

**Sibelco Minerals and Chemicals (Holdings)  
Limited**

**Directors' report and financial  
statements**

**Registered number 495403**

**Year ended 31 December 2021**

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## Directors' report

The directors present their report and financial statements for the year ended 31 December 2021.

### *Business review and principal activity*

Sibelco Minerals and Chemicals (Holdings) Limited operates as a holding company for the mineral companies within the UK SCR Sibelco NV group. During the year the Company received interest on its cash balances from other group companies of £nil (2020: nil) and produced a profit for the year of £nil (2020: nil).

### *Principal risks and uncertainties*

The company is non-trading and its only activities are the receipt and payment of dividends through the Sibelco group.

See note 1 to the financial statements for details of the going concern status of the company.

### *Dividend*

During the year the Company has not declared or paid a dividend to the company's immediate parent company and controlling party, Watts Blake Beame & Co Ltd, (2020: nil).

### *Capital management*

The company defines capital as its net assets, or equity. At the reporting date, the company had no debt, but had an intercompany cash pooling surplus. Detailed cash flow forecasts are prepared at a Group level on a monthly basis with the objective of alerting senior management to potential future risks and enabling them to manage the company's capital effectively. The group cash pooling arrangements allow for surplus capital to be fully utilised and shortfalls in capital to be met.

### *Going Concern*

The UK group of companies consist of the holding company, Watts Blake Beame & Company Limited, two wholly owned active trading companies, Sibelco UK Limited and Sibelco Green Solutions Limited, and five wholly owned non-trading companies, of which the company is one ('the UK group of companies'). The UK group of companies participate in a cash pooling facility operated by the ultimate parent undertaking, SCR-Sibelco NV, in order to manage their day to day working capital requirements. As well as the cash pool facilities, which are under the control of the ultimate parent undertaking, Watts Blake Beame & Company Limited have access to £27m of additional funding through an intra-group deposit agreement ('deposit agreement') with Silfin NV, the treasury arm of SCR -Sibelco NV. Under the deposit agreement the funds are available immediately, on demand, up to 15 June 2024, and are considered by the Directors to be equivalent to cash when drawn upon, although to date no amounts have been required to be drawn down. These funds are available to be used by the Directors of Watts Blake Beame & Company Limited for the purposes of the operations of the holding company and/or to provide funding for the other UK companies as and when required.

Given the intrinsic funding link between the UK group of companies, through the cash pool and deposit agreement arrangements, the Directors of Watts Blake Beame & Company Limited have provided a letter of financial support to the wholly owned UK subsidiaries indicating that they have the ability to, and will, provide such funds as necessary to enable them to meet their liabilities as and when they fall due, in the event that sufficient cash isn't otherwise available, to 15 June 2024. Accordingly, the period to 15 June 2024 is considered the going concern assessment period for Watts Blake Beame & Company Limited and all its wholly owned subsidiaries, with the cash flow forecasts, for going concern purposes, considering them all together as a group.

The cash requirements of the UK group of companies arise primarily from the working capital requirements of Sibelco UK Limited and Sibelco Green Solutions Limited. The directors of these companies have prepared cashflow forecasts for the period to 15 June 2024 which show that under the base case estimate of future performance the companies will generate £11m of cash in the preceding 12 months and reflects the trading environment in which the companies are currently operating in, generating profits and cash with strong balance sheet positions. This is not materially impacted by the cash requirements of Watts Blake Beame & Company Limited itself or the non trading subsidiaries, albeit their funding requirements are considered as part of the UK group of companies assessment. The Directors have also prepared a severe downside scenario, being a 30% fall in revenue, under which the companies will have a cash shortfall of

## **Directors' report (continued)**

### **Going concern (continued)**

£10m, without any utilisation of the deposit agreement funds. During the period of disruption caused by the Covid pandemic revenue fell by 14%, therefore 30% is considered a remote scenario in this context, given the performance of the companies since the year end and through into 2023. Accordingly, the forecasts demonstrate that the £27m of funds made available to Watts Blake Bearn & Company Limited through the deposit agreement, and correspondingly to each of the subsidiaries through the support letter, are therefore sufficient for the companies to meet the liabilities of all the UK group of companies as and when they fall due for the going concern assessment period to 15 June 2024.

On the basis of their assessment, which included trading since the year end, the base case and downside forecast scenarios of future performance, the availability of funds through the cash pool and £27m deposit agreement arrangements via WBB, as well as the ability of Silfin NV to provide such a facility as and when required to be drawn down, for the going concern assessment period to 15 June 2024, the directors believe that the UK group of companies and the entity itself will be able to meet their liabilities as and when they fall due for that period. Accordingly, these financial statements have been prepared on a going concern basis.

### **Directors**

The following is a list of all persons who were directors of the Company at any time between 1 January 2021 and the date of this report:

MC James

JW van Put (resigned 29 April 2022)

AB Daniels (appointed 29 April 2022)

### **Auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Ernst & Young LLP will therefore continue in office.

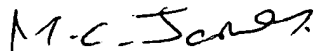
### **Disclosure of information to auditor**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### **Small companies exemption**

The Directors have taken advantage of the small companies exemption provided by section 414b of the Companies Act 2006 in not preparing a Strategic Report.

By order of the board



**MC James**  
Director

Date: 2 June 2023

Brookside Hall  
Congleton Road  
Sandbach  
Cheshire  
CW11 4TF

## **Statement of directors' responsibilities in respect of the Directors' Report and the financial statements**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and UK adopted international accounting standards. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements the directors are required to:

- select suitable accounting policies in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 international accounting standards is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the company financial position and financial performance;
- state whether UK adopted international 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 appropriate to presume that the company will not continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the company 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.

Under applicable law and regulations, the directors are also responsible for preparing a directors' report that complies with that law and those regulations. The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SIBELCO MINERALS AND CHEMICALS (HOLDINGS) LIMITED**

### **Opinion**

We have audited the financial statements of Sibelco Minerals and Chemicals (Holdings) Limited for the year ended 31 December 2021 which comprise of the Income statement, Statement of comprehensive income, Statement of changes in equity, Statement of financial position, Cash flow statement and the related notes 1 to 13, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and UK adopted international accounting standards.

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2021 and of its result for the year then ended;
- have been properly prepared in accordance with UK adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the period to 15 June 2024.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's ability to continue as a going concern.

### **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained with the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SIBELCO MINERALS AND CHEMICALS (HOLDINGS) LIMITED (Continued)**

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

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

In our opinion, based on the work undertaken in the course of 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 directors' report have been prepared in accordance with applicable legal requirements.

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

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SIBELCO MINERALS AND CHEMICALS (HOLDINGS) LIMITED (Continued)**

### ***Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud***

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. 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. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting framework UK adopted international accounting standards and the relevant direct and indirect tax compliance regulations in the United Kingdom; in addition the Company has to comply with laws and regulations relating to its operations and health and safety.
- We understood how Sibelco Minerals and Chemicals (Holdings) Limited is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of Board minutes.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override as a fraud risk.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved review of documentation, testing of specific journals identified based upon our defined risk criteria and enquiries of management for correspondence with relevant authorities. In addition, we completed procedures to conclude on the compliance of the disclosures in the financial statements with the requirements of the relevant accounting standards and UK legislation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

### **Use of our report**

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

DocuSigned by:

*Ernst & Young LLP*

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Anne Schmitt (Senior statutory auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
Manchester

02 June 2023



**Income statement**  
*for the year ended 31 December 2021*

	<i>Note</i>	<b>2021</b> <b>£</b>	<b>2020</b> <b>£</b>
Finance income	4	-	-
<b>Profit before taxation</b>		-	-
Taxation	5	-	-
<b>Profit for the year</b>	11	-	-

The above results derive from continuing operations.

The notes on pages 11 to 18 form part of these financial statements.

**Statement of comprehensive income**  
*for the year ended 31 December 2021*

	2021 £	2020 £
Profit for the year	-	-
<b>Total comprehensive income for the period</b>	-	-
<b>Total comprehensive income is attributable to:</b>		
Equity shareholders	-	-

**Statement of changes in equity**  
*for the year ended 31 December 2021*

	Share capital £	Share premium account £	Capital Reserve £	Profit and loss account £	Total £
At 1 January 2020	1,200,002	11,218,274	493,460	1,119	12,912,855
Total comprehensive income for the year	-	-	-	-	-
Dividend	-	-	-	-	-
At 1 January 2021	1,200,002	11,218,274	493,460	1,119	12,912,855
Total comprehensive income for the year	-	-	-	-	-
Dividend	-	-	-	-	-
At 31 December 2021	1,200,002	11,218,274	493,460	1,119	12,912,855

The notes on pages 11 to 18 form part of these financial statements.

**Statement of financial position**  
**at 31 December 2021**

	<i>Note</i>	<b>2021</b> £	<b>2020</b> £
<b>Non-current assets</b>			
Investments	6	24,485,604	24,485,604
<b>Current assets</b>			
Cash and cash equivalents including amounts held	7	-	-
<b>Total assets</b>		<u>24,485,604</u>	<u>24,485,604</u>
<b>Current liabilities</b>			
Trade and other payables	8	(11,572,696)	(11,572,696)
Tax payable		(53)	(53)
<b>Total liabilities</b>		<u>(11,572,749)</u>	<u>(11,572,749)</u>
<b>Net current liabilities</b>		<u>(11,572,749)</u>	<u>(11,572,749)</u>
<b>Net assets</b>		<u>12,912,855</u>	<u>12,912,855</u>
<b>Equity</b>			
Called up share capital	10	1,200,002	1,200,002
Share premium account	11	11,218,274	11,218,274
Capital reserve	11	493,460	493,460
Profit and loss account	11	1,119	1,119
<b>Total equity</b>		<u>12,912,855</u>	<u>12,912,855</u>

These financial statements were approved by the board of directors on 2 June 2023 and were signed on its behalf by:



**MC James**  
 Director

The notes on pages 11 to 18 form part of these financial statements

**Cash flow statement**  
*for the year ended 31 December 2020*

	Note	2021		2020	
		£	£	£	£
<b>Cash flow from operating activities</b>					
Profit before taxation		-		-	
<i>Adjustments for:</i>					
Financial income		-		-	
Decrease in Payables		-		-	
Cash flow generated from operations		-		-	
Taxation received		-		-	
<b>Net cash flow used in operating activities</b>					-
<b>Cash flow from investing activities</b>					
Interest received		-		-	
<b>Net cash used in investing activities</b>			-		-
<b>Cash flow from financing activities</b>					
Dividend received from subsidiary undertakings		-		-	
Dividend paid to Company's shareholder		-		-	
<b>Net cash used in financing activities</b>			-		-
<b>Net decrease in cash and cash equivalents in the year</b>			-		-
Cash and cash equivalents at 1 January			-		-
<b>Cash and cash equivalents at 31 December</b>			<b>0</b>		<b>0</b>

The notes on pages 11 to 18 form part of these financial statements

Cash and cash equivalents are held with fellow group undertakings.

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

Sibelco Minerals and Chemicals (Holdings) Limited is a company incorporated and domiciled in the UK.

#### *Basis of preparation*

The financial statements have been prepared under the historical cost convention and approved by the directors in accordance with UK adopted international accounting standards.

#### *Going concern*

The UK group of companies consist of the holding company, Watts Blake Bearne & Company Limited, two wholly owned active trading companies, Sibelco UK Limited and Sibelco Green Solutions Limited, and five wholly owned non-trading companies, of which the company is one ('the UK group of companies'). The UK group of companies participate in a cash pooling facility operated by the ultimate parent undertaking, SCR-Sibelco NV, in order to manage their day to day working capital requirements. As well as the cash pool facilities, which are under the control of the ultimate parent undertaking, Watts Blake Bearne & Company Limited have access to £27m of additional funding through an intra-group deposit agreement ('deposit agreement') with Silfin NV, the treasury arm of SCR -Sibelco NV. Under the deposit agreement the funds are available immediately, on demand, up to 15 June 2024, and are considered by the Directors to be equivalent to cash when drawn upon, although to date no amounts have been required to be drawn down. These funds are available to be used by the Directors of Watts Blake Bearne & Company Limited for the purposes of the operations of the holding company and/or to provide funding for the other UK companies as and when required.

Given the intrinsic funding link between the UK group of companies, through the cash pool and deposit agreement arrangements, the Directors of Watts Blake Bearne & Company Limited have provided a letter of financial support to the wholly owned UK subsidiaries indicating that they have the ability to, and will, provide such funds as necessary to enable them to meet their liabilities as and when they fall due, in the event that sufficient cash isn't otherwise available, to 15 June 2024. Accordingly, the period to 15 June 2024 is considered the going concern assessment period for Watts Blake Bearne & Company Limited and all its wholly owned subsidiaries, with the cash flow forecasts, for going concern purposes, considering them all together as a group.

The cash requirements of the UK group of companies arise primarily from the working capital requirements of Sibelco UK Limited and Sibelco Green Solutions Limited. The directors of these companies have prepared cashflow forecasts for the period to 15 June 2024 which show that under the base case estimate of future performance the companies will generate £11m of cash in the preceding 12 months and reflects the trading environment in which the companies are currently operating in, generating profits and cash with strong balance sheet positions. This is not materially impacted by the cash requirements of Watts Blake Bearne & Company Limited itself or the non trading subsidiaries, albeit their funding requirements are considered as part of the UK group of companies assessment. The Directors have also prepared a severe downside scenario, being a 30% fall in revenue, under which the companies will have a cash shortfall of £10m, without any utilisation of the deposit agreement funds. During the period of disruption caused by the Covid pandemic revenue fell by 14%, therefore 30% is considered a remote scenario in this context, given the performance of the companies since the year end and through into 2023. Accordingly, the forecasts demonstrate that the £27m of funds made available to Watts Blake Bearne & Company Limited through the deposit agreement, and correspondingly to each of the subsidiaries through the support letter, are therefore sufficient for the companies to meet the liabilities of all the UK group of companies as and when they fall due for the going concern assessment period to 15 June 2024.

On the basis of their assessment, which included trading since the year end, the base case and downside forecast scenarios of future performance, the availability of funds through the cash pool and £27m deposit agreement arrangements via WBB, as well as the ability of Silfin NV to provide such a facility as and when required to be drawn down, for the going concern assessment period to 15 June 2024, the directors believe that the UK group of companies and the entity itself will be able to meet their liabilities as and when they fall due for that period. Accordingly, these financial statements have been prepared on a going concern basis.

**Notes (continued)****1 Accounting policies (continued)**

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

***Changes in accounting policies and disclosures******New and amended standards and interpretations***

The Company has not early adopted any other standard, interpretation or amendment that has been issued but not yet effective.

***Consolidated financial statements***

The Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

***Investments***

Investments are stated at cost less provisions for any permanent diminution in value.

***Taxation***

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

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

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

## Notes (continued)

### 1 Accounting policies (continued)

#### *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the company's cash management are included as a component of cash and cash equivalents for the purpose only of the statement of cash flows. A central component of the company's treasury policy is that cash balances and bank overdrafts are held with a fellow group undertaking, to maximise financial benefits to the company and its ultimate parent undertaking. All cash balances, overdrafts, loans and borrowings between the companies in the SCR-Sibelco NV group are organised on an arm's length basis, being interest bearing at relevant market rates.

#### *Financial instruments*

Financial assets and financial liabilities, in respect of financial instruments, are recognised on the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. Financial assets and liabilities with group companies are initially recognised at fair value which is equal to cost at inception.

#### *Adopted IFRS not yet applied*

The IASB and IFRIC have issued a number of new and revised standards and interpretations with an effective date after the date of these financial statements. Their adoption is not expected to have a material effect on the financial statements of the Company.

### 2 Employee costs and Directors' remuneration

The Company had no employees in the current or prior year. The Directors are Directors of other group companies. Their services to this Company are inconsequential hence no remuneration is attributable to this Company.

### 3 Auditor's remuneration

No expense is recognised in the income statement for the audit of these financial statements or other services. These costs are borne by other group undertakings (2020: £nil).

### 4 Finance Income

	2021 £	2020 £
Interest Received	-	-
	=	=

**Notes (continued)****5 Taxation**

	2021 £	2020 £
<b><i>Recognised in the income statement</i></b>		
Current tax expense on profit for the year	-	-
	<hr/>	<hr/>
Current tax expense	-	-
	<hr/>	<hr/>
Total tax in income statement	-	-
	<hr/>	<hr/>
	2021 £	2020 £
<b><i>Reconciliation of effective tax rate</i></b>		
Profit before tax	-	-
	<hr/>	<hr/>
Tax using UK corporation tax rate of 19.00% (2020: 19%)	-	-
Adjustments to tax charge in respect of previous years	-	-
Tax exempt revenue	-	-
	<hr/>	<hr/>
Total tax in income statement	-	-
	<hr/>	<hr/>

The company has a brought forward capital loss of £0 available to carry forward against future capital profits (2020: nil). No deferred tax asset has been recognised on the grounds that recovery is uncertain (2020: £nil).



**Notes (continued)****6 Investments**

	Shares in subsidiary undertakings £
<i>Shares</i>	
<i>Cost</i>	
At 1 January 2020	24,617,000
At 31 December 2020 and 2021	<u>24,617,000</u>
<i>Provisions</i>	
At 1 January 2020, 31 December 2020 and 31 December 2021	<u>(131,396)</u>
<i>Net book value</i>	
At 1 January 2020	24,485,604
At 31 December 2020 and 31 December 2021	<u>24,485,604</u>

The company has the following investments in subsidiaries:

Company	Country of incorporation or registration
Sibelco UK Limited	England

The Company holds 100% of the issued ordinary share capital of its subsidiary.

In the opinion of the directors, the aggregate value of the investment in the Company's subsidiary is not less than the aggregate of the amount at which those assets are stated in the statement of financial position.

**7 Financial Assets**

	2021 £	2020 £
Cash and cash equivalents held with fellow group undertakings	-	-

**Notes (continued)****8 Trade and other payables**

	2021 £	2020 £
<i>Amounts payable within one year</i>		
Amount owed to parent undertaking	11,572,696	11,572,696
	<u>11,572,696</u>	<u>11,572,696</u>

**9 Financial instruments**

The Company's financial assets and financial liabilities are set out below

	2021 £	2020 £
<b>Financial assets</b>		
Cash and cash equivalents held with fellow group undertakings	-	-
<b>Financial liabilities</b>		
Amounts owed to parent undertaking	(11,572,696)	(11,572,696)

**Liquidity risk management**

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

Detailed cash flow forecasts are prepared on a monthly basis at a Group level with the objective of alerting senior management to potential future risks. The company operates its banking facilities within a Group Cash Pooling arrangement, mitigating the effects of liquidity risks.

At 31 December the Company was contractually obliged to make repayments of principal and payments of interest as detailed below.

	Carrying amount £	Contractual cash flows £	Within one year or on demand £	1-2 years £	3-5 years £	More than 5 years £
<b>2021</b>						
Amounts owed to parent undertaking	11,572,696	11,572,696	11,572,696	-	-	-
	<u>11,572,696</u>	<u>11,572,696</u>	<u>11,572,696</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>2020</b>						
Amounts owed to parent undertaking	11,572,696	11,572,696	11,572,696	-	-	-
	<u>11,572,696</u>	<u>11,572,696</u>	<u>11,572,696</u>	<u>-</u>	<u>-</u>	<u>-</u>

**Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. At 31 December 2021 the Company had no financial assets which were past due (2020: £nil) and the Company had no allowance for doubtful receivables (2020: £nil). Due to the Company's principal activity as a holding company and provider of services to other companies in the Sibelco group, it has few third party receivables.

**Notes (continued)****9 Financial instruments (continued)****Foreign currency risk management**

The Company has no exposure to foreign currency risk at the year end (2020: £nil).

**Interest rate risk management**

The Company has no exposure to interest rate risk at the year end (2020: £nil).

**Capital management**

The company defines capital as its net assets, or equity. At the reporting date, the company had no debt other than the interest bearing borrowings from another group undertaking as outlined above. Detailed cash flow forecasts are prepared on a monthly basis with the objective of alerting senior management to potential future risks and enabling them to manage the company's capital effectively. The group cash pooling arrangements allow for surplus capital to be fully utilised and shortfalls in capital to be met.

**10 Share capital**

	2021 £	2020 £
1,200,002 Ordinary shares of £1 each:		
Authorised, allotted, called up and fully paid	1,200,002	1,200,002

**11 Reserves**

	Share premium account £	Capital reserve £	Profit and loss account £
At 1 January 2020	11,218,274	493,460	1,119
Profit for the year	-	-	-
At 31 December 2020	<u>11,218,274</u>	<u>493,460</u>	<u>1,119</u>
At 1 January 2021	<u>11,218,274</u>	<u>493,460</u>	<u>1,119</u>
Profit for the year	-	-	-
At 31 December 2021	<u>11,218,274</u>	<u>493,460</u>	<u>1,119</u>

**12 Related party transactions**

The following transactions were carried out with fellow group and subsidiary undertakings:

	2021 £	2020 £
Interest receivable	-	-
Dividend received	-	.9
Dividends payable	-	-

**Notes (continued)****12 Related party transactions (continued)**

The year-end balances with related parties are as follows:

	2021 £	2020 £
Investments in subsidiary undertakings (net of impairments)	24,485,604	24,485,604
Cash and cash equivalents held with fellow group undertakings	-	-
Group relief payable to fellow group and subsidiary undertakings	-	-
Amount owed to parent undertaking	11,572,696	11,572,696

**Compensation of key management personnel**

The Company had no employees in the current or prior year.

**13 Ultimate parent company and parent company of larger group**

The company's immediate parent company and controlling party is Watts Blake Bearne & Co Limited, registered in England and Wales. Copies of the Watts Blake Bearne & Co Limited financial statements are available from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The smallest and largest group in which the results of the company are consolidated is that of the ultimate parent undertaking and controlling related party, SCR Sibelco NV. This company is incorporated in Belgium, with its consolidated financial statements available from Balanscentrale, at Nationale Bank van België, Balanscentrale, de Berlaimontlaan 14, 1000 Brussel.