent Non-Executive Director on 1 May 2020.

Skills, competences and experience:

Sharmila brings extensive board and governance experience, gained in a variety of roles spanning the private sector, public sector and NGOs. She brings sectoral experience from a range of regulated sectors including medicine, bioethics, financial services and the media. She is Chair Designate of the National Institute of Health and Care Excellence ('NICE') the organisation that assesses clinical and cost effectiveness of drugs, medical devices and interventions in health and social care. Her previous executive roles include Chief Executive of the Association of Medical Research Charities and Chief Operating Officer at BBC Future Media & Technology, where she managed the business functions of bbc.co.uk, including the launch of iPlayer. Previous non-executive roles include Chairman of the Human Tissue Authority, Deputy Chairman of the Human Fertilisation and Embryology Authority and Non-Executive of the Pension Protection Fund. In 2014, Sharmila was awarded an OBE for services to medical research.

Sharmila has recent and relevant financial experience as a member of the Institute of Chartered Accountants in England and Wales.

Other roles:

- Chair Designate of the National Institute of Health and Care Excellence
- Non-Executive Director of National Savings & Investments
- Trustee Director of Lifesight Limited
- Governor of the Health Foundation

Dominique Reiniche
MBA

Independent Non-Executive Director

C N

Appointed:

Independent Non-Executive Director on 20 July 2016.

Skills, competences and experience:

Dominique has a wealth of operational experience in Europe and has international consumer marketing and innovation experience. Dominique started her career with Procter & Gamble AG before moving to Kraft Jacobs Suchard AG as Director of Marketing and Strategy where she was also a member of the Executive Committee. Dominique previously held a number of senior roles at Coca-Cola Enterprises and at Coca-Cola Company, including President – Western Europe, President – Europe and Chairman – Europe. Dominique was a Non-Executive Director of Peugeot-Citroen SA until December 2015 and was a Non-Executive Director of AXA SA until April 2017.

Other roles:

- Chair of Eurostar International Limited
- Chair of CHR Hansen Holdings A/S
- Non-Executive Director of Mondi Plc
- Non-Executive Director of PayPal (Europe)

The Hon. Philip Remnant
CBE, FCA, MA

Independent Non-Executive Director

R A N T

Appointed:

Independent Non-Executive Director on 31 March 2014.

Skills, competences and experience:

Philip is a senior investment banker and brings substantial advisory and regulatory experience to the Board. A chartered accountant, he now holds a number of non-executive roles. Previously, Philip was Vice Chairman of Credit Suisse First Boston Europe and Head of the UK Investment Banking Department. Philip was Director General of the Takeover Panel for two years between 2001 and 2003, and again in 2010. He served on the Board of Northern Rock Plc from 2008 to 2010 and from 2007 to 2012 was Chairman of the Shareholder Executive.

Philip has recent and relevant financial experience as a fellow of the Institute of Chartered Accountants in England and Wales.

Other roles:

- Senior Independent Director of Prudential Plc
- Deputy Chairman of the Takeover Panel
- Chairman of City of London Investment Trust Plc
- Director and Trustee of St Paul's Cathedral Foundation

Angela Strank
DBE, FRS, FREng, CEng, FIChemE, DSc, PhD

Independent Non-Executive Director

C N R

Appointed:

Independent Non-Executive Director on 24 January 2014.

Skills, competences and experience:

Angela brings a wealth of strategic, technical and commercial experience to the Board. Angela is Head of Downstream Technology and Group Chief Scientist at BP Plc. She is a member of the Downstream Executive Leadership Team. Angela is responsible for enabling delivery of the Downstream strategic agenda through the development of differentiated technology advantage across the refining, fuels, lubricants and petrochemicals businesses. Since joining BP in 1982, she has held many senior leadership roles around the world in business development, commercial and technology, including in 2012, as Vice President and Head of the Chief Executive's Office. In 2010, Angela was the winner of the UK First Women's Award in Science and Technology recognising pioneering UK women in business and industry. Her track record and experience in strategy, operations, technology and transformational change are a complementary addition to the Board's skill set. In June 2017, Angela was recognised in the Queen's Birthday Honours List with the title Dame Commander of the Most Excellent Order of the British Empire ('DBE') for services to the oil and gas industry and encouraging women into STEM careers.

Other roles:

- Non-Executive Director of Rolls Royce Holdings Plc
- Non-Executive Director of SSE Plc
- Member of the Royal Society's Science, Industry and Translation Committee
- Member of the Royal Academy of Engineering Research Committee

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EXECUTIVE COMMITTEE


Olivia Garfield
BA (Hons)

Chief Executive

C D E

Please see full biography on page 72.

James Bowling
BA (Hons) Econ, ACA

Chief Financial Officer

D E T

Please see full biography on page 72.

Shane Anderson
BA (Hons) Econ

Appointed as Director of Strategy and Regulation on 1 April 2020

D E

Skills, competences and experience:

Shane was appointed Director of Strategy and Regulation in April 2020 having held the position of Head of Economic Regulation within Severn Trent since July 2015. Shane is an experienced regulatory economist, having spent the majority of his career dealing with regulatory issues for both regulated companies and regulators across the UK and Australia. He led on the development of the PR19 Business Plan, which led to Severn Trent being one of only three companies to receive Fast Track status.

Dr. Tony Ballance
BSc (Hons), MA (Econ), PhD

Director of Strategy and Regulation, who left the Company on 31 March 2020

D E

Skills, competences and experience:

Tony's extensive experience in utility policy, regulation and stakeholder engagement meant he was ideally placed to lead the Company's strategic, regulatory and external affairs work. Prior to joining Severn Trent, he held the posts of Chief Economist for Ofwat, Director of London Economics and Director of Stone and Webster Consultants.

Other roles:

- Member of Water UK Council
- Senior Independent Director of the National Forest Company
- Chairman of the Corporate Advisory Panel of the Regulatory Policy Institute

Sarah Bentley
BSc (Hons)

Chief Customer Officer

E

Skills, competences and experience:

Sarah is responsible for Customer Retail and Network operations, Group Technology and Transformation. She previously worked for Accenture as Managing Director of their £3 billion global digital business focused on digital marketing, mobility and analytics for customers, employees and the enterprise. Prior to Accenture, Sarah was CEO of Datapoint, an Alchemy backed company delivering CRM services, and Senior Vice President of eLoyalty, a global CRM and marketing consultancy. She was SVP of the European Business, led the sales and operations activity in North America and ran eLoyalty Ventures L.L.C. working in Silicon Valley, Austin and New York.

Other roles:

- Non-Executive Director of Lloyds Bank plc and Bank of Scotland plc
- Director and Secretary of Twizzletwig Limited

Dr. James Jesic
BEng (Hons), PhD, MIChemE, CEng

Managing Director of Production

E

Skills, competences and experience:

James brings a wealth of operational, strategic and environmental expertise to the Executive Committee. He has over 16 years' regulated business experience, gained in a number of senior leadership roles spanning the water sector. Throughout his career, James has delivered industry-leading customer service, environmental performance and operational transformation. In 2017, James was appointed as Managing Director of Production at Severn Trent, with responsibility for the operation of the Group's multi-billion pound asset base and the production and supply of drinking water to Severn Trent's 4.5 million customers. James is a chartered engineer, with a PhD in Chemical Engineering. He also attended Harvard Business School.

Martin Kane
BSc, CEng, CEnv, MICE, MIWEM, FIW

Special Adviser

E

Skills, competences and experience:

Martin joined Severn Trent Water in 1975 holding various senior roles, giving him an extensive and unique understanding of the design, construction and operation of water and waste water treatment plants, water distribution networks and sewerage systems. Martin was Director of Customer Relations for Severn Trent Water from May 2006 until January 2012, Chief Executive Officer of Severn Trent Services and Chief Engineer until November 2018. Martin remains on the Executive Committee advising on many key projects for the business.

Other roles:

- Chairman of the Guarantors of International Society for Trenchless Technology
- Chairman of the Coventry and Warwickshire Growth Hub

Bronagh Kennedy
BA (Hons)

Group General Counsel and Company Secretary

D E

Skills, competences and experience:

Bronagh joined Severn Trent in 2011 as Group General Counsel and Company Secretary. She is also responsible for compliance and assurance and the Group's Corporate Sustainability programme. During her career she has worked across several sectors including finance, leisure and hospitality and she has a broad range of corporate experience, having led FTSE100 company HR, communications, insurance, risk and health, safety and wellbeing functions. She has also been a Non-Executive Director on industry bodies such as the British Hospitality Association. Prior to moving in-house she was a senior associate solicitor in Allen & Overy's banking and insolvency group.

Other roles:

- Non-Executive Director and Chairman of the HR and Remuneration Committee of British Canoeing
- Member of the GC100 Group Executive Committee

Helen Miles
CIMA

Capital Delivery and Commercial Director

E

Skills, competences and experience:

Helen joined Severn Trent in November 2014 as the Chief Commercial Officer. Helen brings with her a breadth of commercial experience having worked within regulated businesses and sectors across telecoms, leisure and banking. As a member of the UK Board, Helen was instrumental in delivering HomeServe's future growth strategy and ensuring a sustainable, customer-focused business. As an experienced finance professional, Helen was previously Chief Financial Officer for Openreach, part of BT Group Plc, and has extensive experience of delivering major business transformation across the Group. Prior to BT Group, Helen worked in a variety of sectors and organisations such as Bass Taverns, Barclays Bank, Compass Group and HSBC.

Other roles:

- Non-Executive Director of the Royal Navy

Neil Morrison
BSc (Hons), FCIPD

Director of Human Resources

E

Skills, competences and experience:

Neil joined Severn Trent in August 2017 as Director of Human Resources. Neil started a career in HR management in 1996 and for the subsequent 12 years he worked in a variety of HR roles within FTSE100 companies, including Rentokil Initial and GUS (which latterly became Home Retail Group). Before joining Severn Trent, Neil worked at Penguin Random House taking responsibility for strategic people issues across their publishing and distribution offices in the UK, APAC, India and South Africa. He was one of the main leads in helping to steer and finalise the global merger between Random House and Penguin.

Andy Smith
BTech (Hons)

Managing Director, Business Services

E

Skills, competences and experience:

Andy was appointed to the role of MD, Business Services on its creation in 2014 having previously been responsible for the water business within Severn Trent Water. Andy brings to the role a broad range of executive and operational expertise gained from diverse sectors. He has worked in the UK and overseas with global businesses such as BP, Mars and Pepsi in both engineering, HR and operational management roles. Previously, he has served as a member of the Board at Severn Trent Plc and at Boots Group Plc.

Other roles:

- Non-Executive Director of Diploma Plc
- Director of Water Plus Limited – joint venture with United Utilities

Dr. Bob Stear
MEng (Hons), PhD, MCIWEM, CWEM, FIWater

Chief Engineer

E

Skills, competences and experience:

Bob was appointed Chief Engineer in November 2018 and is a chartered environmental engineer who joined Severn Trent in 1997 as a process technician. He has worked his way up through the Company via operational, engineering, strategic and innovation roles. In particular Bob played a key role in the transformation of the waste water business and successfully governed a c.£1.2bn capital programme. In 2013, Bob worked alongside the Government on the implementation of the 2014 Water Act. He has a PhD in waste water treatment and is Severn Trent's representative on the UK Water Industry Research Board.

Other roles:

- Director of the World Water Innovation Fund

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Governance Framework
We pride ourselves on having a high-functioning, well-composed, independent and diverse Board and being transparent in all that we do. Maintaining the highest standards of governance is integral to the successful delivery of our strategy. Our governance framework ensures that the Board is effective in both making decisions and maintaining oversight, whilst also adhering to our well-established culture of Doing the Right Thing.

THE BOARD

The Board's role is to ensure the long-term sustainable success of Severn Trent by setting our strategy through which value can be created and preserved for the mutual benefit of our shareholders, customers, employees and the communities we serve. The Board provides rigorous challenge to management and ensures the Group maintains an effective risk management and internal control system.

Informing ↓ ↑ Reporting

THE BOARD DELEGATES CERTAIN MATTERS TO ITS PRINCIPAL COMMITTEES – WHICH REPORT TO THE BOARD AT EVERY MEETING

Nominations Committee

Assists the Board by keeping the composition of appointments to the Board under review. The Committee also assists the Board on issues of Executive Director succession planning, conflicts of interest and independence.

Corporate Sustainability Committee

Provides guidance and direction to the Company's Sustainability Strategy based on our Code of Conduct 'Doing the Right Thing'. The Committee also reviews the Group's non-financial risks and opportunities.

Remuneration Committee

Determines the Company's policy on the remuneration of Executive Directors, other members of the Executive Committee and the Chair of the Board. The Committee also reviews workforce policies and practices.

Treasury Committee

Provides oversight of treasury activities in implementing the policies and the funding and treasury risk management plan approved by the Board. The Committee also reviews and approves the Group Treasury Policy Statements.

Audit Committee

Assists the Board in discharging its responsibilities for the integrity of the Company's financial statements, risk management, assessment of the effectiveness of the system of internal control and the effectiveness of Internal and External Auditors.

Informing ↓ ↑ Reporting

THE CHIEF EXECUTIVE AND THE SEVERN TRENT EXECUTIVE COMMITTEE ('STEC')

Responsibility for the development and implementation of the Group's strategy and overall commercial objectives rests with the Chief Executive who is supported by STEC.

Informing ↓ ↑ Reporting

DISCLOSURE COMMITTEE

An Executive Committee responsible for overseeing the Group's compliance with its disclosure obligations, considering the materiality, accuracy, reliability and timeliness of information disclosed and assessment of assurance received.

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CORPORATE GOVERNANCE STATEMENT

Structure of the Governance section

We have restructured and simplified the Governance section in our report this year to follow the structure of the 2018 UK Corporate Governance Code (the '2018 Code'), to demonstrate how we have voluntarily met the new requirements and aid navigation of the report.

BOARD LEADERSHIP AND COMPANY PURPOSE

An effective Board

The Board's role is to be effective in securing the long-term success of Severn Trent Water by ensuring the delivery of our strategy. Maintaining the highest standards of governance is integral to this, together with ensuring that the Board takes decisions that create sustainable long-term value for the mutual benefit of our customers, employees and the communities we serve.

The operation of our Board is supported by the collective experience of the Directors and the diverse skills and experience they possess. This enables the Board to reach decisions in a focused and balanced way, supported by independent thought and constructive debate between the Directors. Trust and mutual respect are the cornerstones of relationships between our Directors, with a Board dynamic that supports open and honest conversations to ensure decisions are taken for the benefit of Severn Trent Water in full consideration of the impact upon all stakeholders.

The requirements of the Board are clearly documented in the Severn Trent Water Limited Articles of Association, Charter of Expectations and Schedule of Matters Reserved to the Board. The Board reviewed and approved the Schedule of Matters Reserved to the Board in March 2020. All of these documents are available on the Severn Trent Plc website.

As outlined on page 95, there is a clear division of responsibilities between the roles of Chair and CEO. To allow these responsibilities to be discharged effectively, the Chair and CEO maintain regular dialogue outside the Boardroom, to ensure an effective flow of information.

All Directors have direct access to senior management at all times. Informal as well as formal contact with the wider business is encouraged to develop a deeper understanding of Severn Trent Water's operations and requests for further information are welcomed. This broadens the Directors' sources of information and enables them to consider the wider impact of any Board decisions on stakeholders more broadly. The effectiveness of the Board is reviewed at least annually and conducted according to the guidance set out in the 2018 Code and FRC Guidance on Board Effectiveness. You can read more about this year's process on page 98.

Strategy

Responsibility to all of our stakeholders for the approval and delivery of the Company's strategy and for creating and overseeing the framework to support its delivery sits with the Board. The Board also holds a dedicated strategy meeting with the Executive Committee to help consider the strategic direction of the Company for the short, medium and long term.

Responsibility for the development and implementation of the Company's strategy and overall commercial objectives rests with the Chief Executive who is supported by the Executive Committee.

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The Directors present their report and the audited financial statements, for the year ended 31 March 2020. The performance review of the Company can be found within the Strategic report. This provides detailed information relating to the Company, its business model and strategy, the operation of its business, future developments and the results and financial position for the year ended 31 March 2020.

Stakeholder engagement

Stakeholder engagement is central to our strategy. We are focused on driving long-term sustainable performance for the benefit of our customers and wider stakeholders. The Board's role is not to balance the interests of the Company and those of stakeholders; its role is to consider all the relevant factors and select the course of action that best leads to the success of Severn Trent Water in the long term. Our dedicated stakeholder engagement and s.172 statements on pages 27 and 29 respectively set out how the Board is supported in doing exactly that.

CAPITAL MARKETS DAY

On 4 March 2020, we held our sustainability-led Capital Markets Day. The objective of the day was to share our Environmental, Social and Governance ('ESG') ambitions with stakeholders and demonstrate how our ambitions on the environment and society make good business sense and deliver benefits for investors. We did this through covering five key areas:

- Our Triple Carbon Pledge – demonstrating our plans to reduce demand and increase renewable supplies to meet our carbon commitments.
- Restoring the natural habitat – how we're embracing natural solutions and using data and customer behaviour to enhance our catchments.
- Managing water scarcity – the role we play in the national water resource market and what we're doing on our own network and in customers' homes.
- Helping people to thrive – what we do to support customers, colleagues and communities, to make a real impact on people's lives.
- Being a company you can trust – outlining our approach to governance and our new Purpose and Values.

We were joined by 76 external attendees, higher than our prior year attendance. There was representation from a range of investors and analysts, ESG-specific organisations, UK Government, Business in the Community and Will Hutton from the Purposeful Company.

For those unable to attend, we issued a detailed announcement on the morning of the event, and published content on our new corporate website dedicated to the day, which included all of the materials and videos of each session.

KEY BOARD ACTIVITIES IN 2019/20

The key activities considered by the Board during the year are set out below. The Board recognises the value of maintaining close relationships with its stakeholders, understanding their views and the importance of these relationships in delivering our strategy and the Company's purpose. The key stakeholders and their differing perspectives are taken into account as part of the Board's discussions. You can read more in our s.172 statement on page 29.

Board meetings follow a carefully tailored agenda that is agreed in advance by the Chair, in conjunction with the CEO and Company Secretary. A typical Board meeting will comprise reports on operational and financial performance, legal and governance updates and one or two detailed deep dives into areas of particular strategic importance. Details of the Directors' attendance at the scheduled meetings that took place during the year can be found on page 87.

PERFORMANCE	
CEO Review	The CEO led discussions focusing on general business performance, key strategic initiatives under way, environmental matters such as biodiversity, environmental leadership and climate change and health and safety.
Operational Performance Reviews	Received reports detailing performance against key targets and ODIs, environmental matters and health and safety.
Commercial and Capital Delivery Reports	Reviewed progress on delivering against our ODI targets for major capital programmes and health and safety.

FINANCIAL	
CFO Review	The CFO led discussions focusing on financial performance of the Company. Discussions included: Financing Updates – overseen by the Severn Trent Plc Treasury Committee; and Tax Updates – including the approval of the Company's Tax Strategy.
Budget	Considered performance vs the 2019/20 Company Budget and agreed the 2020/21 Budget.
Results and Regulatory Reporting	On the recommendation of the Severn Trent Plc Audit Committee, reviewed and approved the Annual Report and Accounts and Annual Performance Report.
Viability Statement Updates	Agreed the viability statement period to be reported in the Annual Report and Accounts.
Pension Scheme Updates	Received updates on the pension schemes and triennial actuarial valuation.

ENVIRONMENTAL	
Climate Change Adaptation	Received an update on climate change projections and considered climate risks applicable to Severn Trent Water. Reviewed the approach for the Company's Climate Change Adaptation report, including PR24 considerations and stakeholder engagement.
Strategy for Environmental Leadership	Considered the Company's Environmental Strategy and committed to steps in respect of biodiversity, water treatment wetlands, tree planting and catchment management.
Biodiversity	Received regular updates on the Company's target to improve at least 75 hectares of SSSIs and other designated sites by the end of AMP6.

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RISK MANAGEMENT	
Enterprise Risk Management	Conducted half-yearly reviews of the ERM Risk Register, covering core internal and external risks, risks driven by business change and emerging risks. A separate Board risk workshop was also held during the year.
Review of Effectiveness of Risk Management and Internal Controls	Reviewed the risk management and internal controls in place across the Company and determined their effectiveness.
Deep Dives on Risks	Cyber Risk – Assessed the progress made to maintain and improve cyber security systems. Reservoir Risk – Scrutinised the processes, internal controls and resources in place to manage reservoir risk, extend asset life and guarantee serviceability.

STRATEGIC DEEP DIVES	**At each meeting, the Board receives one or two detailed deep dives into areas of particular strategic importance to evaluate progress, provide insight and, where necessary, decide on appropriate action. Some examples are provided below.**
AMP7 Preparedness	Received an update on the detailed AMP7 delivery plan and considered the learnings of the PR19 Draft and Final Determinations.
Bioresources Advanced Digestion Investment	Considered and approved investment in advanced anaerobic digestion through thermal hydrolysis and biomethane enhancement.
Birmingham Resilience Programme Update	Received regular updates on the Birmingham Resilience and Elan Valley Aqueduct programmes. Members of the Board also visited the site during the year.
C-MeX	Received a detailed update on the refreshed C-MeX approach to improve customer outcomes.
Becoming a Purposeful Company	Discussed and approved a request to Ofwat for the adoption of a new Social Purpose licence condition in Severn Trent Water's Licence to demonstrate our commitment to being a Purposeful Company.
World Water Innovation Fund Update	Received an update on the work of the Fund in sharing best practice and conducting innovation trials to enable more rapid technology adoption across the sector.
Brexit	Discussed preparations, scenario planning and impact assessments along with the options for mitigating potential risks.
Board Strategy Day	We held a dedicated Board Strategy Day in June 2019 to consider AMP7 delivery, sector legitimacy and the Company's carbon and energy strategy.

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COVID-19	Received at least weekly updates on the Company's preparations, scenario planning and impact assessments along with actions being taken across the Company.

GOVERNANCE, LEGAL AND REGULATORY	
Governance, Regulatory and Legal Updates	Monitored regulatory and legislative developments, including renationalisation, and considered any potential impact on the Company's operations. Received regular litigation reports from the Company's legal team. Considered and agreed to proposed Licence modifications. On the recommendation of the Severn Trent Plc Corporate Sustainability Committee, approved the Modern Slavery Statement.
Board Succession Planning and Diversity	On the recommendation of the Severn Trent Plc Nominations Committee, considered the arrangements for Board Succession Planning and approved: - The appointment of Christine Hodgson as Chair Designate; and - The appointment of Sharmila Nebhrajani as Non-Executive Director.
Board Effectiveness Evaluation	Reviewed progress against the Action Plan for 2019/20 and set the Action Plan for 2020/21. Conducted an internally facilitated Board evaluation covering the Board's effectiveness, processes and ways of working.

WORKFORCE, CULTURE AND VALUES	
Our Culture	Reviewed the results of the annual QUEST survey and identified areas for improvement and appropriate courses of action. Satisfied itself that workforce policies and practices are consistent with Company's values and culture. Received updates from Directors following attendance at the Company Forum. Discussed gender pay, the development of women into senior roles and driving greater diversity and inclusion in terms of gender, ethnicity and social background.
Talent Development and Succession Planning	Received an update on the evolution and development of talent acquisition and succession planning.
Severn Trent Academy	Monitored progress towards developing our Academy to enable us to be technically brilliant where it matters most.

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Company Purpose and Values	Reviewed our new Company Purpose and Values, including inputs from the workforce and Company Forum in its development.

OPERATIONAL SITE VISITS	**The Board, and individual Directors, undertook site visits during the year, to deepen their understanding of the Company's operations and further inform the Board's decision making in creating sustainable long-term value for the mutual benefit of stakeholders. Christine Hodgson undertook 12 site visits as part of her induction.**
Wonderful Water Tour	Our Board immersed themselves in our Wonderful Water Tour, an innovative educational roadshow available to every primary school in the Midlands.
Birmingham Resilience Programme	Members of the Board visited the site of our largest capital project to observe progress first-hand and met the teams involved.

DIVISION OF RESPONSIBILITIES

There is clear division between Executive and Non-Executive responsibilities which ensure accountability and oversight. The roles of Chair and Chief Executive are separately held and their responsibilities are well defined, set out in writing and regularly reviewed by the Board.

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DIVISION OF RESPONSIBILITIES

There is clear division between Executive and Non-Executive responsibilities which ensure accountability and oversight. The roles of Chair and Chief Executive are separately held and their responsibilities are well defined, set out in writing and regularly reviewed by the Board.

Director	Responsibility
Chair Andrew Duff – retired from the Board 31 March 2020. Christine Hodgson – appointed as Independent Non-Executive Director on 1 January 2020 and as Chair on 1 April 2020.	– Leads our unified Board and is responsible for its effectiveness. – Sets agendas and ensures timely dissemination of information to the Board, to support sound decision making and allow for constructive discussion, challenge and debate, in consultation with the CEO, CFO and Company Secretary. – Responsible for scrutinising the performance of the Executive Committee and overseeing the annual Board Effectiveness evaluation process. – Facilitates contribution from all Directors and ensures that effective relationships exist between them. – Ensures that the views of all stakeholders are understood and considered appropriately in Board discussion and decision making.
Senior Independent Non-Executive Director Kevin Beeston	In addition to his responsibilities as a Non-Executive Director, Kevin also: – Supports the Chair in the delivery of their objectives. – Leads the appraisal of the Chair's performance with the Non-Executive Directors. – Undertakes a key role in succession planning for the Board, together with the Board Committees, Chair and Non-Executive Directors.
Independent Non-Executive Directors John Coghlan Sharmila Nebhrajani Dominique Reiniche Philip Remnant Angela Strank	– Monitor the delivery of strategy by the Executive Committee within the risk and control framework set by the Board. – Satisfy themselves that internal controls are robust and that the External Audit is undertaken properly. – Engage with internal and external stakeholders and feed back insights to the Board, including in relation to employees and the culture of the Company. – Constructively challenge and assist in the development of strategy. – Have a key role in succession planning for the Board, together with the Board Committees, Chair and SID.
Chief Executive Liv Garfield	– Represents Severn Trent externally to all stakeholders, including our employees, the Government and regulators, customers, suppliers and the communities we serve. – Develops and implements the Group's strategy, as approved by the Board. – Sets the cultural tone of the organisation. – Facilitates a strong link between the business and the Board to support effective communication. – Responsible for overall delivery of commercial objectives of the Group. – Promotes and conducts Group affairs with the highest standards of integrity, probity and corporate governance, in line with our strategic framework and values.
Chief Financial Officer James Bowling	– Manages the Group's financial affairs. – Supports the CEO in the implementation and achievement of the Group's strategic objectives. – Represents Severn Trent externally to all stakeholders, including our employees, the Government and regulators, customers, Pension Trustees for the Company's defined benefit pension schemes, lenders, suppliers and the communities we serve.
Company Secretary Bronagh Kennedy	– Ensures sound information flows to the Board in order for the Board to function effectively and efficiently. – Advises and keeps the Board updated on best practice corporate governance developments. – Facilitates a comprehensive induction for newly appointed Directors, tailored to their individual requirements. – Ensures compliance with Board procedures and provides support to the Chair. – Co-ordinates the performance evaluation of the Board in conjunction with the Chair. – Provides advice and services to the Board.

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Conflicts of interest

Our Board considers potential conflicts of interest, in accordance with the Company's Conflict of Interest Policy, at the outset of every meeting and the Board formally reviews the authorisation of any potential conflicts of interest every six months with any conflicts being recorded in the Conflicts of Interest Register. The Conflicts of Interest Register sets out any actual or potential conflict of interest situations which a Director has disclosed to the Board in line with their statutory duties and the practical steps that are to be taken to avoid conflict situations. When reviewing conflict authorisations, the Board considers any other appointments held by the Director as well as the findings of the Board Effectiveness evaluation. The Policy continues to be applied practically throughout the year.

COMPOSITION, SUCCESSION AND EVALUATION

Board composition
As at the date of this report, our Board comprised the new Chair (who was independent on appointment), six independent Non-Executive Directors and two Executive Directors. The details of their career background, relevant skills, Committee membership, tenure and external appointments can be found within their individual biographies on page 87. Further detail on the role of the Chair and members of the Board can be found on page 95

The Chair, Senior Independent Director and Non-Executive Directors are appointed for a three-year term, following consideration of the annual Board Effectiveness evaluation outputs. This term can be renewed by mutual agreement, up to a maximum total tenure of nine years. The current Letters of Appointment are available on the Severn Trent Plc website.

The composition and effectiveness of the Board is subject to regular review by the Severn Trent Plc Nominations Committee which, in particular, considers the balance of skills, experience and independence of the Board, in accordance with the Board Diversity Policy, the statement for which is available on the Severn Trent Plc website. Any new appointments to the Board result from a formal, rigorous and transparent procedure, responsibility for which is delegated to the Severn Trent Plc Nominations Committee (although decisions on appointments are a matter reserved for the Board). Further information on the work of the Severn Trent Plc Nominations Committee can be found on pages 87 to 90 within the Severn Trent Plc Annual Report and Accounts.

The Board has fully considered Board succession during the course of the year to ensure that the Board has the right mix of skills and experience, as well as the capability to provide constructive challenge and promote diversity.

Board training and development
The environment in which we operate is continually changing. It is therefore important for our Directors to remain aware of recent, and upcoming, developments and keep their knowledge and skills up to date. Our Board Effectiveness process includes training discussions with the Company Secretary and, as required, we invite professional advisers and subject matter experts to provide in-depth updates. These updates are not solely reserved for legislative developments but aim to cover a range of strategic issues including, but not limited to, the economic and political environment, environmental, technological and social considerations. Our Company Secretary also provides regular updates to the Board on regulatory and corporate governance matters. The Board activities schedule on pages 90 to 94 sets out further detail on the topics covered during the year.

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The aim of the training sessions is to continually refresh and expand the Board's knowledge and skills. In doing so, the Directors can contribute to discussions on technical and regulatory matters more effectively. The sessions also serve as an opportunity for the Board to discuss strategy and risks with management below Executive Committee level and gain further direct insight into our businesses and management capability.

Informal Board interactions
The Board also meets more informally, in the form of Board dinners, outside of the scheduled Board meeting calendar. These sessions are important in building and maintaining successful relationships and promoting a culture of openness in Board discussions. Senior management and external stakeholders are often invited to attend these sessions.

Directors' resources
Directors also have access to our online resource library, which is continually reviewed and updated. The library includes a Corporate Governance Manual and briefings on Board training session topics. It also contains a further reading section which covers updates and guidance on changes to legislation and corporate governance best practice.

Directors' skills and experiences
An effective Board requires the right mix of skills and experience. Our Board is a diverse and effective team focused on promoting the long-term success of the Company. The matrix below details some of the key skills and experience that our Board has identified as particularly valuable to the effective oversight of the Company and execution of our strategy.

Board skills and experience

Topics	Olivia Garfield	James Bowling	Christine Hodgson	Kevin Beeston	Philip Remnant	John Coghlan	Dominique Reiniche	Angela Strank	Sharmila Nebhrajani
Strategy	●	●	●	●	●	●	●	●	●
M&A	●	●	●	●	●	●	●	●	
Corporate finance/treasury		●	●	●	●	●			●
Accounting		●	●	●	●	●			●
Regulation	●	●	●	●	●				●
Technology/innovation	●		●			●	●	●	●
Customer	●		●	●			●	●	
Brands			●	●			●	●	
Engineering								●	
Utility sector	●	●	●	●	●	●	●	●	
Environmental science, including climate change			●					●	
People management	●	●	●	●			●	●	●
Commercial procurement	●	●	●	●	●		●	●	
Construction/infrastructure delivery	●			●				●	
Large capital programmes	●	●	●			●	●	●	
Political affairs	●		●	●	●	●	●	●	●

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Board evaluation

Our annual Board evaluation provides the Board with an opportunity to consider and reflect on the quality and effectiveness of its decision making, the range and level of discussion and for each member to consider their own contribution and performance. This year, the review was facilitated internally by the Company Secretary, who is well placed as an independent sounding board to the process. The approach we took was to explore some of the themes from last year's action plan and design an interview matrix to understand where improvements had been made and where further focus is needed. The matrix was discussed in comprehensive one-to-one meetings with the Company Secretary, with additional input from the Chair and Senior Independent Director. These meetings took place during February 2020. The key themes were shared with the Board along with a 2020 action plan. An externally facilitated evaluation was last conducted by Manchester Square Partners in 2017/18. The 2020/21 process will be externally facilitated, and potential providers are currently being considered.

STEP 1 – 2019/20 Process Planning	The Company Secretary undertook a detailed review of the Board Effectiveness evaluation process in 2018/19 and restructured our interview matrix to cover matters highlighted in the prior year review and recommendations of the 2018 Code, Parker Review and FRC Guidance on Board Effectiveness.
STEP 2 – One-to-One Meetings	Board members participated in comprehensive one-to-one meetings with the Company Secretary, with additional input from the Chair and Senior Independent Director. The outgoing Chair's performance evaluation was led by the Senior Independent Director.
STEP 3 – Evaluation and Reporting	The Company Secretary compiled the individual responses, including analysis of themes and proposed actions. A detailed report, setting out the findings of the evaluation was provided to the Chair for consideration. The Company Secretary and the Chair met to discuss the findings with the resulting report being tabled to the Board in March 2020.
STEP 4 – Agree Actions and Monitor Progress	The findings of the evaluation exercise were fully considered when making recommendations in respect of the re-election of individual Directors and included an assessment of their independence, time commitment and individual performance.

Evaluation Findings

The evaluation concluded that excellent progress had been made in respect of areas for further focus identified in the 2018/19 review as detailed below.

Evaluation Action 2018/19	Progress
Succession Planning Opportunity to apply more focus to succession planning, in full consideration of Director tenure and the Parker Review recommendations on diversity.	Talent and Succession Planning is now a standing Board agenda item. Significant focus has been given to Board succession during the year in full consideration of the Parker Review, with Christine Hodgson and Sharmila Nebhrajani joining the Board.

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	A forward programme for Non-Executive Director recruitment, including a skills matrix, has also been developed during the year. Our Board skills matrix can be found on page 97.
Balance of Debate The Board noted the excellent chairing of Board discussions despite challenging agendas during the year. Opportunity to allocate additional time on the Board agenda to engage personally with presenters and discuss matters more informally.	Board meetings have been restructured to allow additional time to engage informally with presenters and discuss matters as a Board. A broader pool of presenters now attend Board meetings and attend informal Board dinners.

The key theme highlighted in the 2019/20 evaluation was positive Board discussion dynamics. It was noted that all Directors fostered a culture of open, constructive debate, undertaken by a respectful and cohesive, and appropriately challenging Board.

The evaluation also concluded that the Board was effective and that all Directors were considered to have demonstrated considerable commitment and time to their roles, well in excess of that required by the Charter of Expectations notwithstanding any other positions held by them outside of Severn Trent. Minor areas for further development of the Board's effectiveness were as detailed below.

Board Forward Agenda
The Board noted the excellent chairing of Board discussions despite challenging agendas to consider the PR19 process and outputs. Opportunity to allocate additional time on the Board agenda to consider fewer, more strategic, visionary and forward-looking topics with a focus on the opportunities available through the deployment of technology and innovation.

The Board observed that significant time had been devoted to the performance review section of the agenda, which had enabled Non-Executive Directors to gain a deep understanding of the operational challenges facing the business and really get to know the accountable Executive Committee members. Now that this knowledge was well embedded, the time allocated to this section of the meeting could be reduced, with regular updates being considered outside of the formal meeting environment with deep dives into specific topics as required.

Risk Management
Opportunity to make additional enhancements to the Company's Enterprise Risk Management ('ERM') approach to risk. A dedicated ERM Board workshop was held in March 2020, scheduled outside of the normal Board meeting calendar, to discuss and agree next steps. An update is scheduled to be discussed by the Board in October 2020.

As part of the evaluation, full consideration was given to the number of external positions held by the Non-Executive Directors. Directors' other appointments were reviewed, including the time commitment required for each. The Severn Trent Plc Nominations Committee did not identify any instances of overboarding and confirms that all individual Directors have sufficient time to commit to their appointment as a Director of Severn Trent Water. No approvals were sought during the year for any significant external appointments. The full list of external appointments held by our Directors can be found on page 87. All of our Non-Executive Directors are considered to be independent.

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Induction programme
We develop a detailed, tailored induction for each new Director. This includes one-to-one meetings with the Chair and each of the existing Directors. They have one-to-one meetings with the CEO, CFO and the Company Secretary along with other members of the Executive Team. They also meet members of the operational teams and visit our key operational sites and capital projects to ensure they get a first-hand understanding of the water and waste water businesses.

New Directors receive a briefing on the key duties of being a Director of a regulated water company and they also meet with Ofwat as part of the appointment process. We continually enhance the Board's induction process, building in feedback from new appointees and the Board Effectiveness evaluation. For an in-depth look at Christine Hodgson's induction, please see below.

Chair's induction
Christine's induction spanned 26 days. She visited 12 sites and met 230 of our employees to gain a thorough knowledge and understanding of Severn Trent and our culture. A member of our Executive Team, Martin Kane (who has over 45 years' experience at Severn Trent), accompanied Christine on all of her induction meetings in order to answer any questions in the moment and reinforce her understanding of our business. A summary of her key induction visits and events is set out below.

Meeting our people and stakeholders

November 2019 - January 2020	Individual meetings with Non-Executive Directors
November 2019 - January 2020	Individual meetings with Executive Committee members
6 December 2019	Deep dives into Internal Audit and risk management processes
16 December 2019	Briefing on the Remuneration Committee to gain an overview of how our Remuneration Policy ensures a clear link between performance and pay for executives. Meeting with remuneration advisers, PwC
January-February 2020	Meetings with key stakeholders, including Ofwat, DWI, Defra, EA, CCW
4 February 2020	Deep dives into Treasury and Pensions
March 2020	Christine attended our Company Forum to understand first-hand the views of our workforce across the organisation
	Operational site visits to understand our key business areas first-hand:
20 December 2019	Water Distribution – including site visit to Edgbaston Distribution Works
23 December 2019	Water Treatment – including site visit to Church Wilne Water Treatment Works
7 January 2020	Waste Water – including site visit to Spernal Sewage Treatment Works
9 January 2020	Sewerage Network – including site visit to Barnhurst Works
27 January 2020	Business Services – including site visits to Coleshill and Minworth
11 February 2020	Capital Projects – including Birmingham Resilience Programme ('BRP'), Frankley and EVA schemes

"My induction into Severn Trent has been very comprehensive and professionally organised. The highlight for me has been meeting, and listening to the views of, our people and experiencing the Severn Trent culture first hand. Their passion and commitment to serve all our stakeholders is palpable." Christine Hodgson, Chair.

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INDUCTION DEEP DIVE

Birmingham Resilience Programme ('BRP')

BRP will secure a second source of water supply for Birmingham and safeguard one of our oldest, but most strategic and efficient, water resources for years to come.

09.00 – 09.15

TEAM INTRODUCTION

Introduction to the team delivering the BRP scheme, the biggest water enhancement project in the sector in AMP6.

Christine met the team responsible for delivering BRP, including:

- Programme Director;
- Head of Capital Delivery;
- Project Manager – Raw Water Workstream; and
- Regional Director of the Supply Chain Partner.

She heard the views and experiences of the workforce delivering BRP and received an update on progress to date.

09.15 – 09.30

HISTORY OF BIRMINGHAM WATER

Our Executive Director, Martin Kane, provided an overview of the 100 year old, 120 km long Elan Valley Aqueduct, the primary water supply to Birmingham, and outlined how BRP would safeguard this important asset.

09.30 – 10.00

WHAT WE ARE DELIVERING FOR BRP

Our BRP Programme Director provided an overview of the two elements of the scheme as follows:

- New abstraction point on the River Severn together with a raw water pumping station and 20 km pipeline; and
- New treatment stream at Frankley Water Treatment Works capable of treating raw river water.

She also provided Christine with an overview of the benefits and success factors for BRP and the use of innovative techniques being deployed by teams to achieve the progress to date.

10.00 – 10.15

RAW WATER TEAM INTRODUCTION

Introduction to the team delivering the raw water project at Lickhill, including supply partners. Detailed safety induction to understand how our health and safety procedures operate in practice.

Christine spent time meeting our supply chain partners' teams, listening to their views and experiences working with, and for, Severn Trent on BRP.

The health and safety briefing enabled Christine to observe first-hand the robust health and safety processes we have in place for our workforce.

10.15 – 12.45

INTAKE AND PUMPING STATION SITE VISIT

Christine visited the Lickhill intake, which has a gravity pipeline running to the pumping station. The station has the capability of pumping 140 Ml/d of river water along the 26 km pipeline to Frankley water treatment works.

12.45 – 13.45

LUNCH AND INTRODUCTION TO THE TREATED WATER TEAM

The Technical Lead took Christine through the new treatment process using a 3D modelling tool to put this new innovative process plant into context.

13.45 – 14.00

TREATED WATER SAFETY INDUCTION

Prior to undertaking a tour of the site Christine undertook the safety induction which is given to everyone on site to ensure they are aware of the hazards presented by the existing treatment plant and the construction work.

14.00 – 15.30

BRP FRANKLEY SITE TOUR

Christine was accompanied by the Contractor's Project Director, the BRP Project Director and the Treated Water Technical Lead on a tour of the new treatment works stream assets at Frankley Water Treatment Works commencing from Frankley reservoir.

Christine observed the scale of the treatment processes described during the 3D model presentation earlier in the day.

15.30 – 16.00

EVA SCHEME

Christine received an overview of the Elan Valley Aqueduct scheme to understand first-hand the scale of the scheme and complexity of the connections required.

16.00 – 16.30

PROJECT MILESTONE UPDATE

Our BRP Programme Director updated Christine on the final milestones to be delivered to complete the project.

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Diversity

As highlighted earlier in the report, the Board continues to drive the agenda of diversity across the Company and are proud of the progress made, especially in respect of female representation on the Board and Executive Committee (now at 56% and 36% respectively effective 1 May 2020). We are also very proud to have both a female Chair and female Chief Executive and a member of the Board from an ethnic minority background.

A breakdown by gender of the number of persons who were Directors of the Company, senior managers, as defined in the 2018 Code and Companies Act 2006, and other employees as at 31 March 2020 is set out below.

Employee Population	Male	Female	Ethnic Minority
Board	6	4	0
Strategic Leader and Director	33	24	4
All Employees	4561	1901	585
Graduates	42	19	18
Apprentices	78	22	13

Parker Review – BAME diversity

The Board remains focused on promoting broader diversity, and creating an inclusive culture in line with the recommendations of the Parker and McGregor-Smith reviews. A diverse organisation benefits from differences in skills, regional and industry experience, background, race, gender, sexual orientation, religion, belief and age, as well as culture and personality.

The Board Diversity Policy (the ‘Policy’) was reviewed in April 2020, with recommended updates approved by the Board. As part of Board discussions, recognition was given to the importance and benefits of greater diversity, including gender diversity, social and ethnic background and cognitive and personal strengths throughout the organisation, including on the Board itself. The objectives and targets of the Policy, and an update against each of them, are set out below. A copy of the Policy is available on the Severn Trent Plc website.

Board Diversity Policy – Objectives and progress against targets

When recruiting for our new Chair and Non-Executive Director the Committee ensured that the recruitment processes were in line with our Board Diversity Policy to include candidates from diverse backgrounds and those with non-listed company experience. We were pleased to appoint Sharmila Nebhrajani on 1 May 2020 as Non-Executive Director of the Company. Sharmila went through a rigorous recruitment process and we are delighted to welcome Sharmila to the Board and look forward to her contribution over her tenure with the Company.

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Policy objectives	Implementation	Progress against objectives
Ensure the Board comprises an appropriate balance of skills, experience and knowledge required to effectively oversee and support the management of the Company.	Annual review of the Board's composition with particular consideration being given to the balance of skills, experience and independence of the Board. The Board Effectiveness evaluation specifically considers the composition of the Board and the contribution, commitment and independence of individual Directors.	A formal review was undertaken in March in regards the composition of the Board and the performance, contribution and commitment of individual Directors in the context of the Board Effectiveness evaluation. No concerns were raised in relation to the composition of the Board. Regular updates in respect of succession planning fully consider the Board's Diversity Policy and its aims to increase the ethnic diversity of the Board in line with the recommendations of the Parker and McGregor-Smith reviews.
Ensure consideration is given to candidates for Non-Executive Director Board appointments from a wide pool.	The Board recognises the importance and benefits of greater diversity, including gender diversity, social and ethnic background and cognitive and personal strengths, throughout the organisation, including on the Board itself.	Two Board appointments were made during the year: (1) the Non-Executive Chair and (2) a Non-Executive Director. The recommendations in respect of these Board appointments were conducted in full consideration of the Policy, 2018 Code and additional relevant guidance. We were pleased to appoint a female Chair and a female Non- Executive Director from a BAME background. The Company ensured that Korn Ferry presented a diverse potential candidate list.
Ensure Board appointment 'long lists' include diverse candidates, including diversity of social and ethnic backgrounds and cognitive and personal strengths.	The Board recognises the importance and benefits of greater diversity, including gender diversity, social and ethnic background and cognitive and personal strengths, throughout the organisation, including on the Board itself.	Two Board appointments were made during the year: (1) the Non-Executive Chair and (2) a Non-Executive Director. The recommendations in respect of these Board appointments were conducted in full consideration of the Policy, 2018 Code and additional relevant guidance, with a selection of diverse candidates being included in the long lists. We were pleased to appoint a female Chair and a female Non-Executive Director from a BAME background.
Ensure the Board only engage executive search firms that have signed up to the voluntary code of conduct on gender diversity and best practice.	The Company only engages with executive search firms that have signed up to the voluntary code of conduct on gender and BAME diversity and best	We continue only to engage with executive search firms that have signed up to the voluntary code of conduct on gender and BAME diversity and best practice.

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	practice.	
Ensure focus is given to the development of a pipeline of diverse high calibre candidates for Board level roles and report annually on the diversity of the Executive pipeline as well as the diversity of the Board.	Regular Board consideration of the importance and benefits of greater diversity including gender diversity, social and ethnic background and cognitive and personal strengths. This includes representation of these cohorts in the Company's talent pipeline and on the Board itself.	In March, consideration was given to diversity and inclusion within the Company. The Board committed to building on existing graduate, apprentice and leadership programmes to embed inclusivity in our succession planning and talent development work. This included discussion on strengthening our talent pipeline, with an enhanced focus on ensuring appropriate representation from minority ethnic candidates, as well as other relevant diverse cohorts. This was also an area of specific focus within the Board Succession Planning discussions that took place during the year. The diversity of our Executive pipeline is disclosed on page 102.

Policy Targets	Progress against Target
33% female share of Board Directors by 2020.	56% female representation on our Board as at 1 May 2020.
Minimum of one Board Director from an ethnic minority background by 2021.	In line with the Principles of the Parker Review, the Board has been actively looking to appoint a Non-Executive Director from a BAME background for a few years. The calibre of the candidates identified in this year's search was outstanding and it was after careful deliberation that the Board approved the appointment of Sharmila Nebhrajani to the Board.

Chair Succession

One of the key activities during the year was the Company's search for a new Chair. This process was led by our Senior Independent Director, Kevin Beeston, with support from the whole Board and Bronagh Kennedy, Company Secretary. A summary of the process overseen by Kevin Beeston is set out below. Kevin Beeston chaired all meetings when it met to discuss the appointment of Andrew Duff's successor. In line with the provisions of the Board Diversity Policy, the executive search firm selected by the Company, Korn Ferry, was signed up to the voluntary Code of Conduct on gender and BAME diversity and best practice.

A key factor in the Chair succession plan was the importance of retaining the culture of the Company, which is a valuable core strength of Severn Trent. It was clear that as part of the recruitment process for the new Chair due consideration had to be given to the suitability of the

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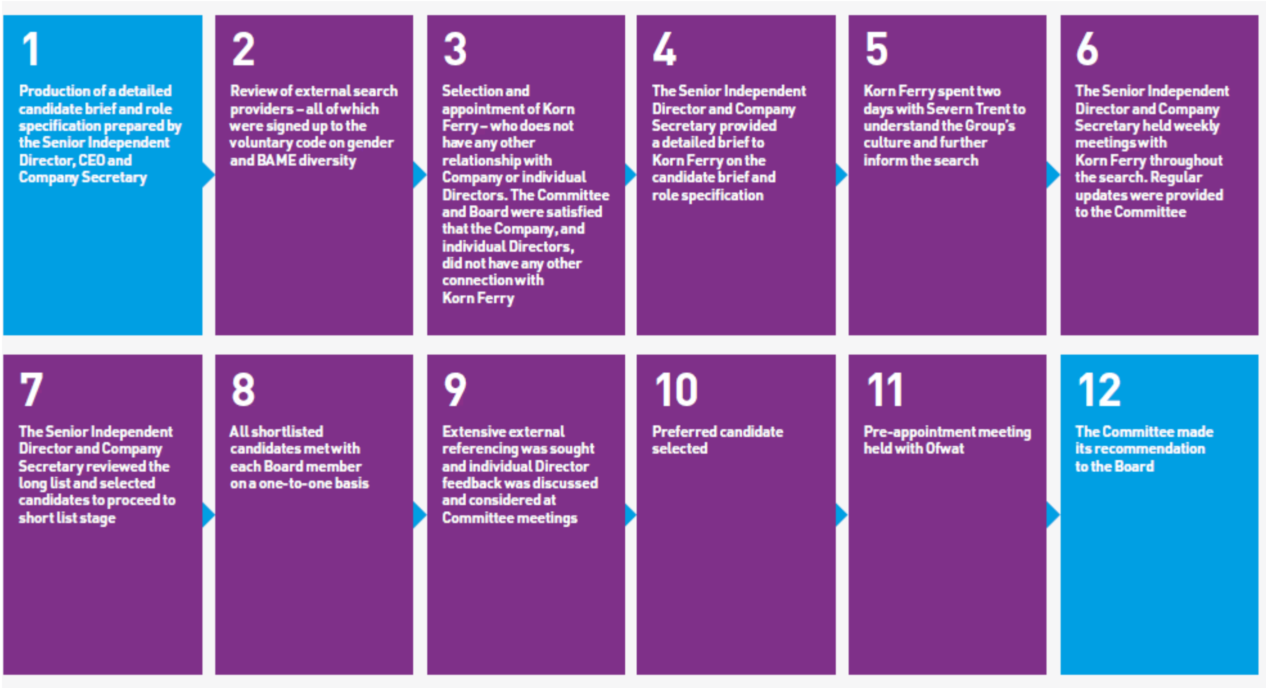
candidate to continue to build on the Company's purpose, values and culture. The Board approved the Chair's role specification. Extensive references were sought in respect of the preferred candidates, from investors, peers and companies they had worked for. It was after careful deliberation that the Committee unanimously recommended the appointment of Christine Hodgson as Chair Designate of the Company. In advance of finalising the succession plans, the Company consulted with the Company's key stakeholders to inform them of the Chair Designate's appointment. During discussions with stakeholders, the Company provided assurance that the principles of good corporate governance had been factored into its planning. This included the following 'safeguards' to ensure the separation of leadership between the Chair and Chief Executive:

- The Chair's appointment was for a three-year term. The term can be renewed up to a maximum term of nine years;
- The Chair was independent on appointment; and
- The responsibilities of the Chair and Chief Executive were separate and clearly defined in our Charter of Expectations which is subject to regular review.

Chair succession planning process in action



Christine brings extensive board and governance experience to the Company as well as a deep understanding of business, finance and technology leadership. She is a committed advocate of the need for companies to serve all of their stakeholders effectively and deliver their social purpose. Following Christine's appointment to the Board, she embarked on an extensive induction programme. Further detail can be found on page 100.

Whistleblowing

Our employees, and wider workforce, know they can raise concerns to their line manager or by contacting a member of the Executive, the HR, Legal and Internal Audit teams or through our independent whistleblowing helpline, 'Safecall'. Every single allegation is independently investigated. In our most recent survey employees were asked if they felt confident that something would be done if they raised a concern. We are pleased to report that our score on this question put us in the top 10% of energy and utility companies worldwide.

Human rights and modern slavery

We are committed to protecting the human rights of our employees and contractors as we have clearly set out in our Code of Conduct, Doing the Right Thing. We have a responsibility to understand our potential impact on human rights and to mitigate potentially negative impacts. Whilst not having a specific human rights policy, we have company policies on Human Resources, Anti-Bribery and Anti-Fraud, Whistleblowing (‘Speak Up’) and Procurement, and a separate Anti-Slavery and Human Trafficking Statement.

We will always treat people in our business and supply chain fairly and have a clear zero-tolerance approach to modern slavery. To date we have had no instances of modern slavery raised, but we are not at all complacent and are fully committed to protect against modern slavery in our business and supply chain. We know modern slavery is a growing global issue and know our customers and stakeholders share our concern. Our highest risk is through our supply chain.

Therefore, we work with our suppliers to ensure they operate to the same standards we set ourselves, and we have also been working closely with our suppliers to ensure they understand the risks involved in their own supply chains. All suppliers are required to sign up and operate in line with our Code of Conduct, which clearly states zero tolerance, and this is built into our procurement tender process. This year we have focused on education and raising awareness, creating a bespoke e-learning training module. 97% of our employees, excluding our customer teams, have completed it and 98% said they felt more confident reporting modern slavery following completion of the module. Targeted awareness will be rolled out to our customer teams over the next 12 months.

Our full Anti-Slavery and Human Trafficking Statement can be found on our website.

Freedom of association and collective bargaining

We recognise the right of all employees to Freedom of Association and Collective Bargaining. We seek to promote co-operation between employees, our management team and recognised Trade Unions. We meet with our Trade Unions on a quarterly basis at the Company Forum and see mutual benefit in sharing information with our colleagues and seek their feedback and suggestions. We believe this fosters a common understanding of business needs and helps to deliver joint solutions aimed at making our business successful. Our Company Forum also provides an invaluable opportunity for engagement with the whole workforce to ensure workforce views are taken into account.

Responsible business practices are an integral part of our business strategy. Performance against our Corporate Sustainability commitments is reported throughout our Annual Report and Accounts, reflecting their embedded nature. You can read more in our Sustainability Report and on our dedicated Sustainability webpages, on the Severn Trent Plc website.

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Directors' Remuneration report

The Executive Directors of Severn Trent Water Limited mirror those of Severn Trent Plc and, consequently it is not possible to separate the remuneration received solely for their services to Severn Trent Water Limited. Therefore, the Remuneration Report that follows is a summary of the Remuneration Report found in the Severn Trent Plc Annual Report and Accounts which is available on the Severn Trent Plc website.

The Severn Trent Plc Remuneration Committee (the 'Committee') sets the Remuneration Policy (the 'Policy') for Executive Directors and other senior executive managers, taking into account the Company's strategic objectives over the short and the long term and the external market.

As Severn Trent Water Limited voluntarily applies the principles of the UK Corporate Governance Code 2018 ("2018 Code"), last year we made changes to our reporting to ensure that our approach to governance and disclosure reflected changes to the 2018 Code. This year the Committee has agreed and communicated the approach regarding the alignment of Executive Directors' employer pension contributions with the maximum 15% contribution available to members of the Severn Trent Group Pension Plan (the majority of the wider workforce) which is covered in more detail in this report. We have also published our CEO pay ratio and we are pleased to present two years' worth of information for 2018/19 and 2019/20.

The Committee addresses the need to balance risk and reward. The Committee monitors the variable pay arrangements to take account of risk levels, ensuring an emphasis on long-term and sustainable performance. The Committee believes that the incentive schemes are appropriately managed, and that the choice of performance measures and targets does not encourage undue risk taking by the Executives, so that the long-term performance of the business is not compromised by the pursuit of short-term value. The schemes incorporate a range of internal and external performance metrics, measuring both operational and financial performance over differing and overlapping performance periods, providing a rounded assessment of overall Company performance. Further detail on how the Committee has satisfied itself, over the course of the year, that a fair and consistent approach is applied to both the remuneration of the Executive Directors and the wider workforce can be found on pages 102 to 123 of the Severn Trent Plc Annual Report and Accounts.

Directors' remuneration and annual bonus scheme
Remuneration for Executive Directors comprises the following elements:

- base salary and benefits;
- annual bonus;
- long term incentive plan; and
- pension arrangements.

As outlined in the Severn Trent Plc Annual Report and Accounts, the incoming Non-Executive Chair, Christine Hodgson, the outgoing Non-Executive Chairman, Andrew Duff, and Non-Executive directors, do not participate in the Company's incentive arrangements, i.e. annual bonus or share plans.

Base salaries and benefits
Base salaries for individual Directors are reviewed annually by the Committee and normally take effect from 1 July. Salaries are set with reference to individual performance, experience and contribution, together with developments in the relevant employment market (having regard to

similar roles in publicly quoted companies of a comparable size (currently FTSE51-150) and practice in other water companies), company performance, affordability, wider economic environment and internal relativities.

In addition to base salary, Executive Directors receive a benefits package which contractually includes a travel allowance (formerly car allowance, changed to recognise the use of public transport), membership of a defined contribution pension scheme or cash allowance in lieu, family level private medical insurance, life assurance, personal accident insurance, health screening and incapacity benefits scheme. Executive Directors may also take advantage of the Severn Trent flexible benefit scheme open to all employees.

Annual Bonus 2019/20

The annual bonus is designed to encourage improved financial and operational performance, and to align the interests of Directors with shareholders through the partial deferral of payment in shares. The maximum bonus opportunity is 120% of salary, with 60% of base salary being paid at target.

Bonuses are based on customer, financial and operational performance. Half of the bonus is paid in cash and half in shares which vest after three years (with the value of any dividends to be rolled up and paid on vesting). This year, at the request of the Executive Directors, the full amount will be paid in shares, 50% of which will be deferred for three years.

Malus and clawback mechanisms also apply to allow the recoupment within three years of the payment of the cash bonus or the grant of deferred shares in the event of financial misstatement, error in the calculation or gross misconduct.

Annual bonus performance is measured over a single financial year. An annual bonus was awarded of 88.8% of salary for both the Chief Executive and the Chief Financial Officer. Annual bonus payments to Executive Directors are not pensionable.

The table below shows a summary of the metrics and targets which were used to determine the annual bonus awards, together with the actual performance achieved:

Measure	***Weighting*** ***% Total award***	**Threshold (0% payable)**	**Target (50% payable)**	**Stretch (100% payable)**	**Actual Performance**	**Outcome % Total award**
Group PBIT (i)	*49%*	£545.0m	£560.0m	£575.0m	£570.3m	45.1%
Customer ODIs	*35%*	£4.9m	£26.3m	£47.2m	£35.9m	20%
Customer Experience (ii)	*8%*	14	11	8	9	6.7%
Health and Safety (iii)	*8%*	0.25	0.16	0.09	0.20	2.2%

(i) If the PBIT component is above target the additional costs are covered by incremental profit. The bonus outturn is based on the equivalent PBIT value before payment of a stretch bonus which is equal to £572.6m for the Group. After payment of the stretch bonus (£2.3m) the underlying Group PBIT is £570.3m, as defined in note 44 to the Group financial statements.
(ii) Measured as ranking in C-MeX the new industry-wide performance measure.
(iii) Measured as number of lost time incidents divided by number of hours worked by multiplied by 100,000.

Further comment on our overall performance during the financial year can be found in the Chief Executive’s review on page 12 to 16.

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Summary of the implementation of the Remuneration Policy in 2020/21
Shareholders approved the Severn Trent Plc Remuneration Policy at the AGM in 2018 (99.18% voted in favour). Full details of the Policy can be found on pages 120 to 128 of the Severn Trent Plc Annual Report and Accounts for 2019/20, and a summary is contained in this year's Annual Report and Accounts as well as on the Severn Trent Plc website. The Committee believes that the fundamental architecture of the Executive Directors' remuneration package is appropriate and the policy remains to attract, retain and motivate its leaders and to ensure they are focused on delivering business priorities within a framework designed to promote the long-term success of Severn Trent.

Employer pension contributions for the Executive Directors and members of the Severn Trent Executive Committee will be aligned with the maximum 15% contribution available to members of the Severn Trent Group Pension Plan (the majority of the wider workforce) by 1 April 2022.

In the unlikely event that Severn Trent achieves UQ RoRE performance relative to our Water and Sewerage Company (Wasc) peers which is below 139%, but above 100%, of Severn Trent Water's Final Determination (FD), we believe that achieving UQ against peers within the performance period would represent exceptional performance and hence justify full vesting. There will be no change to how threshold and target performance will be calibrated and there will be nil payout for any performance below the FD. The Severn Trent Plc Remuneration Committee will continue to review formulaic LTIP vesting outcomes to ensure that they are a fair and accurate reflection of business performance.

As part of the 2021 Policy review, we will introduce a post-cessation of employment shareholding requirement in line with the 2018 Code.

Base Salary

The Executive Directors' salaries will increase by 2.3% from 1 July 2020, further detail can be found on page 109 of this year's Severn Trent Plc Annual Report and Accounts.

Annual Bonus 2020/21
The annual bonus performance measures, weightings and total bonus opportunity remain unchanged. We have looked at how we can make the ODI measures more meaningful to employees which directly impact these metrics, and in the 2020/21 scheme we will articulate the ODIs in language which brings to life how we work. The annual bonus performance measures and weightings for 2020/21 financial year will be as follows:

- Group Profit Before Interest & Tax – 49%
- Customer and Environment ODIs – 35%
    - Minimise disruption to customers (12%)
    - Prevent failure in our network and our sites (11%); and
    - Improve the environment we live in (12%)
- Customer Experience – 8%
- Health and Safety (Lost Time Incidents) – 8%

The Committee considers the forward-looking performance targets to be commercially sensitive and has, therefore, determined not to disclose them in advance. Details of the targets used will be disclosed in next year's Remuneration report.

Long Term Incentive Plan
Executive Directors may also participate in the Severn Trent Plc Long Term Incentive Plan ('LTIP') which is designed to encourage strong and sustained improvements in financial performance, in

line with the Company's strategy, and long-term shareholder returns. Under this plan conditional awards of performance shares are made to Directors up to an annual maximum limit and vest after three years. The value of dividends paid on the shares comprising the award will be rolled up and paid on vesting.

Malus and clawback mechanisms apply to allow the recoupment of incentive awards within three years of vesting in the event of financial misstatement, an error in calculating the level of vesting or gross negligence, fraud or gross misconduct.

2017 LTIP Awards

The 2017 awards are subject to a RoRE performance condition measured over three financial years. Average RoRE performance is compared with the baseline RoRE figure set by Ofwat in our FD. 25% of the award will vest if average RoRE matches the baseline figure, increasing on a straight-line basis to full vesting for outperforming the baseline by 1.39 times. The 2017 LTIP awards were granted on 20 June 2017. The share price used to calculate the number of shares granted was £23.96 (being the average price over the preceding three days).

The 2017 LTIP is the last award where the RoRE calculation will differ slightly from that used in the Annual Performance Report, which uses the Ofwat definition. The LTIP measure seeks to better align our LTIP targets to actual cash flows and against a clearly defined target (the FD). In this measure financing outperformance is based on actual gearing rather than the notional capital structure and compares our cost of debt against the allowance in the Ofwat Financial Model. It includes profits/losses associated with land sales, miscellaneous activities and the impact of the wholesale revenue forecasting incentive mechanism.

The three-year performance period for the 2017 LTIP award ended on 31 March 2020. Our final RoRE of 1.51 times the Final Determination results in a vesting of 100% of the maximum. Further details can be found in the Severn Trent Plc Annual Report and Accounts.

2018, 2019 and 2020 LTIP Awards

Awards granted from 2015 onwards are subject to a Return on Regulated Equity (RoRE) performance condition measured over three financial years. Average RoRE performance is compared with the baseline RoRE figure set by Ofwat in our Final Determination (FD). Threshold performance is equal to the FD, increasing on a straight line basis to maximum vesting for achieving additional stretch target of UQ RoRE performance. A two year post vesting holding period will also apply. Further details can be found in the Severn Trent Plc Annual Report and Accounts.

The grant level for the 2020 LTIP award is 200% of base salary for the Chief Executive and 150% of base salary for the Chief Financial Officer.

Shareholding guidelines

The Company operates shareholding guidelines under which Executive Directors are expected to build and maintain a shareholding in Severn Trent Plc. The Chief Executive is expected to build and maintain a holding of shares to the value of 300% of salary, and the Chief Financial Officer 200% of salary. Executive Directors are expected to retain all of the net of tax number of shares they receive through the LTIP and deferred share bonus until the shareholding guidelines have been met.

The Chief Executive and Chief Financial Officer have exceeded the shareholding requirement of 300% and of 200% respectively of base salary.

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Directors' report

The Directors' report for the year ended 31 March 2020 comprises pages 111 to 118 of this report, together with the sections of the Annual Report incorporated by reference. The Governance report set out on pages 81 to 118 is incorporated by reference into this report and, accordingly, should be read as part of this report.

As permitted by legislation, some of the matters required to be included in the Directors' report have instead been included in the Strategic report on pages 3 to 82, as the Board considers them to be of strategic importance.

Specifically, these are:

- Performance Review which provides detailed information relating to the Company, its business model and strategy, operation of its businesses, future developments and the results and financial position for the year ended 31 March 2020;
- Future business developments (throughout the Strategic report);
- Details of the Company's policy on addressing the principal risks and uncertainties facing the Company are set out in the Strategic report on pages 60 to 72;
- Employee Engagement (page 22); and
- Business relationships (throughout the Strategic report).

Information relating to financial instruments can be found in note 2(s) to the financial statements and is incorporated by reference.

For information on our approach to social, environmental and ethical matters, please refer to our Sustainability Report, available at severntrent.co.uk.

Principal activity

The principal activity of the Company is to treat and provide water and remove waste water in the UK. There have not been any significant changes to the Company's principal activities in the year under review. The Directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year.

Areas of operation

During the course of 2019/20, the Company had activities and operations in the UK.

Directors and their interests

Biographies of the Directors currently serving on the Board are set out on page 87.

All of the Directors at the year-end are also Directors of Severn Trent Plc. As such, they will all be offering themselves for appointment and reappointment at the Severn Trent Plc 2020 AGM.

All Directors seeking reappointment were subject to a formal and rigorous performance evaluation, further details of which can be found on page 100. Details of Directors' service contracts are set out in the Directors' Remuneration report on page 107.

The Board has a documented process in place in respect of conflicts.

Insurance and indemnities

The Company maintains Directors' and Officers' liability insurance in respect of legal action that might be brought against its Directors and Officers. As permitted by the Company's Articles of Association (the 'Articles'), and to the extent permitted by law, the Company indemnifies each of its Directors and other Officers against certain liabilities that may be incurred as a result of their positions. The indemnity was in force throughout the tenure of each Director during the last financial year and is currently in force. Severn Trent Water Limited does not have in place any indemnities for the benefit of the External Auditor.

Employees

The average number of employees within the Company is shown in note 8 to the financial statements. Severn Trent Water Limited believes a diverse and inclusive workforce is a key factor in being a successful business. Through our Diversity and Equal Opportunities Policy, the Company seeks to ensure that every employee, without exception, is treated equally and fairly and that all employees are aware of their responsibilities. This means more than ensuring we do not discriminate in any way – we want to create and maintain a culture open to a diverse population. Severn Trent believes that no one should be hurt or made unwell by what we do. We did not experience any major safety incidents and there were no fatalities during the year.

We are an equal opportunities employer and welcome applications from all individuals, including those with a disability. We are fully committed to supporting applications made by disabled persons and make reasonable adjustments to their environment where possible (having regard to their particular aptitudes and abilities).

We are also responsive to the needs of our employees. As such, should any employee become disabled during their time with us, we will actively re-train that employee and make reasonable adjustments to their environment where possible, in order to keep them in employment with us.

All our training, promotion and career development processes are in place for all our employees to access, regardless of their gender, race, age or disability. The provision of occupational health programmes is of crucial importance to Severn Trent with the aim of keeping our employees fit, healthy and well, including an employee assistance programme. Additional information on our diversity aims and progress can be found on page 102.

Employee engagement

Due to our commitment to transparent and best practice reporting, we have included our section on employee engagement on page 22 of the Strategic report as the Board considers these disclosures to be of strategic importance and is therefore incorporated into the Directors' report by cross-reference. Page 27 demonstrates how the Directors have engaged with employees and how they have had regard to employee interests and the effect of that regard including the principal decisions by the Company during the financial year.

Business relationships

Pages 27 and 28 demonstrate how the Directors have had regard to key stakeholders and how the effect of that regard had influenced the principal decisions taken by the Company during the financial year. The Board considers its s.172 statement to be of strategic importance and is therefore incorporated into the Directors' report by cross-reference.

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Research and development

Innovative use of existing and emerging technologies will continue to be crucial to the successful development of new products and processes for the Company and our products must continue to deliver value for customers. Expenditure on research and development is set out in note 2 to the financial statements.

Post balance sheet events

Details of post balance sheet events are set out in note 39 to the financial statements.

Capital structure

Details of the Company's issued share capital and of the movements during the year are shown in note 29 to the financial statements. The Company has one class of Ordinary Shares which carries no right to fixed income. The issued nominal value of the Ordinary Shares is 100% of the total issued nominal value of all share capital.

There are no specific restrictions on the size of a holding or on the transfer of shares, which are both governed by the general provisions of the Articles and prevailing legislation. The Directors are not aware of any agreements between holders of the Company's shares that may result in restrictions on the transfer of securities or on voting rights.

No person has any special rights of control over the Company's share capital and all issued shares are fully paid.

With regard to the appointment and replacement of Directors, the Company is governed by its Articles, the Companies Act 2006 and related legislation. The Articles may be amended by Special Resolution of the shareholders. The powers of Directors are described in the Severn Trent Water Limited Matters Reserved to the Board document, which can be found on our Severn Trent Plc website and Articles of Association.

Internal controls

Further details of our internal control framework can be found in the Severn Trent Plc Audit Committee report on page 94 of the Severn Trent Plc Annual Report and Accounts.

Treasury management

Details on our Treasury Policy and management are set out in the Chief Financial Officer's review on page 58.

Contributions for political and charitable purposes

Donations to charitable organisations during the year amounted to £18,294.99 (2019: £65,936). Donations are given to charities whose projects align closely with our aim to promote the responsible use of water resources and waste water services which provide the opportunity for longer-term partnerships. In addition, we provide donations to employee nominated charities through a matched funding scheme and health and safety reward schemes. We are also committed to supporting WaterAid, the UK's only major charity dedicated to improving access to safe water, hygiene and sanitation in the world's poorest countries. You can read more about the work of our Community Fund on page 5.

Severn Trent's policy is not to make any donations for political purposes in the UK, or to donate to EU political parties or incur EU political expenditure. Accordingly, neither Severn Trent Water Limited nor its subsidiaries made any political donations or incurred political expenditure in the financial year under review.

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Supplier payment policy

Individual operating companies within the Severn Trent Water Limited Group are responsible for establishing appropriate policies with regard to the payment of their suppliers, in accordance with the Prompt Payment Code ('PPC'). The companies agree terms and conditions under which business transactions with suppliers are conducted. It is Company policy that provided a supplier is complying with the relevant terms and conditions, including the prompt and complete submission of all specified documentation, payment will be made in accordance with agreed terms. It is also Company policy to ensure that suppliers know the terms on which payment will take place when business is agreed. For the payment practices reporting period ended 31 March 2020, the average time to pay for Severn Trent Water Limited was 29 days.

Relevant audit information

The Directors confirm that:

- so far as each of them is aware, there is no relevant audit information of which the Company's Auditor is unaware; and
- each of them has taken all the steps that he/she ought to have taken as a Director to make himself/herself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

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

External Auditor

Having carried out a review of its effectiveness during the year, details of which can be found in the Severn Trent Plc Audit Committee report on page 93 of the Severn Trent Plc Annual Report and Accounts, the Severn Trent Plc Audit Committee has recommended to the Board the reappointment of Deloitte LLP. The reappointment and a resolution to that effect will be on the agenda at the Severn Trent Plc AGM. Deloitte LLP indicated its willingness to continue as Auditor. The Severn Trent Plc Audit Committee will also be responsible for determining the audit fee on behalf of the Board.

We reduce our carbon footprint

We play a leading role in reducing our greenhouse gas emissions. For the Severn Trent Group, we have committed to achieving net zero operational carbon emissions by 2031, building on our long track record of making year-on-year reductions in our emissions. We have now also made commitments to generate or procure 100% renewable electricity and move our fleet to 100% electric vehicles by 2031. We have also now committed to setting targets under the stringent 'Science-Based' methodology. Severn Trent Water forms the majority of Severn Trent Plc carbon emissions.

As the majority of our carbon emissions are driven by our use of energy, managing carbon also means managing costs. We therefore aim to reduce carbon emissions and increase our generation of renewable energy.

We have held the Carbon Trust Standard continuously since 2009, which recognises our consistent emissions reductions and effective carbon management processes. We continue to report to the Carbon Disclosure Project ('CDP') each year which means our climate change information is publicly accessible. CDP requests information about climate change from companies on behalf of investors and scores each company on the quality and completeness of their responses. In 2019/20 our CDP score was B, an improvement from C in 2018/19.

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This year, we again reduced our operational emissions, primarily through the decarbonising effect of increased renewable energy generation across Severn Trent and our import portfolio.

To reduce our operational emissions further we will continue to focus on improving our energy efficiency to offset the additional demands of a growing population and more stringent treatment quality requirements and increase the amount of renewable-backed energy we buy. We will also continue to decarbonise our fleet and encourage employees to take up low-carbon electric cars.

Pursuing these measures will continue to reduce our key sources of emissions, reduce our reliance on the electricity grid and bring financial benefits for our customers and investors.

As we have successfully reduced our Scope 2 emissions, we are now focusing more on our Scope 1 emissions, which are not as clearly aligned with financial incentives and will require more innovation to solve.

Severn Trent is required to report greenhouse gas (‘GHG’) emissions in the Directors’ report. For Severn Trent Water, which accounts for 90% of our total Group emissions, we have been publicly reporting on our emissions since 2002. This year, in line with new environmental reporting guidelines, we have also included additional energy data and more detail on how we manage energy use.

Our GHG emissions are reported in tonnes of carbon dioxide equivalent (tCO2e), for the period 1 April 2019 to 31 March 2020. Our total net emissions have fallen again this year, due to increased generation of renewable energy and a reduction in the emissions intensity of UK grid electricity, including from accredited renewable energy sources procured in our contract supply. We have reported this market-based benefit separately in the table below.

Severn Trent Water Carbon Footprint kt CO2e

Our gross emissions total in the table below applies the ‘location-based’ accounting methodology for grid emissions, which is consistent with previous years. We also show the net benefit of our renewable energy procurement via our suppliers, applying the ‘market-based’ accounting methodology, which is included in our net emissions total.

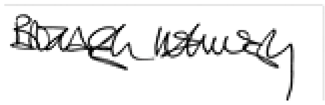
Operational Greenhouse Gas Emissions (Tonnes CO_2e)	2013-14	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20
Scope 1 Emissions (Combustion of fuel and operation of facilities)	123,940	122,282	126,009	128,584	130,662	129,379	130,015
Scope 2 Emissions (Electricity purchased for own use)	333,721	357,701	340,484	298,872	264,290	218,726	200,062
Total Annual Gross Operational Emissions	457,661	479,983	466,493	427,456	394,951	348,106	330,077
Emissions benefit of the renewable energy we export (including biogas for which we hold green gas certificates)	18,638	24,247	24,887	22,790	27,476	20,432	18,321
Market-based carbon accounting benefit from supply of REGO-backed renewable energy						34,818	35,784
Total Annual Net Operational Emissions	439,023	455,735	441,606	404,666	367,475	292,856	275,972

Our GHG data is reported internally during the year to the Corporate Sustainability Committee and to the Board. We have subjected our GHG data and processes to external assurance by Jacobs. Our approach to reporting is based on the GHG Protocol Corporate Accounting and Reporting Standard. We have included only emissions from the assets which we own and operate and which we can directly influence and reduce, known as the financial control boundary. In accordance with the reporting regulations, we have not reported on emissions we can influence, but which we are not responsible for, referred to as indirect emissions. We do report these indirect ‘Scope 3’ emissions in our CDP Disclosure and we will report on these in our Annual Report in future years.

For the appointed UK water businesses, Severn Trent Water Limited and Hafren Dyfrdwy Cyfyngedig, we have calculated our emissions using the updated ‘Carbon accounting in the UK Water Industry: methodology for estimating operational emissions, Version 13’ (released April 2020). This is a peer-reviewed calculation tool developed and used by all the major water companies in the UK. It is updated each year to include the latest available emissions factors. For non-appointed business emissions, we have used the latest Defra emissions factors. All emissions arise in the UK.

Annual Performance Report of Severn Trent Water Limited

The Annual Performance Report for Severn Trent Water Limited is prepared and sent to Ofwat. A copy of this will be available on the website of Severn Trent Water Limited in due course. There is no charge for this publication.



By order of the Board
Bronagh Kennedy
Company Secretary
10 July 2020

Severn Trent Water Limited
Governance report
For the year ended 31 March 2020

Directors' responsibilities statement

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors are required to prepare the Group financial statements in accordance with International Financial Reporting Standards ('IFRSs') as adopted by the European Union and Article 4 of the IAS Regulation and have elected to prepare the Company financial statements in accordance with United Kingdom Generally Accepted Practice (United Kingdom Accounting Standards and applicable law) including FRS 101 'Reduced Disclosure Framework'.

Under company law the Directors must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the Going Concern basis unless it is inappropriate to presume that the Company will continue in business.

In preparing the Group financial statements, International Accounting Standard 1 requires that Directors:

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

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

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Each of the Directors confirm that to the best of their knowledge:

- the financial statements, prepared in accordance with the relevant financial reporting framework, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and the undertakings included in the consolidation taken as a whole;
- the Strategic report includes a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face; and

Severn Trent Water Limited
Governance report
For the year ended 31 March 2020

- the Annual Report and financial statements, taken as a whole, are fair, balanced and understandable and provide the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

This responsibility statement was approved by the Board of Directors on 10 July 2020 and is signed on its behalf by:

By order of the Board

Christine Hodgson
Chair
10 July 2020

James Bowling
Chief Financial Officer
10 July 2020

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SEVERN TRENT WATER LIMITED

Report on the audit of the financial statements

1. Opinion

In our opinion:

- the financial statements of Severn Trent Water Limited (the 'parent company') and its subsidiaries (the 'Group') give a true and fair view of the state of the Group's and of the parent company's affairs as at 31 March 2020 and of the Group's profit for the year then ended;

- the Group financial statements have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union;

- the parent company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and

- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, which comprise:

- the consolidated income statement;
- the consolidated and parent company statements of comprehensive income;
- the consolidated and parent company balance sheets;
- the consolidated and parent company statements of changes in equity;
- the consolidated cash flow statement; and
- the related notes to the consolidated and parent company financial statements 1 to 42.

The financial reporting framework that has been applied in the preparation of the Group financial statements is applicable law and IFRSs as adopted by the European Union. The financial reporting framework that has been applied in the preparation of the parent company financial statements is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

2. Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Summary of our audit approach

Key audit matters

The key audit matters that we identified in the current year were:

- valuation of the provision for household trade receivables in Severn Trent Water Limited;
- valuation of the Group's retirement benefit obligation - liabilities;
- valuation of the Group's retirement benefit obligation – pension assets; and
- classification and valuation of capital expenditure in Severn Trent Water Limited.

Within this report, key audit matters are identified as follows:

Newly identified

Increased level of risk

Similar level of risk

Decreased level of risk

Materiality

The materiality that we used for the Group financial statements was £15.1 million which was determined on the basis of profit before tax adjusted for gains/losses on financial instruments, capped at 92% of Severn Trent Plc Group materiality.

Scoping

Our scoping has resulted in 95%% of the Group's net operating assets and profit before tax, gains/losses on financial instruments and exceptional items being subject to audit testing.

Significant changes in our approach

The timing of the Group's year end, relative to the Covid-19 pandemic related UK lock-down, means the impact of the pandemic on the principal trading businesses in the Group was not significant in the financial year being audited.

Covid-19 has however increased the level of risk and volatility as at the year-end of certain markets to which the Group is exposed. This includes property markets, in which the Group's pension scheme is partially invested.

As a result, a new key audit matter was identified for the year ended 31 March 2020 in relation to the valuation of the Group's assets held to fund retirement benefit obligations– specifically with reference to the property assets.

4. Conclusions relating to going concern, principal risks and viability statement

4.1. Going concern

We have reviewed the Directors' statement in note 2 to the financial statements about whether they considered it appropriate to adopt the going concern basis of accounting in preparing them and their identification of any material uncertainties to the Group's and Parent Company's ability to continue to do so over a period of at least twelve months from the date of approval of the financial statements.

We considered as part of our risk assessment the nature of the Group, its business model and related risks including where relevant the impact of the Covid-19 pandemic and Brexit, the requirements of the applicable financial reporting framework and the system of internal control. We evaluated the Directors' assessment of the Group's ability to continue as a going concern, including challenging the underlying data and key assumptions used to make the assessment, and evaluated the Directors' plans for future actions in relation to their going concern assessment.

We state whether we have anything material to add or draw attention to in relation to that statement that would be required by Listing Rule 9.8.6R(3) if the company had a premium listing and report if the statement is materially inconsistent with our knowledge obtained in the audit.

Going concern is the basis of preparation of the financial statements that assumes an entity will remain in operation for a period of at least 12 months from the date of approval of the financial statements.

We confirm that we have nothing material to report, add or draw attention to in respect of these matters.

4.2. Principal risks and viability statement

Based solely on reading the Directors' statements and considering whether they were consistent with the knowledge we obtained in the course of the audit, including the knowledge obtained in the evaluation of the Directors' assessment of the Group's and the Parent Company's ability to continue as a going concern, we are required to state whether we have anything material to add or draw attention to in relation to:

1. the disclosures on pages 58 to 72 that describe the principal risks, procedures to identify emerging risks, and an explanation of how these are being managed or mitigated;

   - the Directors' confirmation on page 60 that they have carried out a robust assessment of the principal and emerging risks facing the Group, including those that would threaten its business model, future performance, solvency or liquidity; or
   - the Directors' explanation on page 77 as to how they have assessed the prospects of the Group, over what period they have done so and why they consider that period to be appropriate, and their statement as to whether they have a reasonable expectation that the Group will be able to continue in operation and meet its liabilities as they fall due over the period of their assessment, including any related disclosures drawing attention to any necessary qualifications or assumptions.

We also report whether the directors' statement relating to the prospects of the company that would be required by Listing Rule 9.8.6R(3) if the company had a premium listing is materially inconsistent with our knowledge obtained in the audit.

Viability means the ability of the Group to continue over the time horizon considered appropriate by the Directors.

We confirm that we have nothing material to report, add or draw attention to in respect of these matters.

5. Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

As noted in section 3, one additional key audit matter has been identified this year.

5.1. Valuation of the provision for household trade receivables in Severn Trent Water Limited

Key audit matter description	A portion of household customers do not, or cannot, pay their bills which results in the need for provisions to be made for non-payment of the related receivables. Management makes estimates regarding the expected future loss rate for current receivables when calculating the appropriate level of bad debt provision. The bad debt provision recorded as at 31 March 2020 was £134.3 million (31 March 2019: £115.2 million), which includes an additional £2.1m to reflect

	management's estimate of the impact of Covid-19 on customer's ability to pay their outstanding bills to Severn Trent Water Limited. Provisions are made against Severn Trent Water Limited's trade receivables based on historical cash collection rates of debt invoiced seven to nine years ago, which is considered by management to be representative of collection risk on the whole population of household debtors. A top-up to the provision has been recorded to reflect anticipated changes to cash collection as a result of Covid-19. The key audit matter, which is also a potential fraud risk, has been focused on the valuation of the household bad debt provision, and specifically whether the experience of debt invoiced seven to nine years ago provides an appropriate expectation of future credit losses under IFRS 9 Financial Instruments. The bad debt provision is discussed in note 2(0) and note 21 to the financial statements.
How the scope of our audit responded to the key audit matter	Our procedures included the following: • Obtaining an understanding of relevant management review controls over the bad debt provision model; • Testing the completeness and accuracy of data used in the bad debt model; • Reviewing management's assumptions applied to the bad debt provision and challenging whether they reflect the lifetime expected credit outcomes for receivables, including reviewing of cash collection data and historical trends; • Reviewing management's assumptions applied to the Covid-19 manual overlay and challenging the reasonableness of economic forecast data within the calculation by comparing against independent economic forecasts; • Testing the allocation of cash received in the current year against debt aged between seven and nine years; and • Reconciling the debtor ageing for each debt category to source data.
Key observations	We are satisfied that the bad debt provision has been properly calculated using appropriate relevant data and in accordance with IFRS 9.

5.2. Valuation of the Group's retirement benefit obligation - liabilities

Key audit matter description	Valuation of retirement benefit obligations is an area involving significant estimation because the process is complex and requires management (after taking advice from their actuarial advisers) to make a number of assumptions concerning the discount rate, inflation rate, and the longevity of pension scheme members in order to determine the value of the scheme's liabilities. This key audit matter is focused on the valuation of the pension scheme liabilities and the appropriateness of the actuarial assumptions that are used to calculate it, specifically with reference to the discount rate, inflation rate and mortality assumptions (updated during the year for the latest triennial funding valuations), and the related volatility of those assumptions during the Covid-19 pandemic.

	The Group's retirement benefit obligation (gross liability) as at 31 March 2020 is £2,640.2 million (31 March 2019: £2,863.2 million) as per Note 27 Retirement Benefit Schemes. Management has included this as a key source of estimation uncertainty in note 4b (ii) to the financial statements.
How the scope of our audit responded to the key audit matter	Our procedures included the following: • Obtaining an understanding of management's controls over the appropriateness of the assumptions; • Challenging the discount rate and inflation rate assumptions used in the calculation of the pension scheme deficit as detailed in note 28, with the support of pension specialists within our audit team, including whether the assumptions reflect the increased degree of volatility in current Covid-19 circumstances; • Challenging the mortality assumptions from the latest triennial funding valuations used in the calculation of the pension scheme deficit as detailed in note 27; and • Assessing whether there have been any changes in the methodology to determine the assumptions since the prior year; and if any changes in methodology exists, challenging the appropriateness of the revised methodology.
Key observations	We are satisfied that the assumptions used by management in the valuation of the retirement benefit obligation are derived based on a consistent methodology with those applied in prior years and are appropriate.

5.3. Valuation of the Group's retirement benefit obligation – pension assets

Key audit matter description	The net retirement benefit obligation includes assets totalling £2,414.1 million of which £261.9 million (10.8%) are property assets. Consistent with guidance provided by the Royal Institute of Chartered Surveyors, the external valuers' reports to the investment managers, which management uses to estimate the fair value of the assets in the Group's balance sheet, have reported a 'material valuation uncertainty' in their valuation reports for property assets. This uncertainty clause is based on Covid-19 bringing an increased level of risk in and volatility to certain markets as at 31 March 2020. Given the range of estimation uncertainty, we identified a key audit matter associated with the valuation of the property assets. The pension assets, including the property assets, are discussed in note 27 to the financial statements.
How the scope of our audit responded to the key audit matter	Our procedures included the following: • Obtaining an understanding of management's key controls over the valuation of pension scheme assets; • Obtaining from the investment managers for the property funds, the specific details of the material uncertainty clause in the valuers' reports;

	• Reviewing a summary of the assets in the funds, analysed by sector and also by length of unexpired leases; • Reviewing a summary of each fund, analysed by sector; and • Consulting with our Real Estate specialists in order to assess and conclude on the risks of misstatement.
Key observations	We are satisfied that the valuations of the property assets within the retirement benefit pension asset funds are reasonable as at 31 March 2020.

5.4. Classification and valuation of capital expenditure in Severn Trent Water Limited

Key audit matter description	Severn Trent Water Limited has a substantial capital programme which has been agreed with the regulator ("Ofwat") and therefore incurs significant expenditure in relation to the development and maintenance of both infrastructure and non-infrastructure assets. During the year Severn Trent Water Limited has invested £830 million (2019: £783 million) in capital expenditure projects out of the total Group additions of £946.3 million (2019: £851.1 million) disclosed in Note 17. Severn Trent Water Limited spent a further £144.5 million (2019: £137.3 million) on Infrastructure maintenance expenditure (total group £149.6 million (2019: £141.4 million)) as disclosed in Note 6. As the classification of capital expenditure, operating expenditure and infrastructure maintenance expenditure directly affects the Group's reported financial performance, we identified a key audit matter relating to an overstatement of capital expenditure, whether caused by changes to the Group's capital expenditure policy implementation guidance or by incorrect application of this guidance. Due to the level of judgement involved, we have determined that there was a potential for fraud through possible manipulation of this balance. Management has included this as a critical accounting judgement in note 4(a)(i) to the financial statements.
How the scope of our audit responded to the key audit matter	We performed the following procedures to respond to this key audit matter: • Reviewing Severn Trent Water Limited's capitalisation policy and implementation guidance to understand any changes in the current year and to determine compliance with the relevant accounting standards; • Obtaining an understanding of, and testing, relevant controls over the application of the policy to expenditure incurred on projects within the Group's capital programme during the year; • Testing whether there have been any changes in the application of the policy; and • For a sample of capital projects, assessing the application of the capitalisation policy to the costs incurred by reviewing the business cases and invoices, and obtaining further explanations and evidence for significant changes in capital expenditure from budget.
Key observations	We are satisfied that the classification and valuation of assets capitalised in the year is appropriate.

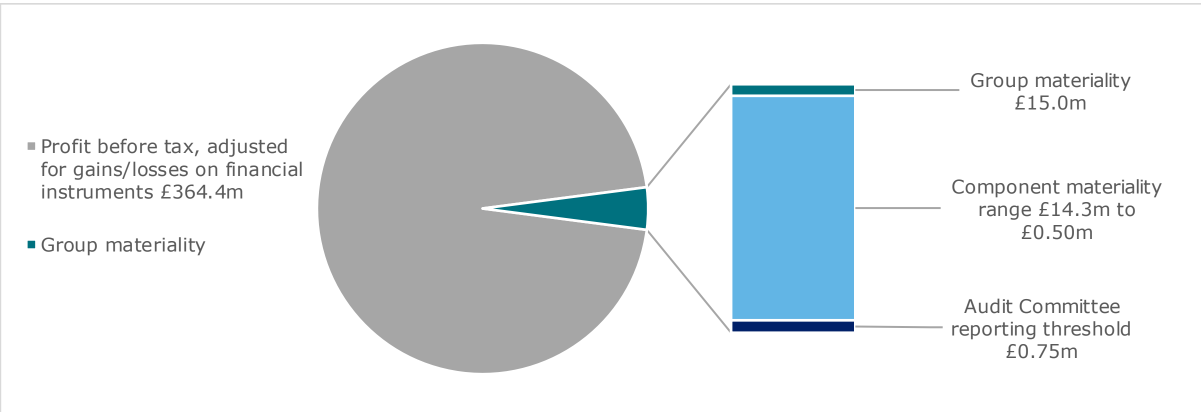
6. Our application of materiality

6.1. Materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

	Group financial statements	Parent company financial statements
Materiality	£15 million (2019: £16 million)	£14.3 million (2019: £15 million)
Basis for determining materiality	Approximately 5% of profit before tax and gains/losses on derivative financial instruments.	Approximately 5% of profit before tax and gains/losses on derivative financial instruments.
Rationale for the benchmark applied	In the year ended 31 March 2019, our benchmark was profit before tax, adjusted for gains/losses on financial instruments and exceptional items; our determined materiality was approximately 4.8% of this benchmark. In the year ended 31 March 2020, to reflect the increased level of risk and volatility arising from the Covid-19 pandemic and the significance of exceptional items, our benchmark has changed to no longer exclude exceptional items. Our resulting benchmark was profit before tax, adjusted for gains/losses on financial instruments.	



6.2. Performance materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Group performance materiality was set at 70% of Group materiality for the 2020 audit (2019: 70%). In determining performance materiality, we considered our assessment of the control environment, considering the potential reduction in the effectiveness of the internal control environment as a result of changes in working patterns since March 2020, as well as the continuity of the business year on year. We also considered the value of uncorrected misstatements identified in previous years.

6.3. Error reporting threshold

We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of £750,000 (2019: £750,000), as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

7. An overview of the scope of our audit

7.1. Identification and scoping of components

Our Group audit was scoped by obtaining an understanding of the Group and its environment, including Group-wide controls, and assessing the risks of material misstatement at a Group level.

The parent company, Severn Trent Utilities Finance Plc and Hafren Dyfrdwy Cyfyngedig were subject to full statutory audits using component materiality of £14.3 million (2019: £15 million), £9 million (2019: £9 million) and £648,000 (2019: £606,000) respectively and together account for over 95% of the group's turnover (2019: 100%), and over 95%% (2019: over 95%) of the group's net assets and profit before tax, gains/losses on financial instruments and exceptional items.

The group audit team performs the audits of the company, Severn Trent Utilities Finance Plc and Hafren Dyfrdwy Cyfyngedig without the involvement of a component audit team. The group audit team also audits the consolidation.

At the Group level we also tested the consolidation process and carried out analytical procedures to confirm our conclusion that there were no significant risks of material misstatement of the aggregated financial information of the remaining components not subject to full scope audit procedures.

7.2. Our consideration of the control environment

The Group uses SAP, a financial accounting software platform, in all of its legal entities. We utilised our IT specialists to assess and test relevant controls over the SAP system.

From our walkthroughs and understanding of the entity and the controls at the business cycle and account balance levels, we relied on controls over the accurate capitalisation of project expenses between capital and operating expenditure.

8. Other information

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

In this context, matters that we are specifically required to report to you as uncorrected material misstatements of the other information include where we conclude that:

- **Fair, balanced and understandable** – the statement given by the Directors that they consider the annual report and financial statements taken as a whole is fair, balanced and understandable and provides the information necessary for shareholders to assess the Group's position and performance, business model and strategy, is materially inconsistent with our knowledge obtained in the audit; or
- **Audit Committee reporting** – the section describing the work of the Audit Committee does not appropriately address matters communicated by us to the Audit Committee; or
- **Directors' statement of compliance with the UK Corporate Governance Code –** the parts of the directors' statement that would be required if the company had a premium listing relating to the company's compliance with the UK Corporate Governance Code containing provisions specified for review by the auditor in accordance with Listing Rule 9.8.10R(2) do not properly disclose a departure from a relevant provision of the UK Corporate Governance Code.

We have nothing to report in respect of these matters.

9. Responsibilities of Directors

As explained more fully in the Directors' Responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Group's and the parent company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

10. Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

Report on other legal and regulatory requirements

11. Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and

- the strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Group and the parent company and their environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the Directors' report.

12. Matters on which we are required to report by exception

12.1. Adequacy of explanations received and accounting records

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns.

We have nothing to report in respect of these matters.

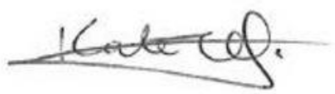
12.2. Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of Directors' remuneration have not been.

We have nothing to report in respect of this matter.

13. Use of our report

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



Kate Hadley, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Birmingham, United Kingdom

10 July 2020

Severn Trent Water Limited
Group Income Statement

For the year ended 31 March 2020

	Note	**2020**	2019
		£m	£m
Turnover	5	**1,714.6**	1,673.1
Operating costs before charge for bad and doubtful debts and exceptional costs	6	**(1,125.5)**	(1,080.3)
Charge for bad and doubtful debts		**(42.4)**	(25.5)
Exceptional operating costs	7	**–**	(9.6)
Total operating costs	6	**(1,167.9)**	(1,115.4)
Profit before interest, tax and exceptional costs		**546.7**	567.3
Exceptional operating costs	7	**–**	(9.6)
Profit before interest and tax		**546.7**	557.7
Finance income	10	**63.9**	63.0
Finance costs	11	**(241.2)**	(251.8)
Net finance costs		**(177.3)**	(188.8)
Impairment of loans receivable	7	**(4.9)**	–
Net gains on financial instruments	12	**10.1**	37.7
Profit on ordinary activities before taxation		**374.6**	406.6
Current tax	13	**(33.0)**	(34.2)
Deferred tax excluding exceptional deferred tax	13	**(28.3)**	(37.0)
Exceptional deferred tax	13	**(90.1)**	–
Taxation on profit on ordinary activities	13	**(151.4)**	(71.2)
Profit for the year		**223.2**	335.4

Severn Trent Water Limited
Group and Company Statement of Comprehensive Income

For the year ended 31 March 2020

	Group		Company	
	2020	2019	**2020**	2019 restated (see note 2)
	£m	£m	**£m**	£m
Profit for the year	**223.2**	335.4	**219.2**	334.7
Other comprehensive income				
Items that will not be reclassified to the income statement:				
Net actuarial gain	**186.9**	58.0	**184.5**	57.6
Current tax on pension contributions in prior periods	**9.5**	9.5	**9.5**	9.5
Deferred tax on pension contributions in prior periods	**(9.5)**	(9.5)	**(9.5)**	(9.5)
Deferred tax on net actuarial gains	**(37.0)**	(12.2)	**(35.9)**	(12.2)
Deferred tax arising on rate change	**2.5**	–	**2.7**	–
	152.4	45.8	**151.3**	45.4
Items that may be reclassified to the income statement:				
Losses on cash flow hedges	**(39.1)**	(8.9)	**(39.1)**	(8.9)
Deferred tax on losses on cash flow hedges	**7.4**	1.5	**7.4**	1.5
Amounts on cash flow hedges transferred to the income statement	**8.5**	8.5	**8.5**	8.5
Deferred tax on transfer to the income statement	**(1.6)**	(1.4)	**(1.6)**	(1.4)
	(24.8)	(0.3)	**(24.8)**	(0.3)
Other comprehensive income for the year	**127.6**	45.5	**126.5**	45.1
Total comprehensive income for the year	**350.8**	380.9	**345.7**	379.8

Severn Trent Water Limited
Group Statement of Changes in Equity
For the year ended 31 March 2020

		Equity attributable to owners of the company					
		Share capital	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
	Note	£m	£m	£m	£m	£m	£m
As at 1 April 2018		1.0	(79.2)	2,421.6	2,343.4	10.6	2,354.0
Profit for the year		–	–	335.4	335.4	–	335.4
Losses on cash flow hedges		–	(8.9)	–	(8.9)	–	(8.9)
Deferred tax on losses on cash flow hedges	13	–	1.5	–	1.5	–	1.5
Amounts on cash flow hedges transferred to the income statement	12	–	8.5	–	8.5	–	8.5
Deferred tax on transfer to the income statement	13	–	(1.4)	–	(1.4)	–	(1.4)
Net actuarial gains	27	–	–	58.0	58.0	–	58.0
Current tax on pension contributions in prior periods	13	–	–	9.5	9.5	–	9.5
Deferred tax on pension contributions in prior periods	13	–	–	(9.5)	(9.5)	–	(9.5)
Deferred tax on net actuarial gains	13	–	–	(12.2)	(12.2)	–	(12.2)
Total comprehensive income for the year		–	(0.3)	381.2	380.9	–	380.9
Share options and LTIPs							
- value of employees' services	35	–	–	8.0	8.0	–	8.0
Current tax on share based payments	13	–	–	0.2	0.2	–	0.2
Deferred tax on share based payments	13	–	–	0.1	0.1	–	0.1
Dividends paid	14	–	–	(225.1)	(225.1)	–	(225.1)
As at 31 March 2019		1.0	(79.5)	2,586.0	2,507.5	10.6	2,518.1
Adjustment on adoption of IFRS 16	2	–	–	(0.6)	(0.6)	–	(0.6)
As at 1 April 2019		1.0	(79.5)	2,585.4	2,506.9	10.6	2,517.5
Profit for the year		–	–	223.2	223.2	–	223.2
Losses on cash flow hedges		–	(39.1)	–	(39.1)	–	(39.1)
Deferred tax on losses on cash flow hedges	13	–	7.4	–	7.4	–	7.4
Amounts on cash flow hedges transferred to the income statement	12	–	8.5	–	8.5	–	8.5
Deferred tax on transfer to the income statement	13	–	(1.6)	–	(1.6)	–	(1.6)
Net actuarial gains	27	–	–	186.9	186.9	–	186.9
Current tax on pension contributions in prior periods	13	–	–	9.5	9.5	–	9.5
Deferred tax on pension contributions in prior periods	13	–	–	(9.5)	(9.5)	–	(9.5)
Deferred tax on net actuarial gains	13	–	–	(37.0)	(37.0)	–	(37.0)
Deferred tax arising from rate change	13	–	–	2.5	2.5	–	2.5
Total comprehensive income for the year		–	(24.8)	375.6	350.8	–	350.8
Share options and LTIPs							
- value of employees' services	35	–	–	7.8	7.8	–	7.8
Deferred tax on share based payments	13	–	–	0.7	0.7	–	0.7
Dividends paid	14	–	–	(244.0)	(244.0)	–	(244.0)
As at 31 March 2020		**1.0**	**(104.3)**	**2,725.5**	**2,622.2**	**10.6**	**2,632.8**

Severn Trent Water Limited
Company Statement of Changes in Equity

For the year ended 31 March 2020

		Equity attributable to owners of the company			
		Share capital	Hedging reserve	Retained earnings	Total
	Note	£m	£m	£m	£m
As at 1 April 2018		1.0	(79.2)	2,457.5	2,379.3
Profit for the year restated	2	–	–	334.7	334.7
Losses on cash flow hedges		–	(8.9)	–	(8.9)
Deferred tax on losses on cash flow hedges		–	1.5	–	1.5
Amounts on cash flow hedges transferred to the income statement		–	8.5	–	8.5
Deferred tax on transfer to the income statement		–	(1.4)	–	(1.4)
Net actuarial gains	27	–	–	57.6	57.6
Current tax on pension contributions in prior periods		–	–	9.5	9.5
Deferred tax on pension contributions in prior periods		–	–	(9.5)	(9.5)
Deferred tax on net actuarial gains		–	–	(12.2)	(12.2)
Total comprehensive income for the year restated	2	–	(0.3)	380.1	379.8
Share options and LTIPs					
- value of employees' services	35	–	–	7.8	7.8
Current tax on share based payments		–	–	0.2	0.2
Deferred tax on share based payments		–	–	0.1	0.1
Dividends paid	14	–	–	(225.1)	(225.1)
As at 31 March 2019		1.0	(79.5)	2,620.6	2,542.1
As at 1 April 2019 as previously reported		1.0	(79.5)	2,638.8	2,638.8
Restatement	2	–	–	(18.2)	(18.2)
As at 1 April 2019 restated		1.0	(79.5)	2,620.6	2,542.1
Adjustment on adoption of IFRS 16	2	–	–	(0.6)	(0.6)
As at 1 April 2019		1.0	(79.5)	2,620.0	2,541.5
Profit for the year		–	–	219.2	219.2
Losses on cash flow hedges		–	(39.1)	–	(39.1)
Deferred tax on losses on cash flow hedges		–	7.4	–	7.4
Amounts on cash flow hedges transferred to the income statement		–	8.5	–	8.5
Deferred tax on transfer to the income statement		–	(1.6)	–	(1.6)
Net actuarial gains	27	–	–	184.5	184.5
Current tax on pension contributions in prior periods		–	–	9.5	9.5
Deferred tax on pension contributions in prior periods		–	–	(9.5)	(9.5)
Deferred tax on net actuarial gains		–	–	(35.9)	(35.9)
Deferred tax arising from rate change		–	–	2.7	2.7
Total comprehensive income for the year		–	(24.8)	370.5	345.7
Share options and LTIPs					
- value of employees' services	35	–	–	7.8	7.8
Deferred tax on share based payments		–	–	0.7	0.7
Dividends paid	14	–	–	(244.0)	(244.0)
As at 31 March 2020		**1.0**	**(104.3)**	**2,755.0**	**2,651.7**

Severn Trent Water Limited
Group and Company Balance Sheet
As at 31 March 2020

	Note	Group 2020 £m	Group 2019 £m	Company 2020 £m	Company 2019 restated (see note 2) £m
Non-current assets					
Goodwill	15	**63.5**	63.5	**1.3**	1.3
Other intangible assets	16	**120.5**	89.5	**108.2**	79.7
Property, plant and equipment	17	**9,401.2**	8,903.3	**9,015.3**	8,682.2
Right-of-use assets	18	**120.7**	–	**278.7**	–
Investments	19	**1,538.9**	1,510.8	**2,149.7**	2,121.6
Derivative financial instruments	20	**65.5**	68.4	**65.5**	68.4
Trade and other receivables	21	**99.3**	188.0	**257.6**	344.7
Retirement benefit surplus	27	**21.3**	18.6	**–**	–
		11,430.9	10,842.1	**11,876.3**	11,297.9
Current assets					
Inventory		**11.1**	10.6	**10.4**	10.1
Trade and other receivables	21	**483.5**	472.6	**494.4**	472.8
Derivative financial instruments	20	**–**	0.1	**–**	0.1
Cash and cash equivalents		**15.2**	12.9	**12.3**	11.4
		509.8	496.2	**517.1**	494.4
Current liabilities					
Borrowings	23	**(473.9)**	(196.0)	**(496.9)**	(216.4)
Derivative financial instruments	24	**(4.5)**	–	**(4.4)**	–
Trade and other payables	25	**(544.1)**	(460.8)	**(547.9)**	(458.5)
Current tax payable		**(6.4)**	(11.1)	**(5.2)**	(16.7)
Provisions for liabilities	28	**(10.6)**	(15.3)	**(10.6)**	(15.3)
		(1,039.5)	(683.2)	**(1,065.0)**	(706.9)
Net current liabilities		**(529.7)**	(187.0)	**(547.9)**	(212.5)
Total assets less current liabilities		**10,901.2**	10,655.1	**11,328.4**	11,085.4
Non-current liabilities					
Borrowings	23	**(5,785.9)**	(5,734.8)	**(6,474.3)**	(6,430.0)
Derivative financial instruments	24	**(152.3)**	(119.3)	**(152.3)**	(119.3)
Trade and other payables	25	**(1,177.7)**	(1,075.9)	**(1,166.5)**	(1,063.7)
Deferred tax	26	**(890.8)**	(735.1)	**(867.1)**	(715.9)
Retirement benefit obligation	27	**(247.4)**	(462.9)	**(2.2)**	(205.4)
Provisions for liabilities	28	**(14.3)**	(9.0)	**(14.3)**	(9.0)
		(8,268.4)	(8,137.0)	**(8,676.7)**	(8,543.3)
Net assets		**2,632.8**	2,518.1	**2,651.7**	2,542.1
Equity					
Called up share capital	29	**1.0**	1.0	**1.0**	1.0
Hedging reserve	30	**(104.3)**	(79.5)	**(104.3)**	(79.5)
Retained earnings		**2,725.5**	2,586.0	**2,755.0**	2,620.6
Equity attributable to owners of the company		**2,622.2**	2,507.5	**2,651.7**	2,542.1
Non-controlling interests		**10.6**	10.6	**–**	–
Total equity		**2,632.8**	2,518.1	**2,651.7**	2,542.1

The profit for the year for Severn Trent Water Limited Company is £219.2 million (2019 restated: £334.7 million).

Signed on behalf of the Board who approved the accounts on 10 July 2020.

Severn Trent Water Limited
Group and Company Balance Sheet
As at 31 March 2020

Christine Hodgson
Chair

James Bowling
Chief Financial Officer

Company Number 02366686

Severn Trent Water Limited
Group Cash Flow Statement

For the year ended 31 March 2020

	Note	2020 £m	2019 £m
Cash generated from operations[1]	36	**916.2**	849.0
Tax paid	36	**(28.2)**	(20.9)
Net cash generated from operating activities		**888.0**	828.1
Cash flows from investing activities			
Purchases of property, plant and equipment		**(787.7)**	(771.5)
Purchases of intangible assets		**(45.1)**	(32.8)
Proceeds on disposal of property, plant and equipment		**3.2**	11.8
Net loans advanced to related parties		**2.5**	–
Interest received		**4.6**	1.8
Net cash from investing activities		**(822.5)**	(790.7)
Cash flow from financing activities			
Interest paid		**(177.2)**	(159.3)
Interest element of lease payments		**(4.2)**	(4.4)
Dividends paid to shareholders of the parent		**(244.0)**	(225.1)
Payments for swap terminations		**(16.8)**	–
Proceeds from swap terminations		**16.5**	–
Repayments of borrowings		**(1.2)**	(124.1)
Principal elements of lease payments		**(4.7)**	(2.2)
New loans raised		**129.9**	567.0
New intercompany loans raised with ultimate parent		**239.4**	–
Loans to group undertakings		**–**	(80.9)
Net cash flow from financing activities		**(62.3)**	(29.0)
Net movement in cash and cash equivalents		**3.1**	8.4
Net cash at the beginning of the year		**12.1**	3.7
Net cash and cash equivalents at end of the year		**15.2**	12.1
Cash and cash equivalents		**8.2**	12.9
Bank overdrafts		**–**	(0.8)
Short-term deposits		**7.0**	–
Net cash and cash equivalents at end of the year		**15.2**	12.1

1 Contributions and grants received have been presented as operating cash flows in 2019/20 as these credits are released to operating costs over the useful economic life of the non-current asset to which they relate. These were presented as investment cash flows in prior periods. Comparatives have been restated increasing group operating cash inflows by £40.1 million and increasing group investing cash outflows by the same amount. Comparatives have been restated increasing company operating cash inflows by £38.0 million and increasing company investing cash outflows by the same amount.

Severn Trent Water Limited
Notes to the Group and Company financial statements

For the year ended 31 March 2020

1 General information

The Severn Trent Water Group includes Severn Trent Water Limited and its subsidiary companies.

Severn Trent Water Limited is a company incorporated and domiciled in the United Kingdom. The address of its registered office is Severn Trent Centre, 2 St John's Street, Coventry, CV1 2LZ.

2 Accounting policies

a) Basis of preparation

The financial statements have been prepared on the going concern basis (see Strategic report on page 80) under the historical cost convention as modified by the revaluation of certain financial assets and liabilities (including derivative instruments) at fair value.

i) Group financial statements

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), International Accounting Standards (IAS) and IFRIC interpretations issued and effective and ratified by the European Union as at 31 March 2020.

ii) Company financial statements

The Company financial statements have been prepared in accordance with United Kingdom Accounting Standards and comply with the Companies Act 2006. The Company meets the definition of a qualifying entity as defined in FRS 100 'Financial Reporting Standard 100' accordingly the Company has elected to apply FRS 101, 'Reduced Disclosure Framework'.

Therefore the recognition and measurement requirements of EU-adopted IFRS have been applied, with amendments where necessary in order to comply with Companies Act 2006 and The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410) as the parent Company financial statements are Companies Act 2006 accounts.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to statement of cash flows, share based payments, financial instruments, capital management, presentation of comparative information in respect of certain assets, standards not yet effective, impairment of assets and related party transactions. Where required, equivalent disclosures are given in the consolidated financial statements and also where required, equivalent disclosures are given in the Group accounts of Severn Trent Plc. The Group accounts of Severn Trent Plc are available to the public and can be obtained as set out in note 42.

As permitted by Section 408 of the Companies Act 2006, no profit or loss account is presented for the parent company. The profit for the year is disclosed in the statement of comprehensive income, the statement of changes in equity and the balance sheet.

The key accounting policies for the Group and the Company, which have been applied consistently, except as noted under (iii) below, in the current and preceding year, are set out below.

iii) Changes in accounting policies

Amendments to IFRS 9

The Group and Company has early adopted the amendments to IFRS 7 and IFRS 9 introduced to provide temporary relief from applying specific hedge accounting requirements to hedging relationships directly affected by the planned replacement of benchmark interest rates such as LIBOR.

Details of the Group's management of the impacts of the replacement of such benchmarks and the Group's risk exposure that is affected by interest rate benchmark reform are set out in note 34.

IFRS 16

In the current financial year the Group and Company has adopted IFRS 16 Leases.

The Group has adopted IFRS 16 Leases retrospectively from 1 April 2019, but has not restated comparatives for prior reporting periods, as permitted under the specific transitional provisions in the standard. The reclassifications and the adjustments arising from the new leasing rules are therefore recognised in the opening balance sheet on 1 April 2019.

Adjustments recognised on adoption of IFRS 16
On adoption of IFRS 16, the Group recognised lease liabilities in relation to leases which had previously been classified as 'operating leases' under the principles of IAS 17 Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate as at 1 April 2019. The Group's weighted average incremental borrowing rate applied to the lease liabilities on 1 April 2019 was 2.96%.

For leases previously classified as finance leases the Group and Company recognised the carrying amount of the right-of-use asset and lease liability immediately before transition as the carrying amount of the right-of-use asset and the lease liability at the date of initial application. There have been no remeasurement amounts of leases previously classified as finance leases under IFRS 16 principles.

2 Accounting policies (continued)

a) Basis of preparation (continued)

iii) Changes in accounting policies (continued)

	Group £m	Company £m
Operating lease commitments disclosed as at 31 March 2019	9.2	9.2
Add: adjustments as a result of a different treatment of extension and termination options	9.5	9.5
Add: finance lease liabilities recognised as at 31 March 2019	111.7	344.2
Less: short-term leases recognised on a straight-line basis as an expense	(0.9)	(0.9)
Less: low-value leases recognised on a straight-line basis as an expense	(0.1)	(0.1)
Discounted using the lessee's incremental borrowing rate at the date of initial application	(9.1)	(9.1)
Lease liability recognised as at 1 April 2019	**120.3**	**352.8**
Recognised at 31 March 2020 as:		
Current lease liabilities	**4.4**	**27.4**
Non-current lease liabilities	**111.4**	**300.0**
	115.8	**327.4**

The associated right-of-use assets for property leases were measured on a retrospective basis as if the new rules had always been applied. Other right-of-use assets were measured at the amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet as at 31 March 2019. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets at the date of initial application.

The recognised right-of-use assets relate to the following types of assets:

	Group		Company	
	31 March 2020	1 April 2019	**31 March 2020**	1 April 2019
	£m	£m	**£m**	£m
Right-of-use assets:				
Land and buildings	**3.5**	4.3	**161.5**	165.6
Infrastructure assets	**113.8**	114.8	**113.8**	114.8
Fixed plant and equipment	**3.4**	6.6	**3.4**	6.6
	120.7	125.7	**278.7**	287.0

The change in accounting policy affected the following items in the balance sheet on 1 April 2019:

	Group £m	Company £m
Property, plant and equipment	(117.9)	(279.2)
Right-of-use assets	125.7	287.0
Deferred tax	0.2	0.2
Borrowings	(8.6)	(8.6)
Retained earnings	0.6	0.6

In applying IFRS 16 for the first time, the Group and Company has used the following practical expedients permitted by the standard:

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics;
- reliance on previous assessments on whether leases are onerous;
- accounting for operating leases with a remaining lease term of less than 12 months at 1 April 2019 as short-term leases per asset class;
- accounting for operating leases of low-value assets as at 1 April 2019 on an individual basis;
- the exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application; and
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

The Group and Company has also elected not to reassess whether a contract is, or contains a lease at the date of initial application. Instead, for contracts entered into before the transition date the group relied on its assessment made applying IAS 17 and IFRIC 4 Determining whether an Arrangement contains a Lease.

Leasing activities

The Group and Company lease various land and buildings, plant and equipment and vehicles. Rental agreements are typically made for fixed periods of 1 to 999 years but may have extension options as described below. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Until the current financial year, leases of property, plant and equipment were classified as either finance or operating leases. Payments made under operating leases (net of any incentives received from the lessor) were charged to profit or loss on a straight-line basis over the period of the lease.

From 1 April 2019, leases are recognised as right-of-use assets with a corresponding liability at the date at which the leased assets are available for use by the Group and Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

2 Accounting policies (continued)

a) Basis of preparation (continued)

iii) Changes in accounting policies (continued)

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that are based on an index or a rate;
- amounts expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the Group's incremental borrowing rate is used, being the rate that the Group would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following; the amount of the initial measurement of lease liability; any lease payments made at or before the commencement date less any lease incentives received; any initial direct costs, and restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of less than 12 months.

Extension and termination options
Extension and termination options are included in a number of property and equipment leases across the Group. These terms are used to maximise operational flexibility in managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

In determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the Group. During the current financial year, there has been no financial effect of revising lease terms to reflect the effect of exercising extension or termination options.

iv) Restatement

The Company accounts have been restated to reflect the 2017 novation of an external loan from Hafren Dyfrdwy Cyfyngedig to the Company and a related intercompany loan with Hafren Dyfrdwy Cyfyngedig.

The Company acquired Hafren Dyfrdwy Cyfyngedig on 15 February 2017. Following acquisition, an external, index-linked loan of notional principal value £35.0 million was novated from Hafren Dyfrdwy Cyfyngedig to the Company in exchange for an intercompany loan on identical terms. The principal amount of the loan increases by changes in the Retail Prices Index and interest is paid at 3.625% on the indexed amount. At the point that the original loan was novated the accreted principal was £53.2 million but its fair value was £87.2 million, because the coupon was above the market rate for index-linked debt at that point.

Under IAS 39, which was applicable at the time, the external loan novated to the Company and the new intercompany loan receivable with Hafren Dyfrdwy Cyfyngedig should have been initially recognised at their fair value of £87.2 million. The finance cost of the debt in future periods will comprise the coupon, paid in cash and calculated on the indexed principal amount, plus the indexation amount added to the principal, less an element of the difference between the initial fair value and the principal amount, calculated to eliminate this difference over the life of the debt. This results in the effective interest rate on the debt, finance income and cost reflecting the market rate at initial recognition.

On 28 March 2019, £34 million of the intercompany loan was repaid by Hafren Dyfrdwy Cyfyngedig at a premium on redemption of £21.9 million in exchange for 55.9 million ordinary shares of £1 each at par. The premium on redemption was recognised by the Company as an exceptional finance income at the time. However, if the intercompany loan had originally been recognised at its fair value, then the £21.9 million premium on redemption would already have been included in its carrying value and there would have been no exceptional finance income.

We have restated the external loan and the remaining portion of the intercompany loan receivable to reflect the amount that it would have been recognised if it had originally recognised at fair value. The adjustments to the comparative income statement and balance sheet are summarised below:

Company income statement extract

Year ended 31 March 2019

	As previously reported £m	Restatement £m	Restated £m
Finance income excluding exceptional items	85.8	(1.4)	84.4
Finance costs	(275.7)	1.4	(274.3)
Exceptional finance income	21.9	(21.9)	–
Deferred tax	(35.8)	3.7	(32.1)
Profit for the year	352.9	(18.2)	334.7

2 Accounting policies (continued)

a) Basis of preparation (continued)

iv) Restatement (continued)

Company balance sheet extract

At 31 March 2019

	As previously reported £m	Restatement £m	Restated £m
Non-current trade and other receivables	334.9	9.8	344.7
Non- current borrowings	(6,398.3)	(31.7)	(6,430.0)
Deferred tax	(719.6)	3.7	(715.9)
Retained earnings	2,638.8	(18.2)	2,620.6

b) Basis of consolidation

The consolidated financial statements include the results of Severn Trent Water Limited and its subsidiaries. Results are included from the date of acquisition or incorporation and excluded from the date of disposal.

Subsidiaries are consolidated where the Group has the power to control a subsidiary.

Non-controlling interests in the net assets of subsidiaries are identified separately from the Group's equity. Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling interests' share of changes in equity since that date.

Transactions between the Company and its subsidiaries have been eliminated on consolidation and are not included within the Group financial statements.

c) Revenue recognition

Revenue includes turnover and interest income.

Turnover represents the fair value of consideration receivable, excluding value added tax, trade discounts and inter-company sales, in the ordinary course of business for goods and services provided.

Turnover is not recognised until the service has been provided to the customer.

Revenue is recognised when the service is provided and includes an estimate of the amount of mains water and waste water charges unbilled at the year end. The accrual is estimated using a defined methodology based upon a measure of unbilled water consumed by tariff, which is calculated from historical billing information.

Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable.

d) Exceptional items

Exceptional items are income or expenditure, which individually or, if of a similar type, in aggregate should, in the opinion of the Directors, be disclosed by virtue of their size or nature if the financial statements are to give a true and fair view.

e) Taxation

Current tax payable is based on taxable profit for the year and is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in full on taxable temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred taxation is measured on a non-discounted basis using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Current and deferred tax are recognised in profit or loss, except where they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are recognised in other comprehensive income or directly in equity, respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for a business combination.

A deferred tax asset is only recognised to the extent it is probable that sufficient taxable profits will be available in the future to utilise it.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities.

f) Goodwill

Goodwill represents the excess of the fair value of purchase consideration over the fair value of the net assets acquired. Goodwill arising on acquisition of subsidiaries is included in intangible assets. If an acquisition gives rise to negative goodwill this is credited directly to the income statement. Fair value adjustments based on provisional estimates are amended within one year of the acquisition, if required, with a corresponding adjustment to goodwill.

Goodwill is tested for impairment in accordance with the policy set out in note 2 k) below and carried at cost less accumulated impairment losses. Goodwill is allocated to the cash-generating unit that derives benefit from the goodwill for impairment testing purposes.

Where goodwill forms part of a cash-generating unit and all or part of that unit is disposed of, the associated goodwill is included in the carrying amount of that operation when determining the gain or loss on disposal of the operation.

2 Accounting policies (continued)

g) Other intangible and non-current assets

Intangible assets acquired separately are capitalised at cost. Following initial recognition, finite life intangible assets are amortised on a straight-line basis over their estimated useful economic lives as follows:

	Years
Software	3 - 10
Other intangible assets	15 - 20

Amortisation charged on intangible assets is taken to the income statement through operating costs.

Finite life intangible assets are reviewed for impairment where indicators of impairment exist (see 2 k) below).

Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses. Such assets are reviewed for impairment at least annually and where indications of impairment exist.

Development expenditure is capitalised as an intangible asset and written off over its expected useful economic life where the following criteria are met:

- it is technically feasible to create and make the asset available for use or sale;
- there are adequate resources available to complete the development and to use or sell the asset;
- there is the intention and ability to use or sell the asset;
- it is probable that the asset created will generate future economic benefits; and
- the development cost can be measured reliably.

Research expenditure is expensed when it is incurred.

h) Property, plant and equipment

Property, plant and equipment is held at cost (or at deemed cost for infrastructure assets on transition to IFRS/FRS 101) less accumulated depreciation. Expenditure on property, plant and equipment relating to research and development projects is capitalised and depreciated over the expected useful life of those assets.

The costs of like-for-like replacement of infrastructure components are recognised in the income statement as they arise. Expenditure which results in enhancements to the operating capability of the infrastructure networks is capitalised.

Where items of property, plant and equipment are transferred to the Group from customers or developers, the fair value of the asset transferred is recognised in the balance sheet. Fair value is determined based on estimated depreciated replacement cost. Where the transfer is in exchange for connection to the network and there is no further obligation, the corresponding credit is recognised immediately in turnover. Where the transfer is considered to be linked to the provision of ongoing services the corresponding credit is recorded in deferred income and released to operating costs over the expected useful lives of the related assets.

Where assets take a substantial period of time to get ready for their intended use, the borrowing costs directly attributable to the acquisition, construction or production of these assets are added to their cost.

Property, plant and equipment is depreciated, using the straight-line method, to its estimated residual value over its estimated useful life, with the exception of freehold land which is not depreciated. Assets in the course of construction are not depreciated until commissioned.

The estimated useful lives are:

	Years
Infrastructure assets	
Impounding reservoirs	250
Raw water aqueducts	250
Mains	80 - 150
Sewers	150 - 200
Other assets	
Buildings	30 - 80
Fixed plant and	20 - 40
Vehicles and mobile	2 - 15

i) Leased assets

Where the Group enters into a contract that contains a lease, it recognises a right-of-use asset and a lease liability. The right-of-use asset is measured at cost, which includes: the amount of the initial measurement of the lease liability (see below); any lease payments made at or before the commencement date less any lease incentives received; any initial direct costs incurred by the Group; and an estimate of any remediation or similar costs required by the lease contract.

At the commencement date the lease liability is measured at the present value of the future lease payments discounted using the interest rate implicit in the lease or, if that cannot be readily determined, the Group's incremental borrowing rate. Lease liabilities are included in borrowings.

Lease payments are treated as consisting of a capital element and a finance charge; the capital element reduces the lease liability and the finance charge is written off to the income statement at a constant rate over the period of the lease in proportion to the capital amount outstanding. Depreciation of the right-of-use asset is charged over the shorter of the estimated useful life and the lease period unless ownership is expected to transfer to the Group at the end of the lease, in which case the right-of-use asset is depreciated to the end of the useful life of the underlying asset.

Where the lease term is less than one year or the underlying asset is low value, the Group does not recognise a right-of-use asset or lease liability. Payments under such leases are charged to operating costs.

j) Grants and contributions

Grants and contributions received in respect of non-current assets, including certain charges made as a result of new connections to the water and waste water networks, are treated as deferred income and released to operating costs over the useful economic life of those non-current assets.

Grants and contributions which are given in compensation for expenses incurred with no future related costs are recognised in operating costs in the income statement in the period that they become receivable.

2 Accounting policies (continued)

k) Impairment of non-current assets

If the recoverable amount of goodwill, an item of property, plant and equipment or any other non-current asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Recoverable amount is the higher of fair value less costs to sell or estimated value in use at the date the impairment review is undertaken. Fair value less costs to sell represents the amount obtainable from the sale of the asset in an arm's length transaction between knowledgeable and willing third parties, less costs of disposal. Value in use represents the present value of future cash flows expected to be derived from a cash-generating unit, discounted using a pre-tax discount rate that reflects current market assessments of the cost of capital of the cash-generating unit or asset.

The discount rate used is based on the Group's cost of capital, adjusted for the risk profiles of individual businesses. For regulated businesses we use the WACC from Ofwat's latest price review adjusted for market changes since this date where appropriate.

Goodwill is tested for impairment annually. Impairment reviews are also carried out if there is an indication that an impairment may have occurred or, where otherwise required, to ensure that non-current assets are not carried above their estimated recoverable amounts.

Impairments are recognised in the income statement.

l) Investments

Investments in subsidiaries in the Company's financial statements are stated at cost less, where appropriate, provisions for impairment. Investments in subsidiaries are reviewed for impairment in line with note 2 k) when indicators of impairment have been identified.

Other investments are initially recognised and subsequently measured at fair value. Changes in fair value are recognised in profit or loss.

m) Inventory

Inventory and work in progress is stated at the lower of cost and net realisable value.

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

n) Loans receivable

Loans receivable are measured at fair value on initial recognition, less issue fee income received. After initial recognition, loans receivable are subsequently measured at amortised cost using the effective interest rate method whereby interest and issue fee income are credited to the income statement and added to the carrying value of loans receivable at a constant rate in proportion to the loan amount outstanding.

Loans receivable are measured at fair value on initial recognition, less issue fee income received where the fee is integral to the yield on the loan. All loans receivable are held for collection of contractual cash flows, which represent solely payments of principal and interest. After initial recognition, loans receivable are subsequently measured at amortised cost using the effective interest rate method whereby interest and issue fee income are credited to the income statement and added to the carrying value of loans receivable at a constant rate in proportion to the loan amount outstanding.

o) Trade receivables and accrued income

Trade receivables and accrued income, are measured at fair value on initial recognition. If there is objective evidence that the asset is impaired, it is written down to its recoverable amount and the irrecoverable amount is recognised as an expense in operating costs.

The Group applies the simplified approach permitted by IFRS 9 for estimating expected credit losses on trade and other receivables. For trade receivables that are assessed not to be impaired individually, expected credit losses are estimated based on the Group's historical experience of trade receivable write-offs and reasonable, supportable forward-looking information which is available without undue cost or effort.

The Group recognises a loss allowance for expected credit losses ('ECL') on its loans and receivables to joint ventures. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition.

The Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to the 12 month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of the loans. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date.

(i) Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of default over the remaining life of the asset at the reporting date with the risk of default for the same period at initial recognition. In making this assessment, the Group considers both quantitative and qualitative information about the risk of default that is reasonable and supportable, including forward-looking information that is available. This includes assessment of a deterioration in: actual or expected business; financial or economic conditions of the borrower; actual or expected operating results, cash flows and financial position of the borrower; and the regulatory, economic, or technological environment faced by the borrower. Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

2 Accounting policies (continued)

o) Trade receivables and accrued income (continued)

(ii) Definition of default

The Group considers that a default has taken place where information developed internally indicates that the borrower is unlikely to pay its creditors, including the Group, in full. Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

p) Retirement benefits

(i) Defined benefit schemes

The difference between the value of defined benefit pension scheme assets and defined benefit pension scheme liabilities is recorded on the balance sheet as a retirement benefit asset or obligation.

Defined benefit pension scheme assets are measured at fair value using bid price for assets with quoted prices. For scheme assets with no quoted price, the fair value is derived by using quotations from independent third parties or by using applicable valuation techniques at the end of each reporting period. Defined benefit pension scheme liabilities are measured at the balance sheet date by an independent actuary using the projected unit method and discounted at the current rate of return on high quality corporate bonds of equivalent term and currency to the liability.

Service cost, representing the cost of employee service in the period, is included in operating costs. Net finance cost is calculated by applying the discount rate used for the scheme liabilities to the net obligation.

Changes in the retirement benefit obligation that arise from:

- differences between the return on scheme assets and interest income included in the income statement;
- actuarial gains and losses from experience adjustments; and
- changes in demographic or financial assumptions,

are classified as re-measurements, charged or credited to other comprehensive income and recorded in the statement of comprehensive income in the period in which they arise.

There is no contractual agreement, or stated policy, for charging the net defined benefit cost for the Severn Trent or Dee Valley Water schemes to participating Group companies of the ultimate parent. As the net defined benefit cost for these schemes is recognised by the sponsoring employer, Severn Trent Water Limited, the full net defined benefit cost is disclosed in the Severn Trent Water Group financial statements. For the Company financial statements, contributions made by other Severn Trent Group companies are disclosed within actuarial gains and losses in the statement of comprehensive income.

(ii) Defined contribution scheme

Contributions to defined contribution pension schemes are charged to the income statement in the period in which they fall due.

Ah

q) Provisions

Provisions are recognised where:

- there is a present obligation as a result of a past event;
- it is probable that there will be an outflow of economic benefits to settle this obligation; and
- a reliable estimate of this amount can be made.

Self-insurance provisions are recognised for claims notified and for claims incurred but which have not yet been notified, based on advice from the ultimate parent company's independent insurance advisers.

Provisions are discounted to present value using a pre-tax discount rate that reflects the risks specific to the liability where the effect is material.

r) Borrowings

The accounting policy for borrowings that are the hedged item in a fair value hedge is set out in note 2 s) and the accounting policy for lease liabilities is set out in note 2 i).

All other borrowings are initially recognised at fair value less issue costs. After initial recognition, borrowings are subsequently measured at amortised cost using the effective interest rate method whereby interest and issue costs are charged to the income statement and added to the carrying value of borrowings at a constant rate in proportion to the capital amount outstanding.

Index-linked debt is adjusted for changes in the relevant inflation index and changes in value are charged to finance costs.

Borrowings denominated in foreign currency are translated to sterling at the spot rate on the balance sheet date. Exchange gains or losses resulting from this are credited or charged to gains/losses on financial instruments.

s) Derivative financial instruments

Derivative financial instruments are stated at fair value, including accrued interest. Fair value is determined using the methodology described in note 32 a). The accounting policy for changes in fair value depends on whether the derivative is designated as a hedging instrument. The various accounting policies are described below.

Interest receivable or payable in respect of derivative financial instruments is included in finance income or costs.

Derivatives not designated as hedging instruments
Gains or losses arising on remeasurement of derivative financial instruments that are not designated as hedging instruments are recognised in gains/losses on financial instruments in the income statement.

Derivatives designated as hedging instruments
The Group and Company use derivative financial instruments such as cross currency swaps, forward currency contracts and interest rate swaps to hedge risks associated with foreign currency and interest rate fluctuations.

2 Accounting policies (continued)

s) Derivative financial instruments (continued)

At the inception of each hedge relationship, the Group and Company document:

- the economic relationship between the hedging instrument and the hedged item;
- its risk management objectives and strategy for undertaking the hedge transaction; and
- whether changes in fair value or the cash flows of the hedging instrument are expected to offset changes in fair values or cash flows (as appropriate) of the hedged item.

Hedge accounting is discontinued when the hedging instrument expires, is sold, terminated or exercised or no longer qualifies for hedge accounting.

Fair value hedges
Where a loan or borrowing is in a fair value hedging relationship it is remeasured for changes in fair value of the hedged risk at the balance sheet date, with gains or losses being recognised in gains/losses on financial instruments in the income statement. The gain or loss on the corresponding hedging instrument is also taken to gains/losses on financial instruments in the income statement so that the effective portion of the hedge will offset the gain or loss on the hedged item.

If hedge accounting is discontinued, the fair value adjustment arising from the hedged risk on the hedged item is amortised to the income statement over the anticipated remaining life of the hedged item.

Cash flow hedges
The portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognised in equity and the ineffective portion is charged to gains/losses on financial instruments in the income statement. When the gain or loss from the hedged underlying transaction is recognised in the income statement, the gains or losses on the hedging instrument that have previously been recognised in equity are recycled through gains/losses on financial instruments in the income statement.

If hedge accounting is discontinued, any cumulative gain or loss on the hedging instrument previously recognised in equity is held in equity until the forecast transaction occurs, or transferred to gains/losses on financial instruments in the income statement if the forecast transaction is no longer expected to occur. From this point the derivative is accounted for in the same way as derivatives not designated as hedging instruments. If the hedging instrument is terminated, the gains and losses previously recognised in equity are held in equity until either the forecast transaction occurs or the forecast transaction is no longer expected to occur.

Embedded derivatives
Where a contract includes terms that cause some of its cash flows to vary in a similar way to a derivative financial instrument, that part of the contract is considered to be an embedded derivative.

Embedded derivatives are separated from the contract and measured at fair value with gains and losses taken to the income statement if the host contract is not an asset within the scope of IFRS 9 and:

- the risks and characteristics of the embedded derivative are not closely related to those of the contract;
- a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and
- the contract is not carried at fair value with gains and losses reported in the income statement.

In all other cases embedded derivatives are accounted for in line with the accounting policy for the contract as a whole.

t) Share based payment

The Group operates a number of equity settled share based compensation plans for employees. The fair value of the employee services received in exchange for the grant is recognised as an expense over the vesting period of the grant.

The fair value of employee services is determined by reference to the fair value of the awards granted, calculated using an appropriate pricing model, excluding the impact of any non-market vesting conditions. The number of awards that are expected to vest takes into account non-market vesting conditions including, where appropriate, continuing employment by the Group. The charge is adjusted to reflect shares that do not vest as a result of failing to meet a non-market condition.

The grant of awards of shares of the ultimate parent Company is treated as a capital contribution and credited to reserves. When awards vest, payments made to the ultimate parent Company for the issue of shares are charged against the capital contributions previously received in respect of the same awards. Any payments in excess of capital contributions are treated as distributions.

u) Cash flow statement

For the purpose of the cash flow statement, cash and cash equivalents include highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value. Such investments are normally those with less than three months maturity from the date of acquisition and include cash and bank balances and investments in liquid funds.

Net cash and cash equivalents include overdrafts repayable on demand and amounts drawn under the Group's revolving credit facility.

Interest paid in the cash flow statement includes amounts charged to the income statement and amounts included in the cost of property, plant and equipment.

3 New accounting policies and future requirements

At the balance sheet date, no Standards or Interpretations were in issue but not yet effective that are expected to have a material impact on the Group's financial position.

4 Critical accounting judgments and sources of estimation uncertainty

In the process of applying the Group and Company accounting policies, the Group and Company are required to make certain judgments, estimates and assumptions that they believes are reasonable based on the information available. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may ultimately differ from those estimates.

a) Critical accounting judgments

i) Classification of costs between operating expenditure and capital expenditure

Severn Trent Water's business involves significant construction and engineering projects. Assessing the classification of costs incurred on such projects between capital expenditure and operating expenditure requires judgments to be made. The judgments are made based on objective criteria that the Group has developed to facilitate the consistent application of its accounting policies.

b) Sources of estimation uncertainty

i) Depreciation and carrying amounts of property, plant and equipment

Calculating the depreciation charge and hence the carrying value for property, plant and equipment requires estimates to be made of the useful lives of the assets. The estimates are based on engineering data and the Group's experience of similar assets. Details are set out in note 2 h). A five year change in the average remaining useful lives of property, plant and equipment would result in a £35 million change in the depreciation charge.

ii) Retirement benefit obligations

Determining the amount of the Group's retirement benefit obligations and the net costs of providing such benefits requires assumptions to be made concerning long-term interest rates, inflation and longevity of current and future pensioners, and, where market prices are not available, the values of the assets held. Changes in these assumptions could significantly impact the amount of the obligations or the cost of providing such benefits. The Group makes assumptions concerning these matters with the assistance of advice from independent qualified actuaries. Details of the assumptions made and associated sensitivities are set out in note 27 to the financial statements.

5 Revenue from contracts with customers - Group

	2020 £m	2019 £m
Water and waste water services	**1,627.1**	1,650.7
Other services	**87.5**	22.4
Turnover	**1,714.6**	1,673.1
Finance income	**5.6**	2.0
	1,720.2	1,675.1

Revenue from water and waste water services provided to customers with meters is recognised when the service is provided and is measured based on actual meter readings and estimated consumption for the period between the last meter reading and the year end. For customers who are not metered, the performance obligation is to stand ready to provide water and waste water services throughout the period. Such customers are charged on an annual basis, coterminous with the financial year, and revenue is recognised on a straight-line basis over the financial year.

Income from diversions of £6.8 million (2019/20: £8.4 million), which is reimbursement of costs for diversions, is included within infrastructure maintenance expenditure within operating costs.

6 Net operating costs - Group

			2020			2019
	Before exceptional costs £m	**Exceptional items** £m	**Total** £m	Before exceptional costs £m	Exceptional items £m	Total £m
Wages and salaries	**261.2**	**–**	**261.2**	236.7	–	236.7
Social security costs	**27.6**	**–**	**27.6**	24.4	–	24.4
Pension costs	**24.6**	**–**	**24.6**	22.7	9.6	32.3
Share based payments	**7.8**	**–**	**7.8**	8.0	–	8.0
Total employee costs	**321.2**	**–**	**321.2**	291.8	9.6	301.4
Power	**94.2**	**–**	**94.2**	90.2	–	90.2
Raw materials and consumables	**55.4**	**–**	**55.4**	50.1	–	50.1
Rates	**79.5**	**–**	**79.5**	79.2	–	79.2
Charge for bad and doubtful debts	**42.4**	**–**	**42.4**	25.5	–	25.5
Service charges	**39.3**	**–**	**39.3**	35.2	–	35.2
Depreciation of property, plant and equipment	**317.6**	**–**	**317.6**	309.3	–	309.3
Depreciation of right-of-use assets	**5.0**	**–**	**5.0**	–	–	–
Amortisation of intangible assets	**29.7**	**–**	**29.7**	29.0	–	29.0
Hired and contracted services	**191.5**	**–**	**191.5**	196.7	–	196.7
Rental charges						
- land and buildings	**0.1**	**–**	**0.1**	0.6	–	0.6
- other	**0.3**	**–**	**0.3**	0.3	–	0.3
Hire of plant and machinery	**6.7**	**–**	**6.7**	6.2	–	6.2
Profit on disposal of tangible fixed assets	**(3.3)**	**–**	**(3.3)**	(10.6)	–	(10.6)
Exchange losses	**0.1**	**–**	**0.1**	0.1	–	0.1
Infrastructure maintenance expenditure	**149.6**	**–**	**149.6**	141.4	–	141.4
Ofwat licence fees	**5.1**	**–**	**5.1**	5.1	–	5.1
Other operating costs	**32.5**	**–**	**32.5**	36.7	–	36.7
Other operating income	**(2.2)**	**–**	**(2.2)**	(2.4)	–	(2.4)
	1,364.7	**–**	**1,364.7**	1,284.4	9.6	1,294.0
Release from deferred credits	**(15.4)**	**–**	**(15.4)**	(14.7)	–	(14.7)
Own work capitalised	**(181.4)**	**–**	**(181.4)**	(163.9)	–	(163.9)
	1,167.9	**–**	**1,167.9**	1,105.8	9.6	1,115.4

6 Net operating costs – Group (continued)

During the year the following fees were charged by the auditor:

	2020 £m	2019 £m
Fees payables to the Company's auditor for:		
- the audit of the Company's annual accounts	**0.3**	0.2
Total audit fees	**0.3**	0.2
Fees payables to the Company's auditor and its associates for other services to the Group:		
- audit related assurance services	**0.1**	0.1
- other assurance services	**0.1**	0.1
Total non-audit fees	**0.2**	0.2

Other assurance services also include certain agreed upon procedures performed by Deloitte in connection with regulatory reporting requirements to Ofwat.

7 Exceptional items before tax - Group

	2020 £m	2019 £m
GMP equalisation costs	**–**	(9.6)
Exceptional impairment of loans receivable from related parties	**(4.9)**	–
	(4.9)	(9.6)

The total Group net exceptional charge for the year was £4.9 million (2019: £9.6 million).

In the current year, the Group has determined that there has been a significant increase in the credit risk since inception relating to its loans receivable from Water Plus of £97.9 million (2019: £100.0 million) in the light of the unforeseen significant increase in losses incurred by Water Plus in the year. The Group has therefore assessed the lifetime expected credit loss of its loans to Water Plus at 31 March 2020 (2019: 12 month expected credit loss) based on Water Plus's financial projections, taking into account the expected impact of COVID-19 in more than one scenario, as this is considered to be reasonable and supportable forward-looking information. The Group and Company has recorded an impairment provision for expected credit losses of £4.9 million (2019: no provision recognised as risk of default was insignificant) resulting in a net loan receivable of £93.0 million (2019: £100.0 million).

In the prior year, on 25 October 2018, the High Court issued a judgment in relation to gender equality in Guaranteed Minimum Pension rights that had an impact on the Group's defined benefit pension liabilities. An exceptional charge of £9.6 million (Company: £9.2 million) was incurred for the provision following this judgment.

8 Employee numbers – Group and Company

Average number of employees (including Executive Directors) during the year:

	Group		Company	
	2020 Number	2019 Number	**2020 Number**	2019 Number
	6,524	6,305	**6,390**	6,172

9 Directors' interests and remuneration – Group and Company

a) Directors' interests

All of the Directors as at the end of the year are also Directors of Severn Trent Plc, the ultimate parent undertaking, and their interests in the share capital of that Company are disclosed in the Severn Trent Plc Annual Report and Accounts for the year ended 31 March 2020. Share options were granted and exercised in accordance with the Severn Trent Sharesave Scheme as appropriate.

The Executive Directors have further interests in Severn Trent Plc ordinary shares of $97^{17}/_{19}$ p each by virtue of having received contingent awards of shares under the Severn Trent Long Term Incentive Plan (LTIP), deferred shares under the Severn Trent Annual Bonus Scheme.

The individual interests, which represent the maximum aggregate number of shares to which each individual could become entitled, are disclosed in the Annual Report and Accounts of Severn Trent Plc for the year ended 31 March 2020.

b) Directors' remuneration

The following table shows the remuneration due to directors for their services to the Company during the year:

	2020	2019
	£m	£m
Short-term employee benefits	**3.1**	2.9
Share based payment	**1.6**	1.4
	4.7	4.3

The emoluments of the non-executive directors are paid by Severn Trent Plc.

There were no retirement benefits accruing to directors (2019: nil) under a defined benefit scheme and one director (2019: one director) under a defined contribution scheme.

Three directors (2019: three directors) exercised share options or received LTIP awards which vested during the year.

c) Highest paid director

	2020	2019
	£m	£m
Aggregate emoluments (excluding pension contributions)	**2.7**	2.4

The highest paid director at 31 March 2020 and 31 March 2019 was not a member of the defined benefit pension scheme.

10 Finance income - Group

	2020	2019
	£m	£m
Interest income earned on:		
Bank deposits	**0.3**	0.3
Amounts due from group undertakings	**2.4**	1.4
Other finance income	**3.0**	0.3
Total interest receivable	**5.7**	2.0
Interest income on defined benefit scheme assets	**58.2**	61.0
	63.9	63.0

11 Finance costs - Group

	2020	2019
	£m	£m
Interest expense charged on:		
Bank loans and overdrafts	**21.5**	21.8
Other loans	**146.3**	150.8
Lease liabilities	**4.2**	4.4
Total borrowing costs	**172.0**	177.0
Other finance expenses	**0.1**	0.2
Interest cost on defined benefit scheme liabilities	**69.1**	74.6
	241.2	251.8

Borrowing costs of £44.2 million (2019: £31.6 million) incurred funding eligible capital projects have been capitalised at an interest rate of 2.95% (2019: 3.40%). Tax relief of £8.4 million (2019: £5.4 million) was claimed on these costs which was credited to the income statement, offset by a related deferred tax charge of £8.4 million (2019: £4.8 million).

12 Net gains on financial instruments - Group

	2020	2019
	£m	£m
Gain on swaps used as hedging instruments in fair value hedges	**5.1**	0.3
(Loss)/gain arising on debt in fair value hedges	**(1.6)**	0.5
Exchange loss on other loans	**(6.7)**	(8.0)
Loss on cash flow hedges transferred from equity	**(8.5)**	(8.5)
Hedge ineffectiveness on cash flow hedges	**2.5**	1.6
(Loss)/gain arising on swaps where hedge accounting is not applied	**(9.9)**	28.5
Amortisation of fair value adjustment on debt	**1.1**	1.1
Gain on revaluation of investment	**28.1**	22.2
	10.1	37.7

The net loss on financial assets and liabilities mandatorily measured at fair value through profit or loss was £4.8 million (2019: gain of £28.8 million). There were no financial assets or liabilities designated as at fair value through the profit or loss (2019: nil).

The Group's hedge accounting arrangements are described in note 34.

13 Taxation - Group

a) Analysis of tax charge in the year

	2020	2019
	£m	£m
Current tax		
Current year at 19% (2019: 19%)	**34.2**	40.2
Prior years	**(1.2)**	(6.0)
Total current tax	**33.0**	34.2
Deferred tax		
Origination and reversal of temporary differences:		
Current year	**28.6**	29.5
Prior years	**(0.3)**	7.5
Deferred tax before exceptional deferred tax	**28.3**	37.0
Exceptional charge on rate change	**90.1**	–
Total deferred tax	**118.4**	37.0
	151.4	71.2

13 Taxation - Group (continued)

b) Factors affecting the tax charge in the year

The Group tax expense for the current year is higher (2019: lower) than the standard rate of corporation tax in the UK of 19% (2019: 19%). The differences are explained below:

	2020 £m	2019 £m
Profit before taxation	**374.6**	406.6
Tax at standard rate of corporation tax in the UK 19% (2019: 19%)	**71.2**	77.3
Tax effect of depreciation on non-qualifying assets	**1.0**	0.9
Other permanent differences	**(9.4)**	(4.9)
Current year impact of lower rate for deferred tax	**–**	(3.6)
Adjustments in respect of prior years	**(1.5)**	1.5
Exceptional deferred tax arising on rate change	**90.1**	–
Total tax charge	**151.4**	71.2

	2020 £m	2019 £m
Profit before taxation	**374.6**	406.6
Tax at standard rate of corporation tax in the UK 19% (2019: 19%)	**71.2**	77.3
Tax effect of depreciation on non-qualifying assets	**1.0**	0.9
Other permanent differences	**(9.4)**	(4.9)
Tax effect of accelerated capital allowances	**(25.0)**	(28.2)
Other timing differences	**(3.6)**	(4.9)
Adjustments in respect of prior years	**(1.2)**	(6.0)
Total current tax charge	**33.0**	34.2

The most significant factor impacting the Group's current tax charge is the difference between the depreciation charged on property, plant and equipment in the financial statements and the amount deductible from taxable profits in the form of capital allowances. Where the assets qualify for capital allowances this creates a temporary difference and deferred tax is recognised on the difference between the carrying amount of the asset and the amount that will be deductible for tax purposes in future years. Changes in the amount of deferred tax recognised on these assets are charged or credited to deferred tax in the income statement. Where the amount of the capital allowances received is greater than the depreciation charged this is referred to as accelerated capital allowances.

Certain of the Group's property, plant and equipment assets are not eligible for capital allowances under current legislation. Therefore there is no tax deduction that corresponds to the depreciation charged on these assets and deferred tax is not recognised in respect of this permanent difference.

Other permanent differences comprise expenditure that is not deductible for tax purposes or income that is not taxable.

Deferred tax is provided at the rate that is expected to apply when the asset or liability is expected to be settled. On 11th March 2020, the UK Government announced that it would reverse the previously planned reduction in the corporation tax rate that was due to take effect from 1 April 2020. This change was substantively enacted on 17th March 2020 and we have therefore remeasured our deferred tax assets and liabilities at 31 March 2020 at the new rate of 19%. For the Group, this resulted in an exceptional deferred tax charge in the income statement of £90.1 million and a credit to reserves amounting to £2.5 million.

Other timing differences comprise items other than depreciation of property, plant and equipment where the amount is included in the tax computation in a different period from when it is recognised in the income statement. Deferred tax is provided on these items.

The amounts included for tax liabilities in the financial statements include estimates and judgments relating to uncertain tax positions. If the computations subsequently submitted to HMRC include different amounts then these differences are reflected as an adjustment in respect of prior years in the subsequent financial statements.

13 Taxation – Group (continued)

c) Tax (credited)/charged directly to other comprehensive income or equity

In addition to the amount charged/(credited) to the income statement, the following amounts of tax have been (credited)/charged directly to other comprehensive income or equity:

Group

	2020	2019
	£m	£m
Current tax		
Tax on share based payments	**–**	(0.2)
Tax on pension contributions in prior periods	**(9.5)**	(9.5)
Total current tax credited to other comprehensive income or equity	**(9.5)**	(9.7)
Deferred tax		
Tax on actuarial gains	**37.0**	12.2
Tax on cash flow hedges	**(7.4)**	(1.5)
Tax on share based payments	**(0.7)**	(0.1)
Tax on transfers to the income statement	**1.6**	1.4
Tax on pension contributions in prior periods	**9.5**	9.5
Effect of change in tax rate	**(2.5)**	–
Total deferred tax charged to other comprehensive income or equity	**37.5**	21.5

14 Dividends – Group and Company

Amounts recognised as distributions to equity holders in the period:

	2020		2019	
	Pence per share	**£m**	Pence per share	£m
Interim dividend for the year ended 31 March	**24.40**	**244.0**	22.51	225.1

15 Goodwill - Group

Goodwill impairment tests

Goodwill is allocated to the Group's cash-generating units (CGUs) identified according to the operating segment.

A summary of the carrying amount of goodwill allocation by CGU is presented below.

	2020	2019
	£m	£m
Regulated Water and Waste Water	**63.5**	63.5

Regulated Water and Waste Water also has an intangible asset with indefinite useful life amounting to £4.3 million (2019: £4.3 million).

On 1 July 2018 the Instruments of Appointment of Severn Trent Water Limited and Hafren Dyfrdwy Cyfyngedig (formerly Dee Valley Water Limited) were amended to align the areas for which the appointments were made with the national border of England and Wales. As a result, the business that the goodwill relates to is now partly in Severn Trent Water and partly Hafren Dyfrdwy consequently this goodwill is allocated to the Regulated Water and Waste Water CGU.

The Group has reviewed the carrying value of goodwill for impairment in accordance with the policy stated in note 2. The carrying value of the Regulated Water and Waste Water CGU was determined on the basis of fair value, through a Level 3 valuation, less costs to sell.

The fair value, determined using a discounted cash flow calculation for the Regulated Water and Waste Water segment is based on the most recent financial projections available for the business, which cover the next AMP period, which runs to 31 March 2025. As a regulated water company, the revenues and costs within the Regulated Water and Waste Water segment are significantly influenced by the regulatory settlement for each AMP period so management considers it appropriate for the detailed projections to be coterminous with the AMP period.

The key assumptions underlying these projections are the cash flows in the projections, which are based on Ofwat's Final Determination for AMP 7, and the following:

	%
Discount rate	5.6
RPI inflation	2.8
CPI inflation	1.9
Growth rate in the period beyond the detailed projections	1.5

The discount rate is an estimate for the weighted average cost of capital at the year end date based on the nominal post-tax WACC detailed in the Ofwat PR19 Final Determination. The rate disclosed above is the equivalent pre-tax nominal rate.

Inflation has been included in the detailed projections at 2.8% and 1.9% for RPI and CPI respectively based on the Bank of England's target rate for CPI.

Cash flows beyond the end of the five-year period are extrapolated using an assumed real growth rate of 1.5% in the Group's regulatory capital base.

The fair value less costs to sell for the CGU exceeded its carrying value by £3,965 million. An increase in the discount rate to 6.5% or a reduction in the growth rate in the period beyond the detailed projections to 0.9% would reduce the recoverable amount to the carrying amount of the CGU.

16 Other intangible assets – Group and Company

Group

	Computer software		Capitalised development costs and patents	Instrument of appointment	Total
	Internally generated	Purchased			
	£m	£m	£m	£m	£m
Cost					
At 1 April 2018	207.0	123.9	12.0	4.3	347.2
Additions	21.5	11.3	–	–	32.8
At 1 April 2019	228.5	135.2	12.0	4.3	380.0
Additions	42.7	18.0	–	–	60.7
At 31 March 2020	**271.2**	**153.2**	**12.0**	**4.3**	**440.7**
Amortisation					
At 1 April 2018	(171.0)	(78.5)	(12.0)	–	(261.5)
Amortisation for the year	(13.7)	(15.3)	–	–	(29.0)
At 1 April 2019	(184.7)	(93.8)	(12.0)	–	(290.5)
Amortisation for the year	(16.3)	(13.4)	–	–	(29.7)
At 31 March 2020	**(201.0)**	**(107.2)**	**(12.0)**	**–**	**(320.2)**
Net book value					
At 31 March 2020	**70.2**	**46.0**	**–**	**4.3**	**120.5**
At 31 March 2019	43.8	41.4	–	4.3	89.5

Company

	Computer software		Capitalised development costs and patents	Total
	Internally generated	Purchased		
	£m	£m	£m	£m
Cost				
At 1 April 2018	207.0	123.9	12.0	342.9
Additions	15.3	11.3	–	26.6
At 1 April 2019	222.3	135.2	12.0	369.5
Additions	39.3	18.0	–	57.3
At 31 March 2020	**261.6**	**153.2**	**12.0**	**426.8**
Amortisation				
At 1 April 2018	**(171.0)**	**(78.5)**	**(12.0)**	**(261.5)**
Amortisation for the year	(13.0)	(15.3)	–	(28.3)
At 1 April 2019	(184.0)	(93.8)	(12.0)	(289.8)
Amortisation for the year	(15.4)	(13.4)	–	(28.8)
At 31 March 2020	**(199.4)**	**(107.2)**	**(12.0)**	**(318.6)**
Net book value				
At 31 March 2020	**62.2**	**46.0**	**–**	**108.2**
At 31 March 2019	38.3	41.4	–	79.7

17 Property, plant and equipment

Group

	Land and buildings £m	Infrastructure assets £m	Fixed plant and equipment £m	Moveable plant £m	Assets under construction £m	Total £m
Cost						
At 1 April 2018	3,369.5	5,233.8	4,156.6	55.3	924.3	13,739.5
Additions	78.4	146.8	110.0	11.5	504.4	851.1
Transfers on commissioning	37.3	26.5	101.3	2.8	(167.9)	–
Disposals	(0.8)	(0.1)	(1.6)	(4.0)	(0.9)	(7.4)
At 31 March 2019	3,484.4	5,407.0	4,366.3	65.6	1,259.9	14,583.2
Reclassified on adoption of IFRS 16 (see note 2a)	–	(129.2)	(380.4)	–	–	(509.6)
At 1 April 2019	3,484.4	5,277.8	3,985.9	65.6	1,259.9	14,073.6
Additions	88.1	162.9	167.3	7.7	520.3	946.3
Transfers on commissioning	93.0	56.9	145.8	1.1	(296.8)	–
Disposals	(12.2)	–	(5.1)	(7.8)	(9.0)	(34.1)
At 31 March 2020	**3,653.3**	**5,497.6**	**4,293.9**	**66.6**	**1,474.4**	**14,985.8**
Depreciation						
At 1 April 2018	(1,284.2)	(1,331.7)	(2,724.1)	(36.8)	–	(5,376.8)
Charge for the year	(84.0)	(36.9)	(183.9)	(4.5)	–	(309.3)
Disposals	0.7	–	1.6	3.9	–	6.2
At 31 March 2019	(1,367.5)	(1,368.6)	(2,906.4)	(37.4)	–	(5,679.9)
Reclassified on adoption of IFRS 16 (see note 2a)	–	14.4	377.3	–	–	391.7
At 1 April 2019	(1,367.5)	(1,354.2)	(2,529.1)	(37.4)	–	(5,288.2)
Charge for the year	(85.9)	(39.3)	(186.8)	(5.6)	–	(317.6)
Disposals	9.5	–	4.9	7.3	–	21.7
Impairment	(0.5)	–	–	–	–	(0.5)
At 31 March 2020	**(1,444.4)**	**(1,393.5)**	**(2,711.0)**	**(35.7)**	**–**	**(5,584.6)**
Net book value						
At 31 March 2020	**2,208.9**	**4,104.1**	**1,582.9**	**30.9**	**1,474.4**	**9,401.2**
At 31 March 2019	2,116.9	4,038.4	1,459.9	28.2	1,259.9	8,903.3

Additions include assets transferred from developers at no cost, which have been recognised at their fair value of £71.0 million (2019: £42.1 million).

The adjustments to cost and accumulated depreciation arose on the adoption of IFRS 16 and represent the transfer of assets held under finance leases under IAS 17 to right-of-use assets, which are disclosed separately in note 18 under IFRS 16.

17 Property, plant and equipment (continued)

Company

	Land and buildings	Infrastructure assets	Fixed plant and equipment	Moveable plant	Assets under construction	Total
	£m	£m	£m	£m	£m	£m
Cost						
At 1 April 2018	3,367.3	5,164.8	4,100.4	55.3	906.8	13,594.6
Additions	78.8	158.0	123.1	11.5	497.7	869.1
Transfers on commissioning	37.3	26.5	101.3	2.8	(167.9)	–
Disposals	(28.3)	(68.0)	(33.2)	(4.0)	(12.5)	(146.0)
At 31 March 2019	3,455.1	5,281.3	4,291.6	65.6	1,224.1	14,317.7
Reclassified on adoption of IFRS 16 (see note 2a)	(214.1)	(129.2)	(380.4)	–	–	(723.7)
At 1 April 2019	3,241.0	5,152.1	3,911.2	65.6	1,224.1	13,594.0
Additions	87.8	161.4	163.0	7.6	513.3	933.1
Transfers on commissioning	93.0	56.9	145.8	1.1	(296.8)	–
Disposals	(12.2)	–	(5.1)	(7.8)	(9.0)	(34.1)
At 31 March 2020	**3,409.6**	**5,370.4**	**4,214.9**	**66.5**	**1,431.6**	**14,493.0**
Depreciation						
At 1 April 2018	(1,284.1)	(1,331.3)	(2,718.6)	(36.8)	–	(5,370.8)
Charge for the year	(83.4)	(35.7)	(179.6)	(4.5)	–	(303.2)
Disposals	8.5	7.6	18.5	3.9	–	38.5
At 31 March 2019	(1,359.0)	(1,359.4)	(2,879.7)	(37.4)	–	(5,635.5)
Reclassified on adoption of IFRS 16 (see note 2a)	52.8	14.4	377.3	–	–	444.5
At 1 April 2019	(1,306.2)	(1,345.0)	(2,502.4)	(37.4)	–	(5,191.0)
Charge for the year	(82.3)	(37.6)	(182.4)	(5.6)	–	(307.9)
Disposals	9.5	–	4.9	7.3	–	21.7
Impairment	(0.5)	–	–	–	–	(0.5)
At 31 March 2020	**(1,379.5)**	**(1,382.6)**	**(2,679.9)**	**(35.7)**	**–**	**(5,477.7)**
Net book value						
At 31 March 2020	**2,030.1**	**3,987.8**	**1,535.0**	**30.8**	**1,431.6**	**9,015.3**
At 31 March 2019	2,096.1	3,921.9	1,411.9	28.2	1,224.1	8,682.2

Additions include assets transferred from developers at no cost, which have been recognised at their fair value of £71.0 million (2019: £42.1 million).

The adjustments to cost and accumulated depreciation arose on the adoption of IFRS 16 and represent the transfer of assets held under finance leases under IAS 17 to right-of-use assets, which are disclosed separately in note 18 under IFRS 16.

At 31 March 2019, the carrying amount of property, plant and equipment includes the following amounts in respect of assets held under finance leases:

Group

	Infrastructure assets	Fixed plant and equipment	Total
	£m	£m	£m
Net book value			
At 31 March 2019	114.8	3.1	117.9

Company

	Land and buildings	Infrastructure assets	Fixed plant and equipment	Total
	£m	£m	£m	£m
Net book value				
At 31 March 2019	161.3	114.8	3.1	279.2

17 Property, plant and equipment (continued)

The net book value of land and buildings is analysed as follows:

Group

	2020 £m	2019 £m
Freehold	**2,208.6**	2,116.6
Short leasehold	**0.3**	0.3
	2,208.9	2,116.9

Company

	2020 £m	2019 £m
Freehold	**2,029.8**	2,095.8
Short leasehold	**0.3**	0.3
	2,030.1	2,096.1

18 Leases

a) The Group's leasing activities

The Group and Company leases various properties, equipment and vehicles. Lease agreements are typically made for fixed periods of up to 999 years but may have extension options as described in note 2 a).

Lease contracts are negotiated on an individual basis and include a wide range of terms and conditions. The contracts do not include covenants other than security interests in the leased assets that are held by the lessor and leased assets may not be used as security for other borrowing. The contracts do not impose any restrictions on dividend payment, additional debt or further leasing. There were no sale and leaseback transactions in the period.

b) Income statement

The income statement includes the following amounts relating to leases for the year ended 31 March 2020:

	Group		Company	
	2020 £m	2019 £m	2020 £m	2019 £m
Depreciation charge of right-of-use assets:				
Land and buildings	**0.5**	–	**4.2**	–
Infrastructure assets	**1.0**	–	**1.0**	–
Fixed plant and equipment	**3.5**	–	**3.1**	–
Total depreciation of right-of-use assets	**5.0**	–	**8.3**	–
Interest expense included in finance cost	**4.2**	–	**4.5**	–
Expense relating to short-term leases included in operating costs	**0.3**	–	**0.3**	–
Expense relating to leases of low-value assets included in operating costs	**0.1**	–	**0.1**	–

c) Balance sheet

In the previous year the Group and Company only recognised lease assets and lease liabilities in relation to leases that were classified as finance leases under IAS 17. See note 2 a) for adjustments recognised on adoption of IFRS 16 on 1 April 2019.

The balance sheet includes the following amounts relating to leases:

	Group		Company	
	31 March 2020	1 April 2019	**31 March 2020**	1 April 2019
	£m	£m	**£m**	£m
Right-of-use assets:				
Land and buildings	**3.5**	4.3	**161.5**	165.6
Infrastructure assets	**113.8**	114.8	**113.8**	114.8
Fixed plant and equipment	**3.4**	6.6	**3.4**	6.6
	120.7	125.7	**278.7**	287.0

18 Leases (continued)

There were no additions to right-of-use assets during the year.

	Group		Company	
	31 March 2020	1 April 2019	**31 March 2020**	1 April 2019
	£m	£m	**£m**	£m
Lease liabilities:				
Current	**4.4**	4.4	**27.4**	25.8
Non-current	**111.4**	115.9	**300.0**	327.0
	115.8	120.3	**327.4**	352.8

At 31 March 2019 the Group leased various property, plant and equipment with a carrying value of £117.9 million under finance leases expiring within 1 to 13 years and the Company held property, plant and equipment under finance leases with a carrying value of £279.2 million also expiring within 1 to 13 years. Finance lease liabilities were reclassified to lease liabilities on 1 April 2019 on the adoption of the new leasing standard - see note 2 a). Obligations under lease liabilities were as follows:

	Group		Company	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Within 1 year	**8.4**	7.0	**42.6**	39.9
1 - 2 years	**9.0**	7.5	**22.8**	41.1
2 - 5 years	**28.8**	26.1	**70.5**	67.7
After more than 5 years	**107.7**	103.7	**337.5**	347.3
Gross obligations under finance leases	**153.9**	144.3	**473.4**	496.0
Less: future finance charges	**(38.1)**	(32.6)	**(146.0)**	(151.8)
Present value of lease obligations	**115.8**	111.7	**327.4**	344.2

Net obligations under leases were as follows:

	Group		Company	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Within 1 year	**4.4**	3.7	**27.4**	25.1
1 - 2 years	**5.1**	3.9	**9.0**	26.4
2 - 5 years	**19.5**	16.0	**32.4**	28.2
After more than 5 years	**86.8**	88.1	**258.6**	264.5
Included in non-current liabilities	**111.4**	108.0	**300.0**	319.1
	115.8	111.7	**327.4**	344.2

d) Cash flow

The Group's total cash outflow for leases in the year was £8.9 million which consists of £4.2 million repayment of interest and £4.7 million repayment of principal elements. The Company's total cash outflow was £22.6 million which consists of £4.3 million repayment of interest and £18.3 million repayment of principal elements. This is included in financing cash flows.

19 Investments

	Group			Company
	Other Investments £m	Subsidiaries £m	Other investments £m	Total £m
As at 1 April 2019	1,510.8	610.8	1,510.8	2,121.6
Gain on revaluation	28.1	–	28.1	28.1
As at 31 March 2020	**1,538.9**	**610.8**	**1,538.9**	**2,149.7**

The Company has the following subsidiary undertakings:

Subsidiary undertaking	Country of operation and incorporation	Principal activity	Percentage and class of share capital held
Aqua Deva Limited	England and Wales	Dormant company	100% ordinary
Chester Water Limited	England and Wales	Holding company	100% ordinary
Dee Valley Group Limited	England and Wales	Holding company	100% ordinary
Dee Valley Limited	England and Wales	Holding company	100% ordinary
Dee Valley Services Limited	England and Wales	Dormant company	100% ordinary
Dee Valley Water (Holdings) Limited	England and Wales	Holding company	100% ordinary
East Worcester Water Limited	England and Wales	Finance company	100% ordinary and 100% non-voting
Hafren Dyfrdwy Cyfyngedig	England and Wales	Regulated water and waste water company	100% ordinary
Energy Supplies UK Limited	England and Wales	Dormant company	100% ordinary
North Wales Gas Limited	England and Wales	Dormant company	100% ordinary
Northern Gas Supplies Limited	England and Wales	Dormant company	100% ordinary
Severn Trent Funding Limited	England and Wales	Dormant company	100% ordinary
Severn Trent General Partnership Limited	Scotland	Finance company	100% ordinary
Severn Trent LCP Limited	England and Wales	Leasing company	100% ordinary
Severn Trent Leasing Limited	England and Wales	Leasing company	100% ordinary
Severn Trent Reservoirs Limited	England and Wales	Finance company	100% ordinary
Severn Trent Utilities Finance Plc	England and Wales	Finance company	100% ordinary
Severn Trent WWIF Limited	England and Wales	Trading company	100% ordinary
Wrexham Water Limited	England and Wales	Dormant company	100% ordinary

The Company has the following investment:

Associated undertaking	Country of operation and incorporation	Principal activity	Percentage and class of share capital held
Severn Trent Trimpley Limited	England and Wales	Non-trading company	49% ordinary

The Company also has an indirect investment in Severn Trent Limited Partnership and Severn Trent 2017 Limited Partnership, limited partnerships registered in Scotland, as a result of Severn Trent General Partnership Limited being the general partner in each partnership.

In the opinion of the Directors the fair values of the Company's investments are not less than the amount at which they are stated in the balance sheet.

Unless stated below, the registered office of the aforementioned entities is Severn Trent Centre, 2 St John's Street, Coventry, CV1 2LZ, United Kingdom.

The registered office of the following entities is Packsaddle, Wrexham Road, Rhostyllen, Wrexham, LL14 4EH:

Dee Valley Limited
Hafren Dyfrdwy Cyfyngedig

The registered office of Severn Trent General Partnership Limited is 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ.

20 Categories of financial assets - Group

	Note	2020 £m	2019 £m
Fair value through profit and loss			
Cross currency swaps - not hedge accounted		**36.7**	18.0
Interest rate swaps - not hedge accounted		**4.9**	26.1
Investments		**1,538.9**	1,510.8
		1,580.5	1,554.9
Derivatives designated as hedging instruments			
Cross currency swaps - fair value hedges		**23.7**	19.1
Energy hedges - cash flow hedges		**0.2**	5.3
		23.9	24.4
Total financial assets at fair value		**1,604.4**	1,579.3
Financial assets at amortised cost			
Trade receivables	21	**211.7**	208.5
Accrued income	21	**220.3**	212.9
Other amounts receivable	21	**31.5**	31.2
Amounts due from parent company	21	**–**	80.6
Amounts due from group undertakings	21	**9.5**	11.1
Amounts due from related parties	21	**93.0**	100.0
Short-term deposits		**7.0**	–
Cash at bank and in hand		**8.2**	12.9
Total financial assets at amortised cost		**581.2**	657.2
Total financial assets		**2,185.6**	2,236.5
Disclosed in the balance sheet as:			
Non-current assets			
Derivative financial assets		**65.5**	68.4
Trade and other receivables		**96.3**	184.9
Investments		**1,538.9**	1,510.8
		1,700.7	1,764.1
Current assets			
Derivative financial assets		**–**	0.1
Trade and other receivables		**469.7**	459.4
Cash and cash equivalents		**15.2**	12.9
		484.9	472.4
		2,185.6	2,236.5

21 Trade and other receivables

	Group		Company	
	2020	2019	**2020**	2019 restated
	£m	£m	**£m**	£m
Current assets				
Net trade receivables	**211.7**	208.5	**203.3**	200.9
Other amounts receivable	**31.5**	31.2	**44.8**	30.4
Prepayments	**13.8**	13.2	**13.5**	12.9
Net accrued income	**220.3**	212.9	**216.1**	208.7
Receivables due from group undertakings	**6.2**	6.8	**16.1**	19.3
Receivables due from group undertakings under finance leases	**–**	–	**0.6**	0.6
	483.5	472.6	**494.4**	472.8
Non-current assets				
Prepayments	**3.0**	3.1	**3.3**	3.0
Loan receivable from related parties	**93.0**	100.0	**93.0**	100.0
Receivables due from group undertakings	**3.3**	4.3	**3.3**	4.3
Receivables due from group undertakings under finance leases	**–**	–	**97.2**	97.9
Receivables due from parent company under loan agreements	**–**	80.6	**–**	80.6
Receivables due from group undertakings under loan agreements	**–**	–	**60.8**	58.9
	99.3	188.0	**257.6**	344.7
	582.8	660.6	**752.0**	817.5

The carrying values of trade and other receivables are reasonable approximations of their fair values.

a) Credit risk

i) Trade receivables and accrued income

Severn Trent Water and Hafren Dyfrdwy have statutory obligations to provide water and sewerage services to customers within their regions. Therefore there is no concentration of credit risk with respect to their trade receivables and the credit quality of their customer bases reflect the wealth and prosperity of all of the domestic households within the Severn Trent Water region and the commercial businesses and domestic households within the Hafren Dyfrdwy region.

In the current and prior year, Water Plus, a joint venture between Severn Trent and United Utilities, was the largest retailer for non-domestic customers in the Severn Trent Water region. Credit risk is considered separately for trade receivables due from Water Plus and is considered immaterial as amounts outstanding are paid within 30 days.

The Group applies the IFRS 9 simplified approach to measuring expected credit losses, which uses a lifetime expected credit loss allowance for all trade receivables and accrued income. A collective provision is recorded for expected credit losses against assets for which no specific provision has been made. Expected credit losses for trade receivables are based on the historical credit losses experienced over the last nine years and reasonable supportable information on the future impact of the COVID-19 outbreak on unemployment levels and hence on the Group's collection of trade receivables. Debts are written off when there is no realistic expectation of further collection and enforcement activity has ceased. There were no amounts outstanding on receivables written off and still subject to enforcement activity (2019: nil).

ii) Loans receivable from related parties

As well as trade receivables from Water Plus the Group and Company have advanced loans to its related party. These loans are assessed for impairment under the two stage impairment model in IFRS 9. In the current year, it was determined that there has been a significant increase in the credit risk since inception relating to its loans receivable from Water Plus of £97.9 million (2019: £100.0 million) in the light of the unforeseen significant increase in losses incurred by Water Plus in the year. The Group and Company have therefore assessed the lifetime expected credit loss of its loans to Water Plus at 31 March 2020 (2019: 12 month expected credit loss) based on Water Plus's financial projections, taking into account the expected impact of COVID-19 in more than one scenario, as this is considered to be reasonable and supportable forward-looking information. The Group and Company have recorded an impairment provision for expected credit losses of £4.9 million (2019: no provision recognised as risk of default was insignificant) resulting in a net loan receivable of £93.0 million (2019: £100.0 million).

21 Trade and other receivables (continued)

b) Expected credit loss allowance – trade receivables and accrued income

The expected credit loss at 31 March 2020 and 2019 was as set out below. The expected loss rate disclosed is calculated as the expected loss on the total amount originally billed for each age category.

Group

2020	**Expected loss rate %**	**Gross carrying amount £m**	**Loss allowance £m**	**Net carrying amount £m**
Not past due	7	318.4	(22.9)	295.5
Up to 1 year past due	33	62.2	(20.3)	41.9
1 – 2 years past due	43	67.4	(28.7)	38.7
2 – 3 years past due	49	41.5	(20.3)	21.2
3 – 4 years past due	50	29.3	(14.6)	14.7
4 – 5 years past due	64	21.7	(13.8)	7.9
5 – 6 years past due	66	15.2	(10.1)	5.1
6 – 7 years past due	48	8.3	(4.0)	4.3
7 – 8 years past due	46	4.1	(1.9)	2.2
8 – 9 years past due	50	1.0	(0.5)	0.5
More than 9 years past due	100	1.1	(1.1)	–
		570.2	**(138.2)**	**432.0**

2019	Expected loss rate %	Gross carrying amount £m	Loss allowance £m	Net carrying amount £m
Not past due	13	302.0	(38.9)	263.1
Up to 1 year past due	40	55.0	(22.2)	32.8
1 – 2 years past due	30	57.9	(17.3)	40.6
2 – 3 years past due	30	38.7	(11.6)	27.1
3 – 4 years past due	32	27.9	(9.0)	18.9
4 – 5 years past due	32	19.7	(6.4)	13.3
5 – 6 years past due	23	20.2	(4.7)	15.5
6 – 7 years past due	54	11.1	(6.0)	5.1
7 – 8 years past due	28	5.4	(1.5)	3.9
8 – 9 years past due	64	1.4	(0.9)	0.5
More than 9 years past due	60	1.5	(0.9)	0.6
		540.8	(119.4)	421.4

Company

2020	**Expected loss rate %**	**Gross carrying amount £m**	**Loss allowance £m**	**Net carrying amount £m**
Not past due	7	309.3	(22.3)	287.0
Up to 1 year past due	33	58.1	(19.1)	39.0
1 – 2 years past due	42	64.8	(27.5)	37.3
2 – 3 years past due	49	41.2	(20.0)	21.2
3 – 4 years past due	49	29.1	(14.3)	14.8
4 – 5 years past due	63	21.6	(13.6)	8.0
5 – 6 years past due	66	15.1	(10.0)	5.1
6 – 7 years past due	48	8.3	(4.0)	4.3
7 – 8 years past due	46	4.1	(1.9)	2.2
8 – 9 years past due	50	1.0	(0.5)	0.5
More than 9 years past due	100	1.1	(1.1)	–
		553.7	**(134.3)**	**419.4**

21 Trade and other receivables (continued)

b) Expected credit loss allowance – trade receivables and accrued income (continued)

2019	Expected loss rate %	Gross carrying amount £m	Loss allowance £m	Net carrying amount £m
Not past due	13	295.0	(38.2)	256.8
Up to 1 year past due	41	50.8	(21.0)	29.8
1 – 2 years past due	29	54.5	(15.8)	38.7
2 – 3 years past due	30	38.0	(11.5)	26.5
3 – 4 years past due	31	27.2	(8.3)	18.9
4 – 5 years past due	32	19.7	(6.4)	13.3
5 – 6 years past due	23	20.2	(4.7)	15.5
6 – 7 years past due	54	11.1	(6.0)	5.1
7 – 8 years past due	28	5.4	(1.5)	3.9
8 – 9 years past due	64	1.4	(0.9)	0.5
More than 9 years past due	60	1.5	(0.9)	0.6
		524.8	(115.2)	409.6

Movements on the expected credit loss allowance were as follows:

	Group		Company	
	2020 £m	2019 £m	**2020 £m**	2019 £m
At 1 April	**119.4**	128.2	**115.2**	124.5
Charge for bad and doubtful debts	**42.4**	25.5	**42.1**	24.2
Amounts written off during the year	**(23.6)**	(34.3)	**(23.0)**	(33.5)
At 31 March	**138.2**	119.4	**134.3**	115.2

22 Finance lease receivables - Company

Minimum lease payments receivable are as follows:

	2020 £m	2019 £m
Within 1 year	**5.7**	5.7
1 - 2 years	**5.7**	5.7
2 - 5 years	**17.0**	17.0
After more than 5 years	**215.8**	221.5
Gross obligations under finance leases	**244.2**	249.9
Less: unearned interest receivable	**(146.4)**	(151.4)
	97.8	98.5

The present value of minimum lease payments receivable are as follows:

	2020 £m	2019 £m
Within 1 year	**0.6**	0.6
1 - 2 years	**0.7**	0.7
2 - 5 years	**2.2**	2.2
After more than 5 years	**94.3**	95.0
Included in non-current assets	**97.2**	97.9
	97.8	98.5

The Company considers that the credit risk in relation to these receivables is immaterial and therefore no provision for expected credit losses has been recognised (2019: nil).

The Company has granted finance leases of between 44 and 57 years in respect of concrete settling tanks. The interest terms were set at the inception of the leases. Leases bear interest at a weighted average interest rate of 5.1% (2019: 5.1%).

Severn Trent Water Limited
Notes to the Group and Company financial statements (continued)
For the year ended 31 March 2020

23 Borrowings

	Group		Company	
	2020	2019	**2020**	2019 restated
	£m	£m	**£m**	£m
Current liabilities				
Bank overdraft	**–**	0.8	**–**	–
Bank loans	**469.5**	188.7	**469.5**	188.7
Other loans	**–**	2.8	**–**	2.6
Lease liabilities	**4.4**	3.7	**23.7**	21.5
Lease liabilities payable to other group companies	**–**	–	**3.7**	3.6
	473.9	196.0	**496.9**	216.4
Non-current liabilities				
Bank loans	**750.3**	897.3	**750.3**	897.3
Other loans	**4,765.4**	4,729.5	**924.7**	926.5
Loans due to parent company	**158.8**	–	**158.8**	–
Loans due to fellow subsidiary undertakings	**–**	–	**4,340.5**	4,287.1
Lease liabilities	**111.4**	108.0	**111.4**	126.9
Lease liabilities payable to other group companies	**–**	–	**188.6**	192.2
	5,785.9	5,734.8	**6,474.3**	6,430.0
	6,259.8	5,930.8	**6,971.2**	6,646.4

24 Categories of financial liabilities - Group

	Note	2020 £m	2019 £m
Fair value through profit and loss			
Interest rate swaps - not hedge accounted		**78.5**	94.1
Inflation swaps - not hedge accounted		**27.7**	6.2
		106.2	100.3
Derivatives designated as hedging instruments			
Interest rate swaps - cash flow hedges		**43.4**	18.6
Energy hedges - cash flow hedges		**7.2**	0.4
		50.6	19.0
Total derivative financial liabilities		**156.8**	119.3
Other financial liabilities			
Borrowings	23	**6,259.8**	5,930.8
Trade payables	25	**42.4**	25.7
Other payables	25	**9.1**	19.0
Amounts due to parent and fellow subsidiary undertakings	25	**4.3**	0.8
Total other financial liabilities		**6,315.6**	5,976.3
Total financial liabilities		**6,472.4**	6,095.6
Disclosed in the balance sheet as:			
Non-current liabilities			
Derivative financial liabilities		**152.3**	119.3
Borrowings		**5,785.9**	5,734.8
Other payables		**1.0**	1.8
		5,939.2	5,855.9
Current liabilities			
Derivative financial liabilities		**4.5**	–
Borrowings		**473.9**	196.0
Trade payables		**42.4**	25.7
Other payables		**8.1**	17.2
Amounts due to parent and fellow subsidiary undertakings		**4.3**	0.8
		533.2	239.7
		6,472.4	6,095.6

25 Trade and other payables

	Group		Company	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Current liabilities				
Trade payables	**42.4**	25.7	**40.7**	25.0
Social security and other taxes	**6.6**	6.1	**6.5**	6.0
Other payables	**8.1**	17.2	**17.4**	13.6
Accruals	**466.5**	392.1	**411.7**	342.7
Deferred income	**16.2**	18.9	**15.0**	18.7
Amounts owed to parent and fellow subsidiary undertakings	**4.3**	0.8	**56.6**	52.5
	544.1	460.8	**547.9**	458.5
Non-current liabilities				
Other payables	**1.0**	1.8	**0.7**	–
Accruals	**4.7**	–	**4.6**	–
Deferred income	**1,172.0**	1,074.1	**1,161.2**	1,063.7
	1,177.7	1,075.9	**1,166.5**	1,063.7
	1,721.8	1,536.7	**1,714.4**	1,522.2

The Directors consider that the carrying value of trade payables is not materially different from their fair values.

26 Deferred tax

Group

An analysis of the movements in the major deferred tax liabilities and assets recognised by the Group is set out below:

	Accelerated tax depreciation	Retirement benefit obligations	Fair value of financial instruments	Other	Total
	£m	£m	£m	£m	£m
At 1 April 2018	778.4	(60.7)	(40.8)	(0.3)	676.6
Charge/(credit) to income	34.8	(2.2)	5.0	(0.6)	37.0
Charge/(credit) to equity	–	21.7	(0.1)	(0.1)	21.5
At 31 March 2019	813.2	(41.2)	(35.9)	(1.0)	735.1
Adjustment on adoption of IFRS 16 (see note 2)	–	–	–	(0.2)	(0.2)
At 1 April 2019	813.2	(41.2)	(35.9)	(1.2)	734.9
Charge/(credit) to income	29.2	1.2	(1.1)	(1.0)	28.3
Charge/(credit) to income arising from rate change	95.7	(1.5)	(3.9)	(0.2)	90.1
Charge/(credit) to equity	–	46.5	(5.8)	(0.7)	40.0
Credit to equity arising from rate change	–	(2.2)	(0.3)	–	(2.5)
At 31 March 2020	**938.1**	**2.8**	**(47.0)**	**(3.1)**	**890.8**

26 Deferred tax (continued)

Company

An analysis of the movements in the major deferred tax liabilities and assets recognised by the Company is set out below:

	Accelerated tax depreciation	Retirement benefit obligations	Fair value of financial instruments	Other	Total
	£m	£m	£m	£m	£m
At 1 April 2018	767.3	(63.8)	(40.8)	(0.4)	662.3
Charge/(credit) to income	33.4	(2.3)	5.0	(0.3)	35.8
Charge/(credit) to equity	–	21.7	(0.1)	(0.1)	21.5
At 31 March 2019	800.7	(44.4)	(35.9)	(0.8)	719.6
Restatement (see note 2)	–	–	–	(3.7)	(3.7)
At 31 March 2019 restated	800.7	(44.4)	(35.9)	(4.5)	715.9
Adjustment on adoption of IFRS 16 (see note 2)	–	–	–	(0.2)	(0.2)
At 1 April 2019	800.7	(44.4)	(35.9)	(4.7)	715.7
Charge/(credit) to income	28.1	1.1	(1.1)	(1.0)	27.1
Charge/(credit) to income arising from rate change	94.2	(1.7)	(3.9)	(0.5)	88.1
Charge/(credit) to equity	–	45.4	(5.8)	(0.7)	38.9
Credit to equity arising from rate change	–	(2.4)	(0.3)	–	(2.7)
At 31 March 2020	**923.0**	**(2.0)**	**(47.0)**	**(6.9)**	**867.1**

The majority of the Group and Company's deferred tax liability is expected to be recovered over more than one year. Deferred tax assets and liabilities have been offset. The offset amounts, which are to be recovered/settled after more than 12 months, are as follows:

Group

	2020	2019
	£m	£m
Deferred tax asset	**(50.1)**	(78.1)
Deferred tax liability	**940.9**	813.2
	890.8	735.1

Company

	2020	2019 restated
	£m	£m
Deferred tax asset	**(55.9)**	(84.8)
Deferred tax liability	**923.0**	800.7
	867.1	715.9

27 Retirement benefit schemes

a) Defined benefit pension schemes

i) Background

The Group operates a number of defined benefit pension schemes. The Severn Trent Pension Scheme and the Severn Trent Mirror Image Pension Scheme closed to future accrual on 31 March 2015, while the Dee Valley Water Limited Section of the Water Companies Pension Scheme, which is a sectionalised scheme, currently remains open to accrual. The defined benefit pension schemes (the 'Schemes') cover increases in accrued benefits arising from inflation and pension increases. Their assets are held in separate funds administered by trustees. The trustees are required to act in the best interests of the schemes' beneficiaries. A formal actuarial valuation of each Scheme is carried out on behalf of the trustees at triennial intervals by an independent professionally qualified actuary. Under the defined benefit pension schemes, members are entitled to retirement benefits calculated by reference to their pensionable service and pensionable salary history, with inflationary pension increases applying in line with the Scheme rules.

The defined benefit pension schemes and the dates of their last completed formal actuarial valuations as at the accounting date are as follows:

	Date of last formal actuarial valuation
Severn Trent Pension Scheme (STPS)*	31 March 2019
Severn Trent Mirror Image Pension Scheme (STMIPS)	31 March 2019
Water Companies Pension Scheme – Dee Valley Water Limited Section (DVWS)	31 March 2017

* The STPS is by far the largest of the Group's UK defined benefit schemes, comprising over 90% of the Group's overall defined benefit obligations.

ii) Amounts included in the balance sheet arising from the Group's obligations under defined benefit pension schemes

	Group		Company	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Fair value of assets	**2,414.1**	2,418.9	**2,594.2**	2,609.8
Present value of the defined benefit obligations	**(2,640.2)**	(2,863.2)	**(2,596.4)**	(2,815.2)
	(226.1)	(444.3)	**(2.2)**	(205.4)
Presented on the balance sheet as:				
Retirement benefit obligation – funded schemes in surplus	**21.3**	18.6	**–**	–
Retirement benefit obligation – funded schemes in deficit	**(247.4)**	(462.9)	(2.2)	(205.4)
Net retirement benefit obligation	**(226.1)**	(444.3)	**(2.2)**	(205.4)

The Schemes' assets were as follows:

	Group		Company	
	2020	2019	**2020**	2019
STPS, STMIPS, and DVWS	**£m**	£m	**£m**	£m
Fair value of scheme assets				
Equities	**275.6**	356.6	**275.6**	356.6
Corporate bonds	**925.7**	899.2	**925.7**	899.2
Liability-driven investment funds ('LDIs')	**720.4**	746.0	**687.7**	713.0
Property	**261.9**	228.2	**261.9**	228.2
High-yield bonds	**28.2**	31.3	–	–
Contributions due from Scottish Limited[1] Partnerships	**–**	–	**245.2**	257.5
Cash	**202.3**	157.6	**198.1**	155.3
	2,414.1	2,418.9	**2,594.2**	2,609.8

1 The Scottish Limited Partnerships are subsidiaries of Severn Trent Water and therefore any movements are eliminated upon consolidation.

Most of the assets have quoted prices in active markets, but there are equities, corporate bonds and LDI investments which are unquoted amounting to £414.1 million in the Group and Company. Due to the unprecedented market situation related to COVID-19, valuation of the asset categories requiring judgment (in particular, property included at £261.9 million) is subject to significant uncertainty at the balance sheet date. Consequently, a higher degree of caution should be attached to the valuation of those assets than would normally be the case.

27 Retirement benefit schemes (continued)

a) Defined benefit pension schemes (continued)

ii) Amounts included in the balance sheet arising from the Group's obligations under defined benefit pension schemes (continued)

Movements in the fair value of the schemes' assets were as follows:

	Group		Company	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Fair value at 1 April	**2,418.9**	2,339.8	**2,609.8**	2,540.4
Interest income on scheme assets	**58.2**	61.0	**56.6**	59.3
Contributions from sponsoring employers	**45.8**	34.5	**21.0**	12.0
Contributions from scheme members	**0.1**	0.1	**–**	–
Return on plan assets (excluding amounts included in finance income)	**(0.4)**	95.9	**(0.5)**	94.2
Scheme administration costs	**(3.4)**	(2.3)	**(3.2)**	(2.1)
Benefits paid	**(105.1)**	(110.1)	**(101.8)**	(108.1)
Unwind of discount on contribution due from SLPs	**–**	–	**12.3**	14.1
Fair value at 31 March	**2,414.1**	2,418.9	**2,594.2**	2,609.8

Movements in the present value of the schemes' defined benefit obligations were as follows:

	Group		Company	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Present value at 1 April	**(2,863.2)**	(2,850.9)	**(2,815.2)**	(2,804.1)
Service cost	**(0.2)**	(0.2)	**–**	–
Exceptional past service cost	**–**	(9.6)	**–**	(9.2)
Interest cost	**(69.1)**	(74.6)	**(68.0)**	(73.4)
Contributions from scheme members	**(0.1)**	(0.1)	**–**	–
Actuarial (losses)/gains arising from changes in demographic assumptions	**(49.0)**	55.5	**(48.6)**	54.6
Actuarial gains/(losses) arising from changes in financial assumptions	**222.1**	(132.4)	**219.6**	(130.2)
Actuarial gains arising from experience adjustments	**14.2**	39.0	**14.0**	39.0
Benefits paid	**105.1**	110.1	**101.8**	108.1
Present value at 31 March	**(2,640.2)**	(2,863.2)	**(2,596.4)**	(2,815.2)

The Group has assessed that it has an unconditional right to a refund of any surplus assets in each of the Schemes following settlement of all obligations to scheme members and therefore the surplus in DVWS has been recognised in full.

iii) Amounts recognised in the income statement in respect of these defined benefit schemes

	Group	
	2020	2019
	£m	£m
Amounts charged to operating costs:		
Current service cost	**(0.2)**	(0.2)
Exceptional past service cost	**–**	(9.6)
Scheme administration costs	**(3.4)**	(2.3)
	(3.6)	(12.1)
Amounts charged to finance costs:		
Interest cost	**(69.1)**	(74.6)
Amounts credited to finance income:		
Interest income on scheme assets	**58.2**	61.0
Total amount charged to the income statement	**(14.5)**	(25.7)

27 Retirement benefit schemes (continued)

a) Defined benefit pension schemes (continued)

iii) Amounts recognised in the income statement in respect of these defined benefit schemes (continued)

The actual return on scheme assets was a gain of £57.8 million (2019: gain of £156.9 million).

Actuarial gains and losses have been reported in the statement of comprehensive income.

On 26 October 2018, the High Court issued a judgment in a claim involving Lloyds Banking Group's defined benefit pension schemes. This judgment concluded the schemes should be amended to equalise pension benefits for men and women in relation to guaranteed minimum pension benefits. The issues determined by the judgment have a potential consequence for the schemes. The Group and Company has estimated the cost of equalising benefits, and has allowed for this cost within the exceptional past service cost item in 2018/19. There has been no significant developments that have changed the initial estimate in the current year. Any subsequent changes to the estimate of the cost of equalising benefits in future periods will be treated as a change in actuarial assumption, and will be recognised in other comprehensive income.

iv) Actuarial risk factors

The Schemes typically expose the Group to actuarial risks such as investment risk, inflation risk and longevity risk.

Investment risk

The Group's contributions to the schemes are based on actuarial calculations which make assumptions about the returns expected from the schemes' investments. If the investments underperform these assumptions in the long-term then the Group may need to make additional contributions to the schemes in order to fund the payment of accrued benefits.

Each scheme's investment strategy seeks to balance the level of investment return sought with the aim of reducing volatility and risk. In undertaking this approach reference is made to both the maturity of liabilities and the funding level of that plan. A number of further strategies are employed to manage underlying risks, including liability-matching asset strategies, diversification of asset portfolios and interest rate hedging.

Currently the schemes have a balanced approach to investment in equity securities, debt instruments and real estate. Due to the long-term nature of the plan liabilities, we consider it appropriate to invest a portion of the scheme assets in equity securities and in real estate to leverage the return generated by the fund.

Inflation risk

The benefits payable to members of the schemes are linked to inflation measured by the RPI or CPI, subject to caps. The Group's contributions to the schemes are based on assumptions about the future level of inflation. If inflation is higher than the levels assumed in the actuarial calculations then the Group may need to make additional contributions to the schemes in order to fund the payment of accrued benefits.

The schemes use LDIs within the asset portfolios to hedge against the value of liabilities changing as a result of movements in long-term interest rate and inflation expectations. This structure allows the schemes to both hedge against these risks and retain capital investment in assets that are expected to generate higher returns.

Longevity risk

The Group's contributions to the schemes are based on assumptions about the life expectancy of scheme members after retirement. If scheme members live longer than assumed in the actuarial calculations then the Group may need to make additional contributions to the schemes in order to fund the payment of accrued benefits.

v) Actuarial assumptions

The major financial assumptions used in the accounting valuation of the obligations for the STPS which represents by far the largest defined benefit obligation for the Group were as follows.

	2020	2019
	% pa	% pa
Price inflation – RPI	**2.5**	3.2
Price inflation – CPI	**1.7**	2.2
Discount rate	**2.4**	2.5
Pension increases in payment	**2.5**	3.2
Pension increases in deferment	**2.5**	3.2

The assumption for RPI price inflation is derived from the difference between the yields on longer-term fixed rate gilts and on index-linked gilts.

In setting our discount rate, we construct a yield curve. Short dated yields are taken from market rates for AA corporate bonds. Long-dated yields for the curve are based on the average yield available on all long-dated AA corporate bonds. We project the expected cash flows of the schemes and adopt a single equivalent cash flow weighted discount rate taking account of the constructed yield curve.

27 Retirement benefit schemes (continued)

a) Defined benefit pension schemes (continued)

v) Actuarial assumptions (continued)

The mortality assumptions are based on those used in the latest triennial funding valuations. The mortality assumptions adopted at the year end for accounting purposes and the life expectancies at age 65 implied by the assumptions are as follows for the STPS:

	2020		2019	
	Men	**Women**	Men	Women
Mortality table used	**S3PA_L**	**S3PA_M**	S2NMA	S2NFA
Mortality table compared with standard table	**112%**	**95%**	95%	99%
Mortality projections	**CMI 2019**	**CMI 2019**	CMI 2018	CMI 2018
Long-term rate of future improvement per annum	**1.0%**	**1.0%**	1.0%	1.0%
Remaining life expectancy for members currently aged 65 (years)	**22.2**	**23.9**	21.9	23.6
Remaining life expectancy at age 65 for members currently aged 45 (years)	**23.1**	**25.1**	22.9	24.8

The calculation of the scheme obligations is sensitive to the actuarial assumptions and in particular to the assumptions relating to discount rate, price inflation (capped, where relevant) and mortality. The following table summarises the estimated impact on the Group's obligations from changes to key actuarial assumptions whilst holding all other assumptions constant:

Assumption	Change in assumption	Impact on disclosed obligations
Discount rate[1]	Increase/decrease by 0.1% pa	Decrease/increase by £41/£42 million
Price inflation[2]	Increase/decreased by 0.1% pa	Increase/decrease by £36/£35 million
Mortality[3]	Increase in life expectancy by 1 year	Increase by £97 million

1 A change in discount rate is likely to occur as a result of changes in bond yield and as such would be expected to be offset to a significant degree by a change in the value of the bond assets held by the Schemes.
2 The projected impact resulting from a change in RPI reflects the underlying effect on pensions in payment, pensions in deferment and resultant pension increases.
3 The change in assumption is based on triennial valuations and reflect the fact that life expectancy rates are expected to increase.

In reality, interrelationships exist between the assumptions, particularly between the discount rate and price inflation. The above analysis does not take into account the effect of these interrelationships. Also, in practice any movement in obligations arising from assumption changes are likely to be accompanied by movements in asset values – and so the impact on the accounting deficit may be lower than the impact on the obligations shown above.

In presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. Contribution rates are set in consultation with the trustees for each scheme and each participating employer.

(vi) Effect on future cash flows

Contribution rates are set in consultation with the Trustees for each Scheme and each participating employer.

The average duration of the benefit obligation at the end of the year is 16 years for STPS and STMIPS (2019: 16 years) and 14 years for DVWS (2019: 15 years).

The most recent completed formal triennial actuarial valuations and funding agreements were carried out as at 31 March 2019 for the STPS and STMIPS schemes and 31 March 2017 for DVWS. As a result of the STPS and STMIPS actuarial valuations, deficit reduction contributions of £32.4 million increasing in line with CPI inflation until 31 March 2027 were agreed. Payments of £8.2 million per annum through an asset backed funding arrangement will continue to 31 March 2032. Further inflation linked payments of £15.0 million per annum are being made through an additional asset backed funding arrangement, with payments having started in the financial year ending 31 March 2018 and continuing to 31 March 2031. These contributions will cease earlier should a subsequent valuation of the STPS show that these contributions are no longer needed.

b) Defined contribution pension schemes

The Group also operates the Severn Trent Group Personal Pension, a defined contribution scheme, for certain of its UK employees.

The total cost charged to operating costs of £24.4 million (2019: £22.4 million) for the Group and £24.2 million (2019: £22.3 million) for the Company represents contributions payable to these schemes by the Group at rates specified in the rules of the scheme. As at 31 March 2020, no contributions (2019: nil) in respect of the current reporting period were owed to the schemes.

Hafren Dyfrdwy operates two defined contribution pension schemes, neither of which were material in either the current or prior year.

28 Provisions – Group and Company

	Restructuring £m	Insurance £m	Other £m	Total £m
At 1 April 2019	0.3	10.1	13.9	24.3
Charged to income statement	–	3.0	2.4	5.4
Utilisation of provision	(0.3)	(2.1)	(2.5)	(4.9)
Unwinding of discount	–	–	0.1	0.1
Reclassifications	–	2.5	(2.5)	–
At 31 March 2020	**–**	**13.5**	**11.4**	**24.9**

	2020 £m	2019 £m
Included in		
Current liabilities	**10.6**	15.3
Non-current liabilities	**14.3**	9.0
	24.9	24.3

Insurance provision relates to self-insurance. The associated outflows are estimated to arise over a period of up to five years from the balance sheet date.

Other provisions include provisions for dilapidations, commercial disputes and potential environmental claims. The associated outflows are estimated to arise over a period up to 10 years from the balance sheet date.

29 Share capital

	2020 £m	2019 £m
Total issued and fully paid share capital		
1,000,100,000 ordinary shares of 0.1p (2019: 1,000,100,000)	**1.0**	1.0

30 Hedging reserve

	Hedging reserve £m
At 1 April 2018	(79.2)
Total comprehensive income for the year	(0.3)
At 1 April 2019	(79.5)
Total comprehensive income for the year	(24.8)
At 31 March 2020	**(104.3)**

The hedging reserve arises from gains or losses on interest rate swaps taken directly to equity under the hedge accounting provisions of IFRS 9 and the transition rules of IFRS 1.

31 Capital management – Group

The Group's principal objectives in managing capital are:

- to maintain a flexible and sustainable balance sheet structure;
- to maintain an investment-grade credit rating;
- to access a broad range of sources of finance to obtain both the quantum required and lowest cost compatible with the need for continued availability;
- to manage exposure to movements in interest rates to provide an appropriate degree of certainty as to its cost of funds;
- to minimise exposure to counterparty credit risk; and
- to provide the Group with an appropriate degree of certainty as to its foreign exchange exposure.

The Group seeks to achieve a balance of long-term funding or commitment of funds across a range of funding sources at the best possible economic cost. The Group monitors future funding requirements and credit market conditions to ensure continued availability of funds.

The Group's dividend policy is to declare dividends which are consistent with the Group's regulatory obligations and at a level which is decided each year after consideration of a number of factors, including regulatory uncertainty, future cash flow requirements and balance sheet considerations. The amount declared is expected to vary each year as the impact of these factors changes.

The Group's capital at 31 March was:

	2020 **£m**	2019 £m
Cash and cash equivalents	**15.2**	12.9
Bank overdrafts	**–**	(0.8)
Bank loans	**(1,219.8)**	(1,086.0)
Other loans	**(4,765.4)**	(4,732.3)
Loans due (to)/from parent company	**(158.8)**	80.6
Lease liabilities	**(115.8)**	(111.7)
Cross currency swaps	**60.4**	37.1
Loans due from related parties	**93.0**	100.0
Net debt	**(6,091.2)**	(5,700.2)
Equity attributable to owners of the Company	**(2,622.2)**	(2,507.5)
Total capital	**(8,713.4)**	(8,207.7)

32 Fair values of financial instruments – Group

a) Fair value measurements

The valuation techniques that the Group applies in determining the fair values of its financial instruments on a recurring basis are described below. The techniques are classified under the hierarchy defined in IFRS 13 which categorises valuation techniques into Levels 1 - 3 based on the degree to which the fair value is observable. The Group's valuation techniques are Level 2 unless otherwise stated below:

	2020	2019	
	£m	£m	**Valuation techniques and key inputs**
Cross currency swaps			Discounted cash flow
Assets	**60.4**	37.1	Future cash flows are estimated based on forward interest rates from observable yield curves at the period end and contract interest rates discounted at a rate that reflects the credit risk of counterparties. The currency cash flows are translated at spot rate.
Interest rate swaps			Discounted cash flow
Assets	**4.9**	26.1	Future cash flows are estimated based on forward interest rates from observable yield curves at the period end and contract interest rates discounted at a rate that reflects the credit risk of counterparties.
Liabilities	**(121.9)**	(112.7)	
Energy swaps			Discounted cash flow
Assets	**0.2**	5.3	Future cash flows are estimated based on forward electricity prices from observable indices at the period end and contract prices discounted at a rate that reflects the credit risk of counterparties.
Liabilities	**(7.2)**	(0.4)	
Inflation swap			Discounted cash flow
Liabilities	**(27.7)**	(6.2)	Future cash flows on the RPI leg of the instrument are estimated based on observable forward inflation indices. Future cash flows on the CPI leg of the instrument are estimated based on the future expected differential between RPI and CPI ('the wedge'). Both legs are discounted using observable swap rates at the period end, at a rate that reflects the credit risk of counterparties. This is considered to be a Level 3 valuation technique. The change in value during the year was recognised in the income statement.
Investment			Net asset value
Asset	**1,538.9**	1,510.8	The fair value of the investment is considered to be the Group's share of its net assets. This is considered to be a Level 3 valuation technique.

Changes in the carrying values of instruments that are measured using a Level 3 technique were as follows:

	Inflation swaps	**Investment**
	£m	**£m**
At 1 April 2018	(2.8)	1,488.6
(Losses)/gains recognised in profit or loss	(3.4)	22.2
At 31 March 2019	(6.2)	1,510.8
(Losses)/gains recognised in profit or loss	(21.5)	28.1
At 31 March 2020	**(27.7)**	**1,538.9**

These Level 3 instruments are valued using unobservable inputs. In valuing the inflation swaps, we have identified the unobservable input as the CPI wedge. A reduction of 10bps in the CPI wedge would result in an increase in the carrying value of £7.9 million and an increase of 10bps in the CPI wedge would result in a decrease in the carrying value of £7.9 million. This sensitivity is assuming no change to any other inputs.

32 Fair values of financial instruments – Group (continued)

b) Comparison of fair value of financial instruments with their carrying amounts

The Directors consider that the carrying amounts of all financial instruments, except those disclosed in the table below, approximate their fair values. The carrying values and estimated fair values of other financial instruments are set out below:

	2020 Carrying value £m	**2020** Fair value £m	2019 Carrying value £m	2019 Fair value £m
Floating rate debt				
Bank loans	**949.0**	**947.1**	818.1	818.3
Other loans	**187.2**	**180.9**	185.7	185.9
Loan from parent company	**158.8**	**158.8**	–	–
	1,295.0	**1,286.8**	1,003.8	1,004.2
Fixed rate debt				
Bank loans	**150.0**	**150.0**	150.0	150.0
Other loans	**3,272.6**	**3,634.1**	3,267.2	3,667.0
Finance leases	**–**	**–**	111.6	119.1
Lease liabilities	**115.8**	**122.6**	–	–
	3,538.4	**3,906.7**	3,528.8	3,936.1
Index-linked debt				
Bank loans	**120.8**	**138.0**	117.9	126.7
Other loans	**1,307.6**	**1,816.5**	1,279.4	2,075.0
	1,428.4	**1,954.5**	1,397.3	2,201.7
	6,261.8	**7,148.0**	5,929.9	7,142.0

The above classification does not take into account the impact of unhedged interest rate swaps or cross currency swaps.

Fixed rate sterling and currency bonds are valued using market prices, which is a Level 2 valuation technique.

Index-linked bonds are rarely traded and therefore quoted prices are not considered to be a reliable indicator of fair value. Therefore, these bonds are valued using discounted cash flow models with discount rates derived from observed market prices for a sample of bonds, which is a Level 2 valuation technique.

Fair values of the other debt instruments are also calculated using discounted cash flow models, which is a Level 2 valuation technique.

33 Risks arising from financial instruments – Group

The Group's activities expose it to a variety of financial risks:

- market risk (including interest rate risk exchange rate risk and other price risk);
- credit risk;
- liquidity risk; and
- inflation risk.

The Group's overall risk management programme addresses the unpredictability of financial markets and seeks to reduce potential adverse effects on the Group's financial performance or position.

Financial risks are managed by a central treasury department (Group Treasury) under policies approved by the Board of Directors. The Board has established a Treasury Management Committee to monitor treasury activities and to facilitate timely responses to changes in market conditions when necessary. Group Treasury identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The Board defines written principles for overall risk management, as well as written policies covering specific areas such as exchange rate risk, interest rate risk, credit risk and the use of derivative and non-derivative financial instruments. The Group's policy is that derivative financial instruments are not held for trading but may be used to mitigate the Group's exposure to financial risk. The types of derivative instruments held and the related risks are described below.

Interest rate swaps are held to mitigate the Group's exposure to changes in market interest rates. Further details are set out in sections a) (i) and note 34 below.

Cross currency swaps are held to mitigate the Group's exposure to exchange rate movements on amounts borrowed in foreign currencies. Further details are set out in section a) (ii) below.

Energy swaps are held to mitigate the Group's exposure to changes in electricity prices. Further details are provided in note 34 below.

Severn Trent Water and Hafren Dyfrdwy operate under a regulatory environment where sales prices are linked to inflation measured by CPI. In order to mitigate the risks to cash flow and earnings arising from fluctuations in CPI, the Group holds debt instruments where the principal repayable and interest cost is linked to RPI and the Group holds RPI/CPI swaps to mitigate the risk of divergence between RPI and CPI inflation.

a) Market risk

The Group is exposed to fluctuations in interest rates and, to a lesser extent, exchange rates. The nature of these risks and the steps that the Group has taken to manage them are described below.

(i) Interest rate risk

The Group's income and its operating cash flows are substantially independent of changes in market interest rates. The Group's interest rate risk arises from long-term borrowings.

Borrowings issued at variable rates expose the Group to the risk of adverse cash flow impacts from increases in interest rates.

Borrowings issued at fixed rates expose the Group to the risk of interest costs above the market rate when interest rates decrease.

The Group's policy is to maintain 40% to 70% of its interest bearing liabilities in fixed rate instruments in AMP6. In measuring this metric, management makes adjustments to the carrying value of debt to better reflect the amount that interest is calculated on. Details of the adjustments made are set out below:

	2020 **£m**	2019 £m
Net debt (note 36)	**6,091.2**	5,700.2
Cash and cash equivalents	**15.2**	12.9
Loan due from parent company	**–**	80.6
Loans receivable from related parties	**93.0**	100.0
Cross currency swaps included in net debt at fair value	**60.4**	37.1
Fair value hedge accounting adjustments	**(29.3)**	(28.8)
Exchange on currency debt not hedge accounted	**(23.1)**	(16.8)
Interest-bearing financial liabilities	**6,207.4**	5,885.2

The Group manages its cash flow interest rate risk by borrowing at fixed or index-linked rates and by using interest rate swaps. Under these swaps the Group receives floating rate interest and pays fixed rate interest calculated by reference to the agreed notional principal amounts. In practice the swaps are settled by transferring the net amount. These swaps have the economic effect of converting borrowings from floating rates to fixed rates. The Group has entered into a series of these interest rate swaps to hedge future interest payments to beyond 2030.

33 Risks arising from financial instruments – Group (continued)

a) Market risk (continued)

(i) Interest rate risk (continued)

The following tables show analyses of the Group's interest-bearing financial liabilities by type of interest. Debt which is hedged by interest rate swaps is included in the category after taking account of the impact of the swap. Debt raised in foreign currencies has been included at the notional sterling value of the payable leg of the corresponding cross currency swap since this is the amount that is exposed to changes in interest rates.

Valuation adjustments that do not impact the amount on which interest is calculated, such as fair value hedge accounting adjustments, are excluded from this analysis.

The net principal amount of unhedged swaps is shown as an adjustment to floating rate and fixed rate debt to demonstrate the impact of the Group's interest rate swaps on the amount of liabilities bearing fixed interest.

2020	**Floating rate £m**	**Fixed rate £m**	**Index-linked £m**	**Total £m**
Bank loans	(949.0)	(150.0)	(120.8)	(1,219.8)
Other loans	(187.2)	(3,220.2)	(1,305.6)	(4,713.0)
Loans due to parent company	(158.8)	–	–	(158.8)
Lease liabilities	–	(115.8)	–	(115.8)
	(1,295.0)	**(3,486.0)**	**(1,426.4)**	**(6,207.4)**
Impact of swaps not matched against specific debt instruments	126.6	(126.6)	–	**–**
Interest-bearing financial liabilities	**(1,168.4)**	**(3,612.6)**	**(1,426.4)**	**(6,207.4)**
Proportion of interest-bearing financial liabilities that are fixed		**58%**		
Weighted average interest rate of fixed rate debt		**4.19%**		
Weighted average period for which interest is fixed (years)		**7.8**		

2019	Floating rate £m	Fixed rate £m	Index-linked £m	Total £m
Overdrafts	(0.8)	–	–	(0.8)
Bank loans	(818.1)	(150.0)	(117.9)	(1,086.0)
Other loans	(167.8)	(3,239.5)	(1,279.4)	(4,686.7)
Finance leases	–	(111.7)	–	(111.7)
	(986.7)	(3,501.2)	(1,397.3)	(5,885.2)
Impact of swaps not matched against specific debt instruments	(348.4)	348.4	–	–
Interest-bearing financial liabilities	(1,335.1)	(3,152.8)	(1,397.3)	(5,885.2)
Proportion of interest-bearing financial liabilities that are fixed		54%		
Weighted average interest rate of fixed rate debt		4.19%		
Weighted average period for which interest is fixed (years)		8.8		

Interest rate swaps not hedge accounted

The Group has a number of interest rate swaps which are not accounted for as cash flow or fair value hedges. This has led to a charge of £7.0 million (2019: credit of £19.7 million) in the income statement.

	Average contract fixed interest rate		**Notional principal amount**		**Fair value**	
	2020	2019	**2020**	2019	**2020**	2019
	%	%	**£m**	£m	**£m**	£m
Pay fixed rate interest						
2-5 years	**5.10**	4.98	**(200.0)**	(150.0)	**(41.4)**	(25.8)
5-10 years	**–**	5.14	**–**	(150.0)	**–**	(34.9)
10-20 years	**5.46**	5.45	**(75.0)**	(75.0)	**(37.1)**	(33.5)
	5.20	5.13	**(275.0)**	(375.0)	**(78.5)**	(94.2)
Receive fixed rate interest						
5-10 years	**–**	3.36	**–**	225.0	**–**	15.8
10-20 years	**2.75**	2.75	**50.0**	400.0	**4.9**	10.4

	2.75	2.97	**50.0**	625.0	**4.9**	26.2
			(225.0)	250.0	**(73.6)**	(68.0)

33 Risks arising from financial instruments – Group (continued)

a) Market risk (continued)

(i) Interest rate risk (continued)

Interest rate sensitivity analysis

The sensitivity after tax of the Group's profits, cash flow and equity, including the impact on derivative financial instruments, to reasonably possible changes in interest rates at 31 March is as follows:

	2020		2019	
	1.0%	**-1.0%**	1.0%	-1.0%
	£m	**£m**	£m	£m
Profit or loss	**6.2**	**(7.0)**	(48.5)	54.3
Cash flow	**(7.8)**	**7.8**	(10.8)	10.8
Equity	**6.2**	**(7.0)**	(48.5)	54.3

(ii) Exchange rate risk

Except for debt raised in foreign currency, which is hedged, the Group's business does not involve significant exposure to foreign exchange transactions and therefore the sensitivity of the Group's results to changes in exchange rates is not material.

In order to meet its objective of accessing a broad range of sources of finance, the Group has raised debt denominated in currencies other than sterling. In order to mitigate the Group's exposure to exchange rate fluctuations, cross currency swaps were entered into at the time that the debt was drawn down to swap the proceeds into sterling debt bearing interest based on LIBOR.

Where the terms of the receivable leg of the swap closely match the terms of the underlying debt, the swaps are expected to be effective hedges, hence the swaps have been accounted for as fair value hedges. The notional value and fair value of these swaps is shown in note 34 a).

The Group also has a number of fixed to floating rate cross currency swaps with a notional sterling value of £98.3 million (2019: £98.3 million) which are not accounted for as fair value hedges. Economically these swaps act to mitigate the exchange rate risk of debt within the Group which is denominated in foreign currency, but they are not designated hedges under IFRS 9. This has led to a credit of £18.6 million (2019: £12.2 million) in the income statement which is offset by the exchange loss of £5.6 million (2019: £8.6 million) on the underlying debt.

The Group's gross and net currency exposures arising from currency borrowings are summarised in the tables below. These show, in the relevant currency, the amount borrowed and the notional principal of the related swap or forward contract. The net position shows the Group's exposure to exchange rate risk in relation to its currency borrowings.

	Euro	**US Dollar**	**Yen**
2020	**€m**	**$m**	**¥Bn**
Borrowings by currency	**(19.9)**	**(180.0)**	**(2.0)**
Cross currency swaps - hedge accounted	**19.9**	**30.0**	**2.0**
Cross currency swaps - not hedge accounted	**–**	**150.0**	**–**
Net currency exposure	**–**	**–**	**–**

	Euro	US Dollar	Yen
2019	€m	$m	¥Bn
Borrowings by currency	(19.9)	(180.0)	(2.0)
Cross currency swaps - hedge accounted	19.9	30.0	2.0
Cross currency swaps - not hedge accounted	–	150.0	–
Net currency exposure	–	–	–

33 Risks arising from financial instruments – Group (continued)

b) Credit risk

Operationally the Group has no significant concentrations of credit risk. Amounts provided against accounts receivable and movements on the provision during the year are disclosed in note 21.

Cash deposits and derivative contracts are only placed with high credit quality financial institutions, which have been approved by the Board. Group Treasury monitors the credit quality of the approved financial institutions and the list of financial institutions that may be used is approved annually by the Board. The Group has policies that limit the amount of credit exposure to any one financial institution.

Credit risk analysis

At 31 March, the aggregate credit limits of authorised counterparties and the amounts held on short-term deposits were as follows:

	Credit limit		Amount deposited	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Double A range	**15.0**	105.0	**–**	–
Single A range	**800.0**	700.0	**7.0**	–
Below single A range	**–**	–	**–**	–
	815.0	805.0	**7.0**	–

The fair values of derivative assets analysed by credit ratings of counterparties were as follows:

	Derivative assets	
	2020	2019
	£m	£m
Double A range	**4.9**	1.4
Single A range	**60.6**	67.1
Below single A range	**–**	–
	65.5	68.5

c) Liquidity risk

(i) Committed facilities

Prudent liquidity management requires sufficient cash balances to be maintained; adequate committed facilities to be available and the ability to close out market positions. Group Treasury manages liquidity and flexibility in funding by monitoring forecast and actual cash flows and the maturity profile of financial assets and liabilities, and by keeping committed credit lines available.

At the balance sheet date the Group had committed undrawn borrowing facilities expiring as follows:

	2020	2019
	£m	£m
2-5 years	**660.0**	885.0

33 Risks arising from financial instruments – Group (continued)

c) Liquidity risk (continued)

(ii) Cash flows from non-derivative financial instruments

The following tables show the estimated cash flows that will arise from the Group's non-derivative net financial liabilities. The information presented is based on the earliest date on which the Group can be required to pay and represents the undiscounted cash flows including principal and interest.

Interest and inflation assumptions are based on prevailing market conditions at the year end date.

2020 **Undiscounted amounts payable:**	**Floating rate** **£m**	**Fixed rate** **£m**	**Index-linked** **£m**	**Trade and other payables** **£m**	**Payments on financial liabilities** **£m**
Within 1 year	(328.9)	(282.5)	(26.4)	(50.5)	(688.3)
1 - 2 years	(7.9)	(377.5)	(27.1)	(1.0)	(413.5)
2 - 5 years	(650.5)	(902.8)	(129.5)	–	(1,682.8)
5 - 10 years	(109.9)	(1,881.9)	(510.3)	–	(2,502.1)
10 - 15 years	(49.0)	(709.2)	(213.0)	–	(971.2)
15 - 20 years	–	(241.9)	(146.5)	–	(388.4)
20 - 25 years	–	(384.1)	(177.4)	–	(561.5)
25 - 30 years	–	–	(210.6)	–	(210.6)
30 - 35 years	–	–	(642.8)	–	(642.8)
35 - 40 years	–	–	(3,181.2)	–	(3,181.2)
40 - 45 years	–	–	(21.6)	–	(21.6)
45 - 50 years	–	–	(280.3)	–	(280.3)
Total	**(1,146.2)**	**(4,779.9)**	**(5,566.7)**	**(51.5)**	**(11,544.3)**

Undiscounted amounts receivable:	**Trade and other receivables** **£m**	**Amounts due from group undertakings** **£m**	**Loans due from related parties** **£m**	**Cash and short-term deposits** **£m**	**Receipts from financial assets** **£m**
Within 1 year	465.1	9.3	2.9	15.2	492.5
1 - 2 years	–	–	99.4	–	99.4
Total	**465.1**	**9.3**	**102.3**	**15.2**	**591.9**

2019 Undiscounted amounts payable:	Floating rate £m	Fixed rate £m	Index-linked £m	Trade and other payables £m	Payments on financial liabilities £m
Within 1 year	(201.0)	(122.5)	(27.6)	(42.9)	(394.0)
1 - 2 years	(12.0)	(277.0)	(29.7)	(1.8)	(320.5)
2 - 5 years	(339.0)	(1,165.6)	(221.5)	–	(1,726.1)
5 - 10 years	(448.4)	(1,359.6)	(412.3)	–	(2,220.3)
10 - 15 years	(50.8)	(1,206.0)	(217.9)	–	(1,474.7)
15 - 20 years	–	(246.1)	(145.6)	–	(391.7)
20 - 25 years	–	(413.4)	(176.3)	–	(589.7)
25 - 30 years	–	–	(208.5)	–	(208.5)
30 - 35 years	–	–	(652.7)	–	(652.7)
35 - 40 years	–	–	(3,248.6)	–	(3,248.6)
40 - 45 years	–	–	(22.8)	–	(22.8)
45 - 50 years	–	–	(358.6)	–	(358.6)
Total	(1,051.2)	(4,790.2)	(5,722.1)	(44.7)	(11,608.2)

Undiscounted amounts receivable:	Trade and other receivables £m	Amounts due from group undertakings £m	Loans due from related parties £m	Cash and short-term deposits £m	Receipts from financial assets £m
Within 1 year	459.4	6.8	2.5	12.9	481.6
1 - 2 years	–	84.9	101.2	–	186.1
Total	459.4	91.7	103.7	12.9	667.7

33 Risks arising from financial instruments – Group (continued)

c) Liquidity risk (continued)

(ii) Cash flows from non-derivative financial instruments (continued)

Index-linked debt includes loans with maturities up to 50 years. The principal is revalued at fixed intervals and is linked to movements in the Retail Price Index. Interest payments are made bi-annually based on the revalued principal. The principal repayment equals the revalued amount at maturity. The payments included in the table above are estimates based on the forward inflation rates published by the Bank of England at the balance sheet date.

(iii) Cash flows from derivative financial instruments

The following tables show the estimated cash flows that will arise from the Group's derivative financial instruments. The tables are based on the undiscounted net cash inflows/(outflows) on the derivative financial instruments that settle on a net basis and the undiscounted gross inflows/(outflows) on those derivatives that require gross settlement. When the amount payable or receivable is not fixed, the amount disclosed has been determined by reference to the projected interest and foreign currency rates derived from the forward curves existing at the balance sheet date. Actual amounts may be significantly different from those indicated below.

	Derivative liabilities			**Derivative assets**				
						Cross currency swaps		
2020	**Interest rate swaps**	**Inflation swaps**	**Energy swaps**	**Interest rate swaps**	**Energy swaps**	**Cash receipts**	**Cash payments**	**Total**
	£m	**£m**	**£m**	**£m**	**£m**	**£m**	**£m**	**£m**
Within 1 year	(15.5)	–	(2.8)	0.3	–	6.6	(2.8)	(14.2)
1 - 2 years	(18.7)	0.1	(2.6)	0.5	–	6.6	(2.6)	(16.7)
2 - 5 years	(50.7)	0.6	(1.9)	1.5	0.2	19.9	(8.1)	(38.5)
5 - 10 Years	(38.3)	(2.8)	–	2.1	–	196.0	(148.6)	8.4
10 - 15 Years	(5.7)	2.3	–	0.8	–	–	–	(2.6)
15 – 20 years	–	(28.7)	–	–	–	–	–	(28.7)
	(128.9)	**(28.5)**	**(7.3)**	**5.2**	**0.2**	**229.1**	**(162.1)**	**(92.3)**

	Derivative liabilities			Derivative assets				
						Cross currency swaps		
2019	Interest rate swaps	Inflation swaps	Energy swaps	Interest rate swaps	Energy swaps	Cash receipts	Cash payments	Total
	£m	£m	£m	£m	£m	£m	£m	£m
Within 1 year	(27.9)	–	–	16.7	0.1	6.2	(3.2)	(8.1)
1 - 2 years	(14.2)	–	–	0.3	0.6	6.2	(3.2)	(10.3)
2 - 5 years	(41.0)	(0.3)	(0.4)	0.6	4.7	18.3	(9.7)	(27.8)
5 - 10 Years	(30.2)	(1.7)	–	0.4	–	164.7	(144.1)	(10.9)
10 - 15 Years	(7.5)	(2.5)	–	(0.1)	–	16.9	(8.6)	(1.8)
15 – 20 years	–	10.4	–	–	–	–	–	10.4
	(120.8)	5.9	(0.4)	17.9	5.4	212.3	(168.8)	(48.5)

33 Risks arising from financial instruments – Group (continued)

d) Inflation risk

The Group's parent company, Severn Trent Water, operates under a regulatory environment where its prices are linked to inflation (for the period to 31 March 2020 as measured by RPI). Its operating profits and cash flows are therefore exposed to changes in RPI. In order to mitigate and partially offset this risk, Severn Trent Water has raised debt which pays interest at a fixed coupon based on a principal amount that is adjusted for the change in RPI during the life of the debt instrument (index-linked debt). The amount of index-linked debt at the balance sheet date is shown in section a) (i) interest rate risk, and the estimated future cash flows relating to this debt are shown in section c) (ii) cash flows from non-derivative financial instruments.

Ofwat has announced its plans to move the measure of inflation used in the economic regulatory model from RPI to CPIH over a period of time. In anticipation of this the Group has entered into CPI/RPI swaps with a notional value of £350 million (2019: £250 million) in order to mitigate the risk of divergence between inflation measured by CPIH and that measured by RPI.

Inflation rate sensitivity analysis

The finance cost of the Group's index-linked debt instruments varies with changes in CPI/RPI rather than interest rates. The sensitivity at 31 March of the Group’s profit and equity to reasonably possible changes in CPI/RPI is set out in the following table. This analysis relates to financial instruments only and excludes any RPI impact on Severn Trent Water’s revenues and Regulated Capital Value, or accounting for defined benefit pension schemes.

	2020		2019	
	+1.0%	**-1.0%**	+1.0%	-1.0%
	£m	**£m**	£m	£m
Profit or loss	**(11.6)**	**11.6**	(11.3)	11.3
Equity	**(11.6)**	**11.6**	(11.3)	11.3

34 Hedge accounting – Group

The Group uses derivative financial instruments to hedge exposures to changes in exchange rates and interest rates. Hedge accounting is adopted for such instruments where the criteria set out in IFRS 9 are met. Hedge ineffectiveness arises from credit risk, which is not hedged.

a) Fair value hedges

(i) Cross currency swaps

The Group raises debt denominated in currencies other than sterling. Cross currency swaps are entered into at the time that the debt is drawn down to swap the proceeds into sterling debt bearing interest based on LIBOR in order to mitigate the Group's exposure to exchange rate fluctuations. Where the terms of the receivable leg of the swap closely match the terms of the underlying debt, the swaps are expected to be effective hedges.

At the year end the amounts of cross currency swaps designated as fair value hedges were as follows:

	Notional principal amount		Fair value	
	2020	2019	**2020**	2019
	£m	£m	**£m**	£m
Euro	**11.4**	11.4	**10.1**	10.1
US dollar	**23.2**	23.2	**3.4**	0.3
Yen	**8.5**	8.5	**10.2**	8.8
	43.1	43.1	**23.7**	19.2

b) Cash flow hedges

(i) Interest rate swaps

The Group has entered into interest rate swaps under which it has agreed to exchange the difference between fixed and floating interest rate amounts calculated on agreed notional principal amounts. Such contracts enable the Group to mitigate the risk of changing interest rates on future cash flow exposures arising from issued variable rate debt. Where the hedge is expected to be highly effective these interest rate swaps are accounted for as cash flow hedges.

Details of interest rate swaps that have been accounted for as cash flow hedges are summarised below:

	Average contract fixed interest rate		Notional principal amount		Fair value	
	2020	2019	**2020**	2019	**2020**	2019
Period to maturity	**%**	%	**£m**	£m	**£m**	£m
5-10 years	**1.73**	1.73	**100.0**	100.0	**(8.4)**	(3.7)
10-20 years	**1.83**	1.83	**298.0**	298.0	**(35.0)**	(14.8)
	1.80	1.80	**398.0**	398.0	**(43.4)**	(18.5)

The Group recognised a gain on hedge ineffectiveness of £2.5 million (2019: £1.6 million) in gains on financial instruments in the income statement in relation to interest rate swaps.

(ii) Energy swaps

The Group has entered into a series of energy swaps under which it has agreed to exchange the difference between fixed and market prices of electricity at six-monthly intervals up to March 2025.

Details of energy swaps that have been accounted for as cash flow hedges are summarised below:

	Average contract fixed interest rate		Notional contracted amount		Fair value	
	2020	2019	**2020**	2019	**2020**	2019
Period to maturity	**£/MWh**	£/MWh	**MWh**	MWh	**£m**	£m
Less than 1 year	**44.7**	48.6	**372,240**	21,955	**(4.4)**	0.1
1-2 years	**43.1**	44.7	**372,240**	372,240	**(1.6)**	2.0
2-5 years	**44.6**	43.7	**459,720**	788,280	**(1.0)**	2.7
5-10 years	**–**	47.7	**–**	43,680	**–**	0.1
	44.2	44.2	**1,204,200**	1,226,155	**(7.0)**	4.9

34 Hedge accounting – Group (continued)

b) Cash flow hedges (continued)

At the year end the cumulative fair value adjustments arising from the corresponding continuing hedge relationships were as follows:

2020	**Carrying amount of hedged items**		**Cumulative amount of fair value adjustments on the hedged items**	
	Assets	**Liabilities**	**Assets**	**Liabilities**
	£m	**£m**	**£m**	**£m**
Cross currency swaps	–	(65.4)	–	(19.5)
Interest rate swaps	–	(147.7)	–	–
	–	**(213.1)**	**–**	**(19.5)**

2019	Carrying amount of hedged items		Cumulative amount of fair value adjustments on the hedged items	
	Assets	Liabilities	Assets	Liabilities
	£m	£m	£m	£m
Cross currency swaps	–	(60.9)	–	(17.9)
Interest rate swaps	–	(147.7)	–	–
	–	(208.6)	–	(17.9)

£65.4 million (2019: £60.9 million) of the carrying amount of hedged items and £19.5 million (2019: £17.9 million) of the cumulative amount of fair value adjustments on the hedged items relates to fair value hedges. The remainder relates to cash flow hedges.

Amendments to IFRS 9 – Group and Company

From 1 April 2019, the Group and Company has early adopted the amendments to IFRS 7 and IFRS 9 introduced to provide temporary relief from applying specific hedge accounting requirements to hedging relationships directly affected by the planned replacement of benchmark interest rates such as LIBOR.

The Group and Company is exposed to GBP LIBOR, which is subject to interest rate benchmark reform within its hedge accounting relationships. The hedged items include issued sterling, Euro and Yen denominated fixed rate debt and issued sterling denominated floating rate debt.

As well as the benchmark interest rate exposures described in note 33, the Group and Company have derivative financial instruments in its trading books that are not included in hedge accounting relationships. Given hedge accounting is not applied, there is no accounting relief. The fair value of these financial assets and liabilities reflects the uncertainties arising from the interest rate benchmark reforms.

The Group and Company has closely monitored the market and the output from the various industry working groups managing the transition to new benchmark interest rates. This includes announcements made by LIBOR regulators (including the Financial Conduct Authority (FCA) to the Sterling Overnight Index Average Rate (SONIA). The FCA has made clear that, at the end of 2021, it will no longer seek to persuade, or compel, banks to submit to LIBOR.

In response to the announcements, the Group and Company has established a LIBOR transition group within Group Treasury with an objective of identifying and assessing LIBOR exposures within the business and developing and delivering an action plan to enable a smooth transition to alternative benchmark rates. The Group and Company aims to have its transition and fall back plans in place by the end of this financial year.

None of the Group or Company's current GBP LIBOR linked contracts include adequate and robust fall back provisions for a cessation of the referenced benchmark interest rate. Different working groups in the industry are working on fall back language for different instruments and different IBORs, which the Group and Company is monitoring closely and will look to implement these when appropriate.

For the Group and Company's derivatives, the International Swaps and Derivatives Association's (ISDA) fall back clauses were made available at the end of 2019 and the Group and Company will begin discussion with its banks with the aim to implement this language into its ISDA agreements during this financial year.

For the Group and Company's floating rate debt, we will seek to refinance our committed bank facilities, including our Revolving Credit Facility, ahead of LIBOR transition. The Group and Company will begin a dialogue with our other lenders, comprising bank lenders and USPP noteholders during this financial year to propose amendments to the fall back provisions to move from GBP LIBOR to SONIA.

34 Hedge accounting – Group (continued)

Below are details of the hedging instruments and hedged items in scope of the IFRS 9/IAS 39 amendments due to interest rate benchmark reform, by hedge type. The terms of the hedged items listed match those of the corresponding hedging instruments.

Below are the details of the cash flow hedging instruments and hedged items:

Instrument type	Instrument details	Maturing in	Nominal £m	Hedged item
Interest rate swaps	Pay sterling fixed, receive 6m GBP LIBOR	2027	50.0	6m GBP LIBOR debt with same maturity and nominal of the swap
	Pay sterling fixed, receive 6m GBP LIBOR	2028	50.0	
	Pay sterling fixed, receive 6m GBP LIBOR	2031	48.0	
Forward starting interest rate swaps	Pay sterling fixed, receive 6m GBP LIBOR	2030	50.0	Forecast interest payments on debt with the same nominal of the swap
	Pay sterling fixed, receive 6m GBP LIBOR	2030	150.0	
	Pay sterling fixed, receive 6m GBP LIBOR	2030	50.0	

Below are the details of the fair value hedging instruments and hedged items:

Instrument type	Instrument details	Maturing in	Nominal	Hedged item
Cross currency swaps	Receive JPY fixed, pay 6m GBP LIBOR	2029	¥2bn	Fixed JPY debt with same maturity and nominal of the swap
	Receive EUR fixed, pay 6m GBP LIBOR	2025	€19.9m	Fixed EUR debt with same maturity and nominal of the swap

The Group and Company will continue to apply the amendments to IFRS 9/IAS 39 until the uncertainty arising from the interest rate benchmark reforms with respect to the timing and the amount of the underlying cash flows that the Group and Company is exposed ends. The Group and Company has assumed that this uncertainty will not end until the Group and Company's contracts that reference IBORs are amended to specify the date on which the interest rate benchmark will be replaced, the cash flows of the alternative benchmark rate and the relevant spread adjustment. This will, in part, be dependent on the introduction of fall back clauses which have yet to be added to the Group and Company's contracts and the negotiation with lenders and bondholders.

35 Share based payment – Group

The Group operates a number of share based remuneration schemes for employees. During the year, the Group recognised total expenses of £7.8 million (2019: £8.0 million) related to equity settled share based payment transactions.

The weighted average share price of Severn Trent Plc during the period was £22.07 (2019: £19.27).

At 31 March 2020, there were no options exercisable (2019: none) under any of the share based remuneration schemes.

a) Long Term Incentive Plans ('LTIPs')

Under the LTIPs, conditional awards of shares may be made to Executive Directors and senior staff. Awards are subject to performance conditions and continued employment throughout the vesting period.

Awards outstanding

The awards are subject to Severn Trent Water's achievement of Return on Regulated Equity in excess of the level included in the Severn Trent Water AMP6 business plan over a three year vesting period. It has been assumed that performance against the LTIP non-market conditions will be 100% (2019: 100%).

Details of changes in the number of awards outstanding during the year are set out below:

	Number of awards
Opening at 1 April 2018	542,233
Granted during the year	272,057
Vested during the year	(155,989)
Lapsed during the year	(36,332)
Outstanding at 1 April 2019	621,969
Granted during the year	279,356
Vested during the year	(172,089)
Lapsed during the year	(13,634)
Outstanding at 31 March 2020	**715,602**

Details of LTIP awards outstanding at 31 March were as follows:

		Number of awards	
Date of grant	**Normal date of vesting**	**2020**	2019
July 2016	2019	**–**	172,089
July 2017	2020	**181,070**	181,070
July 2018	2021	**266,179**	268,810
July 2019	2022	**268,353**	–
		715,602	621,969

35 Share based payment – Group

b) Employee Sharesave Scheme

Under the terms of the Sharesave Scheme, the Board may grant the right to purchase ordinary shares in Severn Trent Plc to those employees who have entered into an HMRC approved Save As You Earn contract for a period of three or five years.

Options outstanding

Details of changes in the number of options outstanding during the year are set out below:

	Number of share options	Weighted average exercise price
Outstanding at 1 April 2018	3,486,146	1,625p
Granted during the year	1,296,107	1,474p
Forfeited during the year	(55,181)	1,663p
Cancelled during the year	(397,597)	1,654p
Exercised during the year	(709,042)	1,532p
Lapsed during the year	(6,000)	1,575p
Outstanding at 1 April 2019	3,614,433	1,585p
Granted during the year	1,006,030	1,787p
Forfeited during the year	(42,926)	1,580p
Cancelled during the year	(145,848)	1,565p
Exercised during the year	(589,825)	1,625p
Lapsed during the year	(9,074)	1,623p
Outstanding at 31 March 2020	**3,832,790**	**1,632p**

Sharesave options outstanding at 31 March were as follows:

			Number of awards	
Date of grant	Normal date of exercise	Option price	2020	2019
January 2014	2019	1,331p	**–**	142,790
January 2015	2020	1,584p	**212,666**	224,136
January 2016	2019 or 2021	1,724p	**110,747**	538,380
January 2017	2020 or 2022	1,633p	**607,594**	641,211
January 2018	2021 or 2023	1,652p	**718,329**	783,709
January 2019	2022 or 2024	1,474p	**1,181,927**	1,284,207
January 2020	2023 or 2025	1,787p	**1,001,527**	–
			3,832,790	3,614,433

c) Fair value calculations

The fair values of the share awards made and share options granted during the year were calculated using the Black Scholes method. The principal assumptions and data are out below:

	2020			2019		
	LTIP	SAYE		LTIP	SAYE	
		3 year scheme	5 year scheme		3 year scheme	5 year scheme
Share price at grant date (pence)	**2,026**	**2,515**	**2,515**	1,884	1,849	1,849
Option life (years)	**3**	**3.5**	**5.5**	3	3.5	5.5
Vesting period (years)	**3**	**3**	**5**	3	3	5
Expected volatility (%)	**18.2**	**18.2**	**18.2**	18.2	18.2	18.2
Expected dividend yield (%)	**5.0**	**5.0**	**5.0**	4.0	4.0	4.0
Risk free rate (%)	**n/a**	**0.5**	**0.6**	n/a	0.6	0.8
Fair value per share (pence)	**2,007**	**489**	**416**	1,866	303	284

Expected volatility is measured over the three years prior to the date of grant of the awards or share options. Volatility has been calculated based on historical share price movements.

The risk free rate is derived from yields at the grant date of gilts of similar duration to the awards or share options.

The dividend yield is calculated using the expected dividend for the year divided by the share price at the date of grant.

36 Cash flow statement - Group

a) Reconciliation of operating profit to operating cash flows

	2020	2019
	£m	£m
Profit before interest and tax	**546.7**	557.7
Depreciation and impairment of property, plant and equipment	**318.1**	309.3
Depreciation of right-of-use assets	**5.0**	–
Amortisation of intangible assets	**29.7**	29.0
Pension service cost	**0.2**	9.6
Defined benefit pension scheme administration costs	**3.4**	2.3
Defined benefit pension scheme contributions	**(45.8)**	(34.5)
Share based payments charge	**7.8**	8.0
Profit on sale of property, plant and equipment and intangible assets	**(3.3)**	(10.6)
Release of deferred credits	**(15.4)**	(14.5)
Contributions and grants received[1]	**39.6**	40.1
Provisions charged to the income statement	**5.5**	10.5
Utilisation of provisions for liabilities and charges	**(4.9)**	(9.2)
Operating cash flows before movements in working capital	**886.6**	897.7
Increase in inventory	**(0.5)**	(3.0)
Increase in amounts receivable	**(6.4)**	(42.4)
Increase/(decrease) in amounts payable	**36.5**	(3.3)
Cash generated from operations	**916.2**	849.0
Tax paid	**(28.2)**	(20.9)
Net cash generated from operating activities	**888.0**	828.1

[1] Contributions and grants received have been presented as operating cash flows in 2019/20 as these credits are released to operating costs over the useful economic life of the non-current asset to which they relate. These were presented as investment cash flows in prior periods. Comparatives have been restated increasing group operating cash inflows by £40.1 million and increasing group investing cash outflows by the same amount. Comparatives have been restated increasing company operating cash inflows by £38.0 million and increasing company investing cash outflows by the same amount.

b) Non-cash transactions

Non cash investing and financing cash flows disclosed in other notes are:

- Acquisition of right-of-use assets (note 18)
- Acquisition of infrastructure assets from developers at no cost (note 17)
- Shares issued to employees for no cash consideration under the LTIP (note 35)

c) Exceptional cash flows

There were no cash flows from items classified as exceptional in the income statement (2019: nil).

36 Cash flow statement – Group (continued)

d) Reconciliation of movement in cash and cash equivalents to movement in net debt

	As at 31 March 2019	Recognised on adoption of IFRS 16 (see note 2)	As at 1 April 2019	Cash flow	Fair value adjustments	Inflation uplift on index-linked debt	Foreign exchange	Other non-cash movements	**As at 31 March 2020**
	£m	£m	£m	£m	£m	£m	£m	£m	**£m**
Net cash and cash equivalents	12.1	–	12.1	3.1	–	–	–	–	**15.2**
Loans receivable/(payable) with parent company	80.6	–	80.6	(239.4)	–	–	–	–	**(158.8)**
Bank loans	(1,086.0)	–	(1,086.0)	(129.9)	–	(2.2)	–	(1.7)	**(1,219.8)**
Other loans	(4,732.3)	–	(4,732.3)	1.2	(0.5)	(29.0)	(6.7)	1.9	**(4,765.4)**
Leases	(111.7)	(8.6)	(120.3)	4.7	–	–	–	(0.2)	**(115.8)**
Cross currency swaps	37.1	–	37.1	–	23.3	–	–	–	**60.4**
Loans due from related parties	100.0	–	100.0	(2.5)	–	–	–	(4.5)	**93.0**
Net debt	**(5,700.2)**	**(8.6)**	**(5,708.8)**	**(362.8)**	**22.8**	**(31.2)**	**(6.7)**	**(4.5)**	**(6,091.2)**

Liabilities from financing activities comprise bank loans, other loans and leases.

37 Contingent liabilities – Group and Company

a) Bonds and guarantees

Group undertakings have entered into bonds and guarantees in the normal course of business. No liability (2019: nil) is expected to arise in respect of either bonds or guarantees.

b) Banking arrangements

The banking arrangements of the Group operate on a pooled basis with certain fellow group undertakings. Under these arrangements participating companies guarantee each other's balances only to the extent that their credit balances can be offset against certain overdrawn balances of other Severn Trent group companies.

At 31 March 2020 the Group's maximum liability under these arrangements was nil (2019: nil).

At 31 March 2020 the Company's maximum liability under these arrangements was nil (2019: nil).

38 Financial and other commitments – Group and Company

a) Investment expenditure commitments

Capital commitments are as follows:

	2020	2019
	£m	£m
Contracted for but not provided for in the financial statements	**287.6**	359.2

In addition to these contractual commitments, the Group and Company have longer term expenditure plans which include investments to achieve improvements in performance mandated by the Director General of Water Services (Ofwat) and to provide for growth in demand for water and waste water services.

b) Leasing commitments

The Group leases property, plant and equipment under non-cancellable operating leases. From 1 April 2019 the Group and Company has recognised right-of-use assets for these leases, except for short-term and low-value leases (see note 2 for further details). At 31 March the Group and Company had outstanding commitments for future minimum operating lease payments under non-cancellable operating leases, which fall due as follows:

	2020 £m	2019 £m
Within 1 year	**0.1**	1.7
1 - 5 years	**0.1**	2.2
After more than 5 years	**–**	5.3
	0.2	9.2

39 Post balance sheet events – Group and Company

On 26 May 2020, the Group issued a debt instrument; a £300 million bond with a fixed rate of 2% repayable in June 2040.

There are no post balance sheet events for the Company.

40 Related party transactions – Group and Company

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not included in this note. Transactions between the Group, ultimate parent Severn Trent Plc and other related parties are disclosed below.

Trading transactions

	Transactions with fellow subsidiary undertakings		Transactions with ultimate parent		Transactions with other related parties	
	2020 £m	2019 £m	2020 £m	2019 £m	2020 £m	2019 £m
Sale of services	**(0.3)**	4.7	**–**	–	**306.6**	335.0
Purchase of services	**2.1**	2.3	**0.9**	1.7	**–**	–
Net interest income	**–**	–	**2.4**	1.4	**3.2**	3.8
Balances outstanding at 31 March:						
Amounts due from related parties	**7.8**	8.0	**1.5**	2.0	**12.1**	2.3
Amounts due to related parties	**(0.6)**	(0.2)	**(3.5)**	(0.1)	**–**	–
Loans due from related parties > 1 year	**–**	–	**–**	80.6	**93.0**	100.0
Loans due to related parties > 1 year	**–**	–	**(158.8)**	–	**–**	–
Dividends payable to related parties	**244.0**	225.1	**–**	–	**–**	–

The related parties are fellow subsidiary undertakings and the ultimate parent Severn Trent Plc.

Remuneration of key management personnel

Key management personnel comprise the members of STEC during the year.

The remuneration of the directors is included within the amounts disclosed below.

	2020 £m	2019 £m
Short-term employee benefits	**7.4**	6.5
Share based payment	**4.2**	2.9
	11.6	9.4

The retirement benefit schemes entered into by the Group are considered to be related parties. Details of transactions and balances with the retirement benefit schemes are disclosed in note 27.

41 Alternative performance measures – Group

Financial measures or metrics used in this report that are not defined by IFRS are alternative performance measures ('APMs'). The Group uses such measures for performance analysis because they provide additional useful information on the performance and position of the Group. Since the Group defines its own alternative performance measures, these might not be directly comparable with other companies' alternative performance measures. These measures are not intended to be a substitute for, or superior to, IFRS measurements.

a) Exceptional items

Exceptional items are income or expenditure which individually or, if of a similar type, in aggregate should, in the opinion of the Directors, be disclosed by virtue of their size or nature if the financial statements are to give a true and fair view. In this context, materiality is assessed at the segment level.

b) Underlying PBIT

Underlying profit before interest and tax is profit before interest and tax excluding exceptional items as recorded in the income statement. This provides a consistent measure of operating performance excluding distortions caused by exceptional items. The calculation of this APM is shown on the face of the income statement.

c) Net debt

Net debt comprises borrowings including remeasurements for changes in fair value of amounts in fair value hedging relationships, cross currency swaps that are used to fix the sterling liability of foreign currency borrowings (whether hedge accounted or not), net cash and cash equivalents, and loans to joint ventures. See note 36.

d) Effective interest cost

The effective interest cost is calculated as net finance costs, excluding net finance costs from pensions, plus capitalised finance costs divided by the monthly average net debt during the year.

$$\frac{\text{(net finance costs – net finance costs from pensions + capitalised finance costs)}}{\text{(monthly average net debt)}}$$

	2020 £m	2019 £m
Net finance costs	**177.3**	188.8
Net finance costs from pensions	**(10.9)**	(13.6)
Capitalised interest	**44.2**	31.6
	210.6	206.8
Average net debt	**5,928.3**	5,486.7
Effective interest cost	**3.6%**	3.8%

This APM is used as it shows the average finance cost for the net debt of the business.

e) Effective cash cost of interest

The effective cash cost of interest is calculated on the same basis as the effective interest cost except that it excludes finance costs that are not paid in cash but are accreted to the carrying value of the debt (principally inflation adjustments on index-linked debt).

$$\frac{\text{(net finance costs – net finance costs from pensions – inflation adjustments + capitalised finance costs)}}{\text{(monthly average net debt)}}$$

	2020 £m	2019 £m
Net finance costs	**177.3**	188.8
Net finance costs from pensions	**(10.9)**	(13.6)
Inflation adjustments	**(31.2)**	(35.2)
Capitalised interest	**44.2**	31.6
	179.4	171.6
Average net debt	**5,928.3**	5,486.7
Effective cash cost of interest	**3.0%**	3.1%

This is used as it shows the average finance cost that is paid in cash.

41 Alternative performance measures – Group (continued)

f) Underlying PBIT interest cover

The ratio of underlying PBIT (see (b) above) to net finance costs excluding net finance costs from pensions.

$$\frac{\textit{Underlying PBIT}}{\textit{(net finance costs – net finance costs from pensions)}}$$

	2020	2019
	£m	£m
Underlying PBIT	**546.7**	567.3
Net finance costs	**177.3**	188.8
Net finance costs from pensions	**(10.9)**	(13.6)
Net finance costs excluding finance costs from pensions	**166.4**	175.2

	ratio	ratio
PBIT interest cover ratio	**3.3**	3.2

This is used to show how the underlying PBIT of the business covers the financing costs associated only with net debt on a consistent basis.

g) EBITDA and EBITDA interest cover

The ratio of profit before interest, tax, exceptional items, depreciation and amortisation to net finance costs excluding net finance costs from pensions.

$$\frac{\textit{(underlying PBIT + depreciation + amortisation)}}{\textit{(net finance costs – net finance costs from pensions)}}$$

	2020	2019
	£m	£m
Underlying PBIT	**546.7**	567.3
Depreciation (including right-of-use assets)	**322.6**	309.3
Amortisation	**29.7**	29.0
EBITDA	**898.9**	905.6
Net finance costs	**177.3**	188.8
Net finance costs from pensions	**(10.9)**	(13.6)
Net finance costs excluding finance costs from pensions	**166.4**	175.2

	ratio	ratio
EBITDA interest cover ratio	**5.4**	5.2

This is used to show how the EBITDA of the business covers the financing costs associated only with net debt on a consistent basis.

41 Alternative performance measures – Group (continued)

h) Underlying effective current tax rate

The current tax charge for the year, excluding prior year charges, exceptional current tax, and current tax on exceptional items and on financial instruments, divided by profit before tax, net gains on financial instruments and exceptional items.

$$\frac{\text{(Current year current tax charge in the income statement – current tax on exceptional items – current tax on financial instruments)}}{\text{(PBT – exceptional items – net gains on financial instruments)}}$$

	2020 £m	**2020 Current tax thereon** £m	2019 £m	2019 Current tax thereon £m
Profit before tax	**374.6**	**(34.2)**	406.6	(40.2)
Adjustments:				
Exceptional items	**4.9**	**(0.9)**	9.6	–
Net gains on financial instruments	**(10.1)**	**(2.5)**	(37.7)	(2.6)
	369.3	**(37.6)**	378.5	(42.8)
Underlying effective current tax rate		**10.1%**		11.3%

i) Operational cashflow

Cash generated from operations less contributions and grants received.

	2020 £m	2019 £m
Cash generated from operations	**916.2**	849.0
Contributions and grants received	**(39.6)**	(40.1)
Operational cashflow	**876.6**	808.9

This APM is used to show operational cash excluding the effect of contributions and grants received as part of capital programmes.

j) Cash capex

Cash paid to acquire property, plant and equipment and intangible fixed assets less contributions and grants received and proceeds on disposal of property, plant and equipment and intangible fixed assets.

	2020 £m	2019 £m
Purchase of property, plant and equipment	**(787.7)**	(771.5)
Purchase of intangible assets	**(45.1)**	(32.8)
Contributions and grants received	**39.6**	40.1
Proceeds on disposal of property, plant and equipment	**3.2**	11.8
Cash capex	**(790.0)**	(752.4)

This APM is used to show the cash impact of the Group's capital programmes.

42 Ultimate parent undertaking

The immediate parent undertaking is Severn Trent Draycote Limited.

The ultimate parent undertaking and controlling party is Severn Trent Plc, which is the parent undertaking and controlling party of the smallest and largest group to consolidate these financial statements. Copies of the Severn Trent Plc consolidated financial statements can be obtained from Severn Trent Plc's registrars at Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA.