Registered number: 08336354

ARQIVA FINANCING PLC

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

ARQIVA FINANCING PLC

CONTENTS

STRATEGIC REPORT
FOR THE YEAR ENDED 30 JUNE 2025

The directors present their strategic report for the year ended 30 June 2025.

Introduction

The principal activities of Arqiva Financing Plc (the 'Company') throughout the year have been that of a financing vehicle, acting as issuer for the majority of the listed senior bonds and a lender within the Arqiva Group Limited ('AGL') group (the 'Group') of companies. These bonds are listed on the London Stock Exchange.

This entity is a wholly owned subsidiary of a UK parent undertaking, see note 19 to the financial statements.

Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties arising from its activities as an intermediate holding company are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Group, which include those of the Company, are discussed within the annual report and consolidated financial statements of AGL, a copy of which is available from the address in note 19 of these financial statements or the Group's website at www.arqiva.com.

Financial key performance indicators

The Company made a profit for the financial year of £4,000 *(2024 - £3,000)*, principally driven by the net difference on finance income and finance costs arising from intercompany and external financing arrangements. At 30 June 2025, the Company had net assets of £98,000 *(2024 - £94,000)*, and was financed through senior bonds of £614,000,000 *(2024 - £640,667,000)*.

This company is a financing vehicle for the Group, the loans held by this company are as follows. £200,000,000 *(2024 - £226,667,000)* of the senior bonds were raised from an issuance as part of the February 2013 Arqiva Group refinancing. £164,000,000 *(2024 - £164,000,000)* was raised from an issuance during February 2014. £250,000,000 *(2024 - £250,000,000)* of the senior bonds were raised from financing made in July 2023. See note 13 for further information.

Key performance indicators ('KPIs')

Given the straightforward nature of the Company's activities, the Directors are of the opinion that analysis using KPIs is not necessary for the understanding of the development, performance or position of the business.

The KPIs of the Group are managed as a whole and are discussed within the annual report and consolidated financial statements of AGL, a copy of which is available from the address in note 19 of these financial statements or the Group's website at www.arqiva.com.

Corporate governance

As a subsidiary of the Group, the corporate governance arrangements which apply to the Company are defined by AGL's Corporate Governance Framework. This is set out within the annual report and consolidated financial statements of AGL, a copy of which is available from the address in note 19 of these financial statements or the Group's website at www.arqiva.com. The Group applies the Wates Corporate Governance Principles for Large Private Companies.

The Company has full access to the Executive Team of AGL, including access to the risk management and internal control systems which the Company relies upon in meeting its governance framework requirements. The Group maintains a comprehensive internal control framework to ensure the accuracy and reliability of financial reporting. Key features include:

- Financial Controls: Segregation of duties, system checks, and regular reconciliations to prevent error and fraud.
- Risk Management: Enterprise Risk Management (ERM) approach aligned with ISO 31000 principles, embedding risk oversight across all levels of management.
- Internal Audit: Independent assurance over financial reporting processes and compliance with accounting standards.
- Committee Oversight: Regular review of internal controls and risk management systems by the Audit and Risk Committee.
- Compliance Monitoring: Continuous monitoring of debt covenant compliance and treasury controls.

Further details relating to Corporate Governance are incorporated in AGL's annual report and consolidated financial statements.

Stakeholder engagement

Throughout the year, the Board has continued to ensure engagement with relevant stakeholders both in day to day business, and as part of key developments. How this has been achieved is discussed within the Annual Report and Consolidated Financial statements of AGL on pages 44 to 46, a copy of which can be obtained from the address in note 19 of these financial statements or the Group's website at www.arqiva.com.

Directors' statement of compliance with duty to promote the success of the Company

The Companies Act 2006 sets out the general duties owed by directors to a company, including a list of matters to which the Directors must have regard, which are set out in s.172(1)(a) to (f). During the year, in continuing to exercise their duties, the Directors have had regard to these matters, as well as other factors, in considering proposals from the management team and continuing to govern the Company on behalf of its shareholders. See the following for how the Directors have ensured this:

Consequences of any decisions in the long term:

- This Company is a financing vehicle for the Group. The decisions that the Directors of this Company make are to ensure that the Group continues to operate efficiently from a financial and liquidity standpoint and continues to meet its obligations under debt covenant requirements.

Interests of the company’s employees:

- This Company has no employees. Employees of the Group are employed and managed by another group company, Arqiva Limited.

Fostering relationships with suppliers, customers and others:

- The Company's only external relationships relate to the Borrowings held in the Company. The Senior bonds held in this entity are publicly listed bonds on the London Stock Exchange. AGL fosters strong relations with bond holders primarily by ensuring compliance with the debt covenants in place at the Group level, and by timely servicing of debt and interest payments.

Impact of operations on the community and the environment:

- There are no operations carried out by this company, given it is a financing vehicle for the Group. Therefore there is no impact of operations on the community and the environment given there is no trade in the business. For a review of the Group's impact, refer to the AGL FY25 Financial Statements, Section 172 Statement.

Maintaining a high standard of business conduct:

- As a financing vehicle, this Company sets a high standard by supporting the Group in meeting its debt covenant requirements and timely servicing of its debt to bond holders. The Company made all required debt service payments on time and met its debt covenant requirements for the financial year.

Acting fairly between members:

- AGL manages the business at the Group level, not at an individual entity level. Therefore, the Company does not need to manage intercompany relationships, as decisions are made to benefit the group as a whole. Further the Group's letter of support ensures intercompany balances are recoverable.

Future developments and outlook

It is the intention of the Company to continue to act as a financing vehicle.

The Strategic report was approved by the board on 3 December 2025 and signed on its behalf.

Scott Longhurst
Director

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2025

The directors present their report and the financial statements for the year ended 30 June 2025.

Results and dividends

The profit for the year, after taxation, amounted to £4,000 *(2024 - £3,000)*.

The Directors do not propose to pay a dividend for the year *(2024 - £nil)*. The profit for the financial year of £4,000 *(2024 - £3,000)* was transferred to reserves.

The Company holds £614,000,000 sterling denominated senior listed bonds repayable between December 2025 and December 2032 that were raised between 2013 and 2023. See note 13 for further information.

Principal risks and uncertainties

Details of the principal risks and uncertainties are included in the Strategic report on page 1.

Future developments

The future developments of the Company are discussed within the Strategic report on page 3.

Engagement with suppliers, customers and others

Details of the Company's engagement with suppliers are discussed within the Strategic report on page 3.

Post balance sheet events

In July 2025 the Group successfully completed a refinance of its Junior debt through Arqiva Broadcast Finance plc, another finance vehicle within the Group. As part of the refinance project, the Group also extended the maturity of its shareholder loan notes, which now mature between July 2031 and July 2032.

Subsequent to the reporting date, Macquarie Asset Management announced its intention to dispose of its investments in the Arqiva Group. The transaction is subject to completion and regulatory approvals and, as at the date of these financial statements, remains outstanding. Based on current information, the directors do not expect the proposed disposal to have a material impact on the Group’s ongoing operations. No adjustments have been made to these financial statements in respect of this event.

Risk management

Due to the nature of the Company's operations, it is exposed to limited financial risks which include credit risk, liquidity risk and interest rate risk. The Company's overall risk management programme seeks to minimise potential adverse effects as noted below.

Credit risk
The Company is not exposed to any credit risk other than in respect of intercompany balances within the Group. It does not have an external customer base. The intercompany debt is covered by an intercompany agreement. The intercompany receivable balance is with a fellow wholly owned subsidiary of the Group. The Directors have assessed that the credit risk is low.

Liquidity risk
The Company actively maintains a mixture of long term external debt finance and intercompany loans. For short term funding the Company utilises intercompany loans. The maturity of the Company's borrowings is shown in note 13. The Company's capital requirements are managed by the Group's treasury team.

Interest rate risk
The Company has a policy of maintaining debt at fixed rates to ensure certainty of future interest cash flows.

Going concern

In determining the appropriate basis of preparation of the financial statements, the Directors are required to consider whether the Company can continue in operational existence for the foreseeable future. The parent Group performs a review of going concern through a review of forecasting including cash flow forecasts and considering the requirements of capital expenditure and debt repayments and including severe but plausible downside scenarios.

The Capital Structure Committee regularly reviews the debt position of the group to ensure it is appropriate and has concluded it has sufficient cash to service its debt structure obligations. The parent Group has provided a letter of support which confirms that Arqiva Group Limited will provide such financial assistance to all its wholly owned (directly and indirectly held) subsidiaries in order to meet liabilities as they fall due for a period of 12 months from the date of signing the 30 June 2025 financial statements.

The Company adopts the going concern basis in preparing its financial statements, based on the support from its ultimate parent undertaking, the future cash flow forecasts of the Group and Company and available facilities, which lead the Directors of the Company to be confident that the Company will have adequate resources to continue in operational existence and continue to meet debt and interest payments as they fall due for the 12 month period post signing of these financial statements.

Directors

The directors who served during the year were:

Jonathan Carter (appointed 27 February 2025)
Drummond Clark (appointed 28 February 2025)
Shujauddin Khan
Susana Leith-Smith
Scott Longhurst
James O'Halloran (appointed 30 December 2024)
Michael Osborne (appointed 26 November 2024)
Matthew Postgate
David Stirton
Patrick Tillieux (appointed 24 April 2025)
Helena Whitaker
Paul Donovan (resigned 31 August 2025)
Michael Darcey (resigned 18 March 2025)
Maximilian Fieguth (resigned 28 February 2025)
Arnaud Jaguin (resigned 31 October 2024)
Andrew Macleod (resigned 26 November 2024)
Diego Massidda (resigned 11 December 2024)

Qualifying third party indemnity provisions

The Company has provided an indemnity for its Directors and the Company Secretary, which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006. The indemnity was in force during the full financial year and up to the date of approval of the financial statements.

Directors' responsibilities statement

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 “Reduced Disclosure Framework”, and applicable law).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

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

The directors are 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 also 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.

The directors are responsible for the maintenance and integrity of the company’s financial statements published on the ultimate parent company’s website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 489 of the Companies Act 2006.

Disclosure of information to auditors

Each of the directors, whose names and functions are listed in the Directors' Report confirm that, to the best of their knowledge:

- the company financial statements, which have been prepared in accordance with United Kingdom Accounting Standards, comprising FRS 101, give a true and fair view of the assets, liabilities, financial position and profit of the company; and
- the Directors' Report includes a fair review of the development and performance of the business and the position of the company, together with a description of the principal risks and uncertainties that it faces.

In the case of each director in office at the date the directors’ report is approved:

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

The Directors' report was approved by the board on 3 December 2025 and signed on its behalf.

Scott Longhurst
Director

Independent auditors' report to the members of Arqiva Financing Plc

Report on the audit of the financial statements

Opinion

In our opinion, Arqiva Financing Plc's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2025 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 30 June 2025; the Income Statement and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, comprising material accounting policy information and other explanatory information.

Our opinion is consistent with our reporting to the Audit and Risk Committee of Arqiva Financing Plc.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial state ments section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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

To the best of our knowledge and belief, we declare that non-audit services prohibited by the FRC's Ethical Standard were not provided.

We have provided no non-audit services to the company in the period under audit.

Our audit approach

Overview

Audit scope

- We performed an audit of the complete financial information of the entity. Given its straightforward nature as a financing vehicle, our work focussed on internal and external loan balances, and the related finance income and costs.

Key audit matters

- Recoverability of intercompany receivable balances

Materiality

- Overall materiality: £6.1 million (2024: £6.5 million) based on approximately 1% of total assets.
- Performance materiality: £4.6 million (2024: £4.9 million).

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the 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) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, 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.

This is not a complete list of all risks identified by our audit.

Borrowings in the form of Senior Bonds, which was a key audit matter last year, is no longer included because of the simplicity in the valuation of the Senior Bonds. Otherwise, the key audit matters below are consistent with last year.

Key audit matter	How our audit addressed the key audit matter
Recoverability of intercompany receivable balances The Company has receivable balances from intercompany counterparties amounting to £613.7 million (2024: £614.1 million) as at 30 June 2025. This is considered a key audit matter as there is judgement in the assessment of the recoverability of the receivable balances. Refer to note 9 - Debtors in the financial statements.	We evaluated management's assessment of the recoverability of intercompany receivables, including compliance with the requirements of IFRS 9 and expected credit loss methodology, and reviewed and independently tested an assessment of the ability of other Group companies to repay the debt by considering the cashflows and profitability of the overall Group. By taking this into account, we obtained sufficient evidence that the intercompany receivables are recoverable.

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the company, the accounting processes and controls, and the industry in which it operates.

Arqiva Financing Plc is a financing vehicle, an issuer of the listed senior bonds in the London Stock Exchange within the Arqiva Group Limited group of companies. It has no other trading activities during the year. The Company has advanced the funds it raised from the issuance of notes through an intercompany loan agreement to another company within the Group.

The impact of climate risk on our audit

As part of our audit we made enquiries of management to understand the extent of the potential impact of climate risk on the company's financial statements, and we remained alert when performing our audit procedures for any indicators of the impact of climate risk. Our procedures did not identify any material impact as a result of climate risk on the company's financial statements.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Overall company materiality	£6.1 million (2024: £6.5 million).
How we determined it	approximately 1% of total assets
Rationale for benchmark applied	Based on our professional judgement, total assets is considered to be an appropriate measure to assess the performance of the Company given that the purpose of the Company is to hold debt and the measure is a generally accepted auditing benchmark.

We use performance materiality to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Our performance materiality was 75% (2024: 75%) of overall materiality, amounting to £4.6 million (2024: £4.9 million) for the company financial statements.

In determining the performance materiality, we considered a number of factors - the history of misstatements, risk assessment and aggregation risk and the effectiveness of controls - and concluded that an amount at the upper end of our normal range was appropriate.

We agreed with the Audit and Risk Committee of Arqiva Financing Plc that we would report to them misstatements identified during our audit above £0.3 million (2024: £0.3 million) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Conclusions relating to going concern

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- Obtaining management's assessment of the use of going concern basis of preparation of the financial statements;
- Obtaining a signed letter of support from Arqiva Group Limited;
- Assessing the reliability of the letter of support by leveraging the Group going concern assessment and the audit procedures performed over the Group going concern assessment; and
- Considering management's disclosures of their assessment of going concern.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

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

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the year ended 30 June 2025 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Report, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors’ 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 auditors’ report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 and the UK Tax law, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management’s incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate the financial performance of the Company and management bias in accounting estimates and judgements. Audit procedures performed by the engagement team included:

- Enquiry of management, those charged with governance, and the entity's in-house legal team around actual and potential litigation, claims, and fraud;
- Reviewing minutes of meetings of those charged with governance;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;

- Auditing the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness and testing accounting estimates (because of the risk of management bias); and
- As required by ISA (UK) 240, incorporating an element of unpredictability into our audit testing.

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

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Appointment

We were appointed by the members on 1 February 2016 to audit the financial statements for the year ended 30 June 2017 and subsequent financial periods. The period of total uninterrupted engagement is 9 years, covering the years ended 30 June 2017 to 30 June 2025.

Andy Grimbly (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Southampton
3 December 2025

INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2025

	Note	**2025 £000**	*2024 £000*
Finance income	6	**37,281**	*38,429*
Finance costs	7	**(37,276)**	*(38,425)*
Profit before tax		**5**	*4*
Tax on profit	8	**(1)**	*(1)*
Profit for the financial year		**4**	*3*

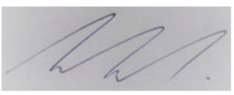
There are no items of other comprehensive income for 2025 or 2024 other than the profit for the year. As a result, no separate Statement of comprehensive income has been presented.

The notes on pages 17 to 27 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2025

	Note	2025 £000	2025 £000	*2024 £000*	*2024 £000*
Current assets					
Debtors: amounts falling due after more than one year	9	**587,386**		*614,053*	
Debtors: amounts falling due within one year	9	**26,682**		*35,584*	
Cash at bank and in hand	10	**32**		*33*	
		614,100		*649,670*	
Creditors: amounts falling due within one year	11	**(26,669)**		*(35,576)*	
Net current assets			**587,431**		*614,094*
Total assets less current liabilities			**587,431**		*614,094*
Creditors: amounts falling due after more than one year	12		**(587,333)**		*(614,000)*
			98		*94*
Net assets			**98**		*94*
Capital and reserves					
Called up share capital	14		**50**		*50*
Profit and loss account	15		**48**		*44*
Total equity			**98**		*94*

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 3 December 2025.



Scott Longhurst
Director

The notes on pages 17 to 27 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2025

	Called up share capital	Profit and loss account	Total equity
	£000	£000	£000
At 1 July 2023	**50**	**41**	**91**
Profit for the year	**-**	**3**	**3**
Total comprehensive income for the year	**-**	**3**	**3**
At 1 July 2024	**50**	**44**	**94**
Profit for the year	**-**	**4**	**4**
Total comprehensive income for the year	**-**	**4**	**4**
At 30 June 2025	**50**	**48**	**98**

The notes on pages 17 to 27 form part of these financial statements.

1. General information

Arqiva Financing Plc (the ‘Company’) is a public company limited by shares, incorporated and domiciled in England, United Kingdom (‘UK’) under the Companies Act under registration number 08336354. The address of the registered office is Crawley Court, Winchester, Hampshire, SO21 2QA. The Company holds bonds publicly listed on the London Stock Exchange. See note 13 for more information.

The nature of the Company’s operations and its principal activities are set out in the Strategic report on page 1.

2. Summary of material accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
    - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures

This information is included in the consolidated financial statements of Arqiva Group Limited for the year ended 30 June 2025 and these financial statements may be obtained from www.arqiva.com.

2. Summary of material accounting policies (continued)

2.3 Going concern

In determining the appropriate basis of preparation of the financial statements, the Directors are required to consider whether the Company can continue in operational existence for the foreseeable future. The parent Group performs a review of going concern through a review of forecasting including cash flow forecasts and considering the requirements of capital expenditure and debt repayments and including severe but plausible downside scenarios.

The Capital Structure Committee regularly reviews the debt position of the group to ensure it is appropriate and has concluded it has sufficient cash to service its debt structure obligations. The parent Group has provided a letter of support which confirms that Arqiva Group Limited will provide such financial assistance to all its wholly owned (directly and indirectly held) subsidiaries in order to meet liabilities as they fall due for a period of 12 months from the date of signing the 30 June 2025 financial statements.

The Company adopts the going concern basis in preparing its financial statements, based on the support from its ultimate parent undertaking, the future cash flow forecasts of the Group and Company and available facilities, which lead the Directors of the Company to be confident that the Company will have adequate resources to continue in operational existence and continue to meet debt and interest payments as they fall due for the 12 month period post signing of these financial statements.

2.4 Impact of new international reporting standards, amendments and interpretations

New and amended standards adopted by the Company

Amendment to IAS 1 - Non-current Liabilities with Covenants
The amendment listed above did not have any material impact on the amounts recognised in prior years and is not expected to have a material impact on current or future periods.

New standards, interpretations and amendments not yet effective
The following new standards, interpretations and amendments, which are not yet effective and have not been adopted early in these financial statements, will or may have an effect on the Company's future financial statements:

- Amendment to IAS 21 - Lack of Exchangeability
- Amendments IFRS 9 and IFRS 7 - Regarding the classification and measurement of financial instruments
- Amendment to IFRS 18 - Presentation and Disclosures in Financial Statements

The new and revised standards not yet effective are not expected to have a material impact on the Company.

2.5 Finance income

Finance income is recognised in profit or loss using the effective interest method.

2. Summary of material accounting policies (continued)

2.6 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.7 Borrowing costs

Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis to the income statement using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

2.8 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

2.9 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.11 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

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

2.12 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets and financial liabilities are initially measured at fair value.

2. Summary of material accounting policies (continued)

2.12 Financial instruments (continued)

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Fair value through profit or loss

All of the Company's financial assets are subsequently measured at fair value at the end of each reporting period, with any fair value gains or losses being recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset.

Impairment of financial assets

The Company always recognises lifetime ECL for trade receivables and amounts due on contracts with customers. The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

Fair value through profit or loss

Financial liabilities are classified as at fair value through profit or loss, when the financial liability is held for trading, or is designated as at fair value through profit or loss. This designation may be made if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise, or the financial liability forms part of a group of financial instruments which is managed and its performance is evaluated on a fair value basis, or the financial liability forms part of a contract containing one or more embedded derivatives, and IFRS 9 permits the entire combined contract to be designated as at fair value through profit or loss. Any gains or losses arising on changes in fair value are recognised in profit or loss to the extent that they are not part of a designated hedging relationship.

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In the application of the Company’s accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

There are no significant judgements or critical accounting estimates impacting these financial statements.

4. Auditors' remuneration

The Company’s audit fee for the year of £31,000 *(2024 - £25,000)* was borne by Arqiva Limited, a fellow Group company and was not recharged.

The Company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the consolidated accounts of the parent Company.

5. Employees

Employees
The Company had no employees during the year *(2024 - none)*.

Directors
There are no recharges *(2024 - £nil)* made to the Company in respect of any remuneration for any Directors, as their duties in respect of the Company are incidental to their normal duties on behalf of their employer companies.

The Directors are either representatives of the ultimate UK parent undertaking’s shareholders or other Group companies and their individual remuneration reflects the services they provide to the Company and other Group companies. It is not possible to make an accurate apportionment of each Director’s emoluments in respect of their services to the Company. Accordingly, no emoluments in respect of these Directors services have been disclosed.

6. Finance income

	2025	*2024*
	£000	*£000*
Interest receivable from group undertakings	**37,281**	*38,429*
	37,281	*38,429*

7. Finance costs

		2025 £000	*2024 £000*
Interest charged on senior bonds	13	**37,276**	*38,425*
		37,276	*38,425*

8. Tax on profit

	2025 £000	*2024 £000*
Corporation tax		
Current tax on profits for the year	**1**	*1*
	1	*1*
Total current tax	**1**	*1*

Factors affecting tax charge for the year

The tax assessed for the year is the same as *(2024 - the same as)* the standard rate of corporation tax in the UK of 25% *(2024 - 25%)* as set out below:

	2025 £000	*2024 £000*
Profit on ordinary activities before tax	**5**	*4*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2024 - 25%)	**1**	*1*
Effects of:		
Total tax charge for the year	**1**	*1*

Factors that may affect future tax charges

The average blended rate of UK corporation tax was 25.0% during the year. There are no recognised or unrecognised deferred tax balances *(2024 - none)*.

On 20 June 2023, Finance (No.2) Bill 2023 (the 'Bill') was substantively enacted in the UK, introducing a global minimum effective tax rate of 15.0%; the implications of this upon the Companies in the group are set out in the AGL financial statements.

9. Debtors

	2025 £000	*2024* *£000*
Amounts falling due after more than one year		
Amounts owed by group undertakings	**587,386**	*614,053*
	587,386	*614,053*

	2025 £000	*2024* *£000*
Amounts falling due within one year		
Amounts owed by group undertakings	**26,330**	*35,584*
Other debtors	**352**	*-*
	26,682	*35,584*

Amounts owed by group undertakings represents the funds raised on refinancing which have been advanced by the Company to Arqiva Financing No.1 Limited (‘AF1’) under a facilities agreement. The interest charged on these balances mirrors that of the external loan arrangements for funds that have been advanced to AF1. The interest charged is as follows; £200,000,000 *(2024 - £226,667,000)* at a rate of 4.88%, £164,000,000 *(2024 - £164,000,000)* at 5.34%, £250,000,000 *(2024 - £250,000,000)* at a rate of 7.21%.

The amounts receivable from AF1 under these loan agreements are repayable between December 2025 and December 2032. Of this, £26,666,667 *(2024 - £26,666,667)* is due under one year, £520,700,000 *(2024 - £356,700,000)* is due between one and five years, and £66,700,000 *(2024 - £257,275,000)* is due after more than five years. The remaining balance of amounts falling due within one year comprises of management charges of £15,000 *(2024 - £10,000)* and accrued interest receivable. The remaining balance of amounts falling due after more than one year is made up of debt issue costs which are non-interest bearing.

Other debtors represents overpayments of interest payable on the Company’s external borrowings. At 30 June 2025, this balance is presented as an other debtor *(2024 - accrued interest creditor)* due to the timing of the interest payment made shortly before year-end. The payment covered more than the interest accrued during the year, resulting in a net receivable position.

10. Cash and cash equivalents

	2025 £000	*2024* *£000*
Cash at bank and in hand	**32**	*33*
	32	*33*

11. Creditors: Amounts falling due within one year

		2025	*2024*
		£000	*£000*
Senior bonds	13	**26,667**	*26,667*
Accrued interest		**-**	*8,907*
Corporation tax		**2**	*2*
		26,669	*35,576*

12. Creditors: Amounts falling due after more than one year

		2025	*2024*
		£000	*£000*
Senior bonds	13	**587,333**	*614,000*
		587,333	*614,000*

13. Loans

Analysis of the maturity of loans is given below:

	2025 £000	*2024* *£000*
Amounts falling due within one year		
Bank loans	-	*8,907*
Senior bonds	26,667	*26,667*
	26,667	*35,574*
Amounts falling due 1-2 years		
Senior bonds	26,667	*26,667*
	26,667	*26,667*
Amounts falling due 2-5 years		
Senior bonds	493,998	*330,033*
	493,998	*330,033*
Amounts falling due after more than 5 years		
Senior bonds	66,668	*257,300*
	66,668	*257,300*
	614,000	*649,574*

Senior bonds are all publicly listed bonds on the London Stock Exchange. As at 30 June 2025, the Company has £614,000,000 *(2024 - £640,667,000)* sterling denominated bonds outstanding with fixed interest rates ranging between 4.88% and 7.21% *(2024 - between 4.88% and 7.21%)*. These bonds are repayable between December 2025 and December 2032 and are listed on the London Stock Exchange.

The Company has advanced the funds it raised from the issuance of bonds via an intercompany loan agreement to another company within the Group.

As part of the Group refinancing, the Company incurred debt issuance costs of £90,000 in relation to the £250,000,000 Senior bond issued in July 2023, £164,000,000 Senior bond issued in February 2014 and the £280,000,000 Senior bonds issued in February 2013. These debt issuance costs have been charged to AF1, a company within the Group, in connection with the on-lending of financing via an intercompany loan arrangement under which AF1 is the ultimate beneficiary of this refinancing (see note 9).

14. Called up share capital

	2025	*2024*
	£000	*£000*
Allotted, called up and fully paid		
50,000 *(2024 - 50,000)* Ordinary shares of £1.00 each	**50**	*50*

15. Reserves

Profit and loss account

All other net gains and losses and transactions with owners (e.g. dividends) not recognised elsewhere.

16. Contingent liabilities

Financing commitments

Under the terms of the Group's external debt facilities, the Company has provided security over substantially all of its tangible, intangible and other assets by way of a Whole Business Securitisation ('WBS') structure. The Directors consider the likelihood of this security being called upon to be remote and therefore has no impact on the liabilities recognised for the current year.

17. Related party transactions

The Company has applied the provisions within FRS 101 to be exempt from the disclosure of transactions entered into, and balances outstanding, with a Group entity which is wholly owned by another Group entity and with key management personnel.

18. Post balance sheet events

In July 2025 the Group successfully completed a refinance of its Junior debt through Arqiva Broadcast Finance plc, another finance vehicle within the Group. As part of the refinance project, the Group also extended the maturity of its shareholder loan notes, which now mature between July 2031 and July 2032.

Subsequent to the reporting date, Macquarie Asset Management announced its intention to dispose of its investments in the Arqiva Group. The transaction is subject to completion and regulatory approvals and, as at the date of these financial statements, remains outstanding. Based on current information, the directors do not expect the proposed disposal to have a material impact on the Group's ongoing operations. No adjustments have been made to these financial statements in respect of this event.

19. Controlling parties

The Company's immediate parent undertaking is Arqiva Group Intermediate Limited (‘AGIL’). Copies of the AGIL financial statements can be obtained from the Company Secretary at Crawley Court, Winchester, Hampshire, SO21 2QA.

The ultimate UK parent undertaking is AGL, which is the parent undertaking of the largest group to consolidate these financial statements. The smallest group to consolidate these financial statements is Arqiva Group Parent Limited (‘AGPL’). Copies of the AGL and AGPL consolidated financial statements can be obtained from the Company Secretary of each Company at Crawley Court, Winchester, Hampshire, SO21 2QA.

AGL is owned by a consortium of shareholders including Digital 9 Infrastructure, Macquarie European Infrastructure Fund II, other Macquarie managed funds and minorities. There is no ultimate controlling party of the Company.