Ardagh Glass Limited

Annual Report and Financial Statements for the year ended 31 December 2020

Registered number: 00567801

Ardagh Glass Limited

Annual Report and Financial Statements
for the year ended 31 December 2020

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Ardagh Glass Limited

Directors and Advisors

Directors
M Rozmus
J Passant (Resigned 30th June 2021)
M M Dick
J C E M Vissers (Resigned 31st October 2020)
D Matthews
J Clarke
J M Petersson
S M Santon (Appointed 1st July 2021)

Company secretary
M Sarai

Registered office
Headlands Lane
Knottingley
West Yorkshire
WF11 0HP

Independent auditors
PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Central Square
29 Wellington Street
Leeds
LS1 4DL

Solicitors
DLA Piper UK LLP
Princes Exchange
Princes Square
Leeds
LS1 4BY

Bankers
Citibank NA
Canada Square
Canary Wharf
London
E14 5LB

Ardagh Glass Limited

Strategic Report for the year ended 31 December 2020

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2020. These financial statements are prepared under United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

Review of business

The Company's principal activity during the year was the manufacture of glass containers.

The Company is a limited company, domiciled and incorporated in the United Kingdom (England). The Company has four plants in the United Kingdom and no overseas branches. The registered office is also the principal place of business with the address as set out on the previous page.

Development and performance during the year

The financial results of the Company show a profit for the financial year of £40,325,000 (2019: £48,115,000). The profit for the year was lower than prior year with a decreased year on year turnover of £350,070,000 (2019: £364,601,000) primarily due to the impact of COVID-19. At the balance sheet date, the company has net assets (after including a retirement benefit obligation) of £319,830,000 (2019: £276,722,000).

The Company continues to invest in world class manufacturing facilities with capital expenditure for the financial year of £20,535,000 (2019: £24,061,000) and continues to focus on product quality and customer service in order to maintain its position as a leading UK manufacturer of glass containers.

The Company's key performance indicators during the year were as follows:

	2020	2019	**Change**
Turnover £'000	**350,070**	364,601	-3.99%
Operating profit £'000	**48,791**	60,437	-19.27%
Finished goods stock £'000	**49,901**	53,468	-6.67%
Number of employees	**1,403**	1,415	-0.85%
Turnover per employee £'000	**250**	258	-3.1%
EBITDA £'000	**74,138**	87,461	-15.23%

Position at the year end

The net book value of tangible fixed assets at 31 December 2020, at £157,800,000 (2019: £158,962,000) has decreased by 0.73% during the year. At the balance sheet date, the Company's third-party receivables £33,926,000 (2019: £38,604,000) have decreased by 12.12% during the year due to lower activity towards the end of the year as a result of COVID-19. Stocks decreased by 12.75% year on year this was due to a £5.9m pallet movement from stock to assets (refer to note 6).

Current creditors have decreased by 2.63% and non-current creditors have decreased by 7.4%.

The Company has a net retirement benefit obligation at the year-end of £201,451,000 (2019: £218,675,000). The decrease of 7.9% in the net liability of the scheme is due to, higher than assumed investment returns on assets, the impact of deficit contributions and the reduction in the benefit obligation due to a change in the mortality assumption and the introduction of a transfer value assumption rate (see note 16). During 2021 it has agreed with the scheme's trustees to make a contribution to the scheme of £19,440,000 (2020: £20,680,000).

Principal risks and uncertainties and financial risks

The principal risks and uncertainties and financial risks within the business are linked to the relative volatility of energy and raw material prices and the degree to which capacity in the UK market restricts the ability to recover higher costs from customers. Consumer preferences may also change and demand for existing products may decline or be replaced by other products, which Ardagh Glass Limited does not produce. As a result, sales volumes and profitability may decline.

The Company's operations also expose it to a variety of business and financial risks such as foreign exchange rate volatility, debt service obligations and higher energy prices. Ardagh Group S.A., Ardagh Glass Limited's ultimate parent undertaking, has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the Company (and the group) by monitoring levels of debt finance and the related finance costs for the group as a whole.

Commodity price risk

Production costs are sensitive to the price of energy. Our main energy exposure is to the cost of gas and electricity. These energy costs have experienced significant volatility in recent years with a corresponding effect on our production costs.

As a result of the volatility of gas and electricity prices, the Company has either included energy pass-through clauses in our sales contracts or developed an active hedging strategy to fix a significant proportion of our energy costs through contractual arrangements directly with our suppliers, where there is no energy clause in the sales contract.

Where pass through contracts do not exist, the Company policy is to purchase gas and electricity by entering into forward price fixing arrangements with suppliers for the bulk of our anticipated requirements for the year ahead. Such contracts are used exclusively to obtain delivery of our anticipated energy supplies. The Company does not net settle, nor do we sell within a short period of time after taking delivery. The Company avails of the own use exemption and, therefore, these contracts are treated as executory contracts.

Credit risk

Credit risk arises from credit exposures to customers, including outstanding receivables. Company policy is to extend credit to customers of good credit standing. Credit risk is managed on an on-going basis, by experienced people within the Company. The Company's policy for the management of credit risk in relation to trade receivables involves periodically assessing the financial reliability of customers, taking into account their financial position, past experience and other factors. Provisions are made, where deemed necessary, and the utilisation of credit limits is regularly monitored. Management does not expect any significant counterparty to fail to meet its obligations.

The United Kingdom's withdrawal from the European Union may have a negative effect on our financial condition and results of operations

On 29 March 2017, the United Kingdom gave notice to the European Union under Article 50 of the Treaty of European Union of its decision to withdraw from the European Union ("Brexit"). The withdrawal of the United Kingdom from the European Union occurred on 31 January 2020.

Following Brexit on 31 January 2020, the United Kingdom left the European Union and entered into a transition period set to expire on 31 December 2020. Following the end of the transition period, there may be changes in the legal rights and obligations among commercial parties in the United Kingdom and the European Union, including (among others) financial institutions, suppliers and service providers and their respective customers. Any changes to the trading relationship between the United Kingdom and the European Union may adversely affect the cost or timing of imports.

While we predominantly sell to customers in the local U.K. market, some of our customers based in the U.K. who export outside the local U.K. market, may experience reduced demand and/or delays arising from Brexit and post-Brexit arrangements. These negative impacts could adversely affect our financial condition and results of operations. Additionally, because of the extent of our business in the United Kingdom, the precise impact of Brexit is difficult to predict and may include effects beyond those described herein, which could have a material adverse impact on our financial condition and results of operations.

Strategic Report for the year ended 31 December 2020 (continued)

Brexit may also have an adverse impact on our business, employees and customers in the United Kingdom. In addition, changes in laws and regulations after the end of the transition period, including import, tax and employment laws and regulations, could adversely impact the results of operations of our U.K. business.

Further, political instability as a result of Brexit may result in a material negative effect on credit markets and foreign direct investments in Europe and the United Kingdom. For example, the announcement of the Brexit vote caused significant volatility in global stock markets and currency exchange rate fluctuations that resulted in the weakening of the exchange rate of the British pound. Uncertainty concerning the terms of Brexit during and following the transition period could cause further volatility in the British pound against other currencies, and thus increase our foreign exchange risk. This deterioration in economic conditions could result in increased unemployment rates, increased short- and long-term interest rates, consumer and commercial bankruptcy filings, a decline in the strength of national and local economies, and other results that negatively impact household incomes.

Section 172(1) statement

Directors are required by Section 172 of the Companies Act 2006 to act in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole. In doing this, Section 172 requires Directors to have regard to:

- the likely consequences of any decision in the long-term;
- the interests of the company's employees;
- the need to foster the company's business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and the environment;
- the desirability of the company maintaining a reputation for high standards of business conduct; and
- the need to act fairly between members of the company.

The Directors give careful consideration to these factors in discharging their duties.

Stakeholders

The Directors engage with key stakeholders to understand their needs, and to establish and maintain a positive relationship. Based on the ISO 26000 guidelines regarding stakeholders, the Directors have identified the Company's stakeholders and a monitoring process has been in place since 2012.

To translate stakeholders' interests into management processes, core stakeholder groups have been linked with organisational structures, communication activities and procedures, amongst others. These processes help the Company constantly improve stakeholder relationships by using the shared value concept.

The identified stakeholders, and the respective ways in which the Board engages with those stakeholders, are:

- Industry associations: Membership of industry associations around the world enable the Board to monitor developments with regard to legislation and to voice its opinion. Engagement achieved through regular exchanges with key associations.
- Employees: The Company engages with employees through continuous and regular dialogue with employees individually and collectively through work's councils at facility-level, personal development reviews, and an ethics hotline.
- National and local authorities: These are engaged through permitting and compliance reviews.
- Community: Engagement involves projects, active exchange with the local community, and engagement in local activities.

- Suppliers: The Company relies on suppliers, and the availability of goods and services in the market influences the Company's strategy and how it operates. Relationships with suppliers facilitate engagement on sustainability, efficiency, and innovation.
- Ultimate shareholders of Ardagh Group: The Board engages with the shareholders through ongoing dialogue, timely reporting, conference participation, and individual engagement.
- Customers: Engagement with customers is achieved through ongoing dialogue with customers to deliver sustainability improvements, including through innovation and lightweighting, and through timely feedback on customer surveys.
- Media: The Company actively engages with media to promote Ardagh and the Group's sustainability credentials.

Governance

The Board is aware of its duty under Section 172(1) of the Companies Act 2006 to promote the success of the Company for the benefit of members as a whole. The Group's stakeholder engagement activities help to inform the Board's decisions, by ensuring the Directors are aware of stakeholders' interests. The Board takes a long-term view in reaching key decisions, and, when taking decisions, the Board looks to act in the interests of stakeholders as a whole and to ensure all stakeholders are fairly treated.

Environment

The environmental impact of the Company's products, facilities, and supply chain are continually assessed by the Board. The group-wide Environmental Policy is part of the group sustainability strategy and supports the achievement of the group sustainability targets.

Energy management is a core component of our sustainability strategy. In the glass production process, melting accounts for a significant proportion of the total energy consumption. Furnace rebuilds, preventative maintenance, waste heat recovery, air and batch preheating, operational excellence programmes, cullet content increase, and continuous emission monitoring are some of the measures that we have taken to improve the energy efficiency of our glass melting process.

Energy usage and greenhouse gas emissions

Disclosures are made below of the company's energy usage and greenhouse gas emissions in line with the requirements of the government's Streamlined Energy and Carbon Reporting, effective 1 April 2019. The year ending 31 December 2020 is the first year of reporting, no comparative information was disclosed in the previous year's accounts.

Energy consumption is measured in kilowatt-hours (kWh) and consists of the following:

- Electricity purchased by the company for its own use, including for the purposes of transport;
- Gas usage from stationary or mobile activities for which the company is responsible; and
- Consumption of fuel for the purposes of transport where the company is responsible for purchasing fuel, including business travel in personal and company vehicles.

Strategic Report for the year ended 31 December 2020 (continued)

Greenhouse gas emissions are measured in tonnes of carbon-dioxide equivalent (tCO2e).

We have followed the 2019 UK Government environmental reporting guidance, and we have used the 2020 UK Government's Conversion Factors for Company Reporting in determining the energy consumption and greenhouse gas emissions.

	2020
Energy consumption in kWh used to calculate emissions	1,914,936,180
Emissions from purchased electricity (tCO2e)	-
Emissions from combustion of gas (tCO2e)	291,738
Emissions from combustion of fuel for transport purposes (tCO2e)	83,782
Total emissions (tCO2e)	375,520
Intensity ratio: tCO2e per £1m revenue	1,072.70

In a bid to become more energy efficient, a number of energy projects across the UK sites have been completed during Q4 2020 and Q1 2021.

Culture and values

Culture, values and standards underpin how the Company creates and sustains value over the longer term, and are key elements of how it maintains a reputation for high standards of business conduct. They also guide and assist in decision-making, and thereby help promote the Company's success, recognising, amongst other things, the likely consequences of any decision in the long term and wider stakeholder considerations. The Board sets the values and standards, required of all employees, through the Company's Code of Conduct.

Approved by and signed on behalf of the Board

J Clarke
Director
28 September 2021

Ardagh Glass Limited

Directors' Report for the year ended 31 December 2020

Directors

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

M Rozmus
M M Dick
D Matthews
J Clarke
J M Petersson
S M Santon

Future developments

Demand for Ardagh Glass Limited's products remains strong. The company will continue to invest in world class manufacturing facilities and the business again expects to operate at full capacity in 2021.

Dividends

The Directors do not recommend the payment of a dividend (2019: £nil).

Political and charitable donations

Charitable donations totalling *£116,105 (2019: £5,000)* were made to local and national charities. The Company made no political donations during 2020 (2019: £nil).

Research and development

The Company recognised £585,000 (2019: £549,000) as an expense in the year, in relation to research and development. The Company participates in research and development activities in conjunction with its fellow undertakings in the group.

Employees

The group is committed to employment policies which follow best practice, based on equal opportunities for all employees, irrespective of gender, race, colour, disability or marital status. The group gives full and fair consideration to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the group. If members of staff become disabled the group continues employment, either in the same or an alternative position, with appropriate retraining being given if necessary.

The group systematically provides employees with information on matters of concern to them, consulting them or their representatives regularly, so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the group is encouraged, as achieving a common awareness on the part of all employees of the financial and economic factors affecting the group plays a major role in maintaining its position in the market. The group encourages the involvement of employees by means of consultative procedures enabling management and other employees to discuss matters of mutual interest, including health and safety. Through these procedures, departmental channels and the group newspaper, employees are kept informed about the company's activities.

Directors' Report for the year ended 31 December 2020 (continued)

Directors' indemnity

The Company has entered into indemnity arrangements for the benefit of all its directors in relation to certain losses and liabilities which they may incur to third parties in the course of acting as directors of the company and in compliance with the requirements of the Companies Act 2006. This qualifying third party indemnity provision was in force during the financial year and at the date of approval of these financial statements.

Financial risk management

An overview of the Company's financial risk management is provided in the principal risks section within the Strategic Report above.

Statement of directors' responsibilities in respect of the financial statements

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 also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for 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.

Directors' confirmations
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.

Directors' duties

The board of directors of Ardagh Glass Limited consider, both individually and together, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Act) in the decisions taken during the year ended 31 December 2020.

Directors are regularly briefed on their duties and they can access professional advice on these, either from the Company Secretary or, if they judge it necessary, from an independent adviser. Please see the "Section 172(1) statement" section within the Strategic Report for a summary of how the Directors fulfilled their duties.

Stakeholder engagement

Engagement with employees and other stakeholders is summarised in the "Section 172(1) Statement" section within the Strategic Report.

COVID-19

The outbreak of the COVID-19 pandemic and accordingly the measures to prevent its spread, including restrictions on travel, imposition of quarantines and prolonged closures of workplaces and other businesses, which ultimately resulted in several lockdowns, did not significantly impact the Company's ability to operate its business, and there were no significant disruptions to the Company's supply chain and workforce. For 2021, we expect no change.

Going concern

The Company meets its day-to-day working capital requirements through access to funds as part of the Ardagh Group's cash pooling arrangement that is administered through Ardagh Treasury Limited, a fellow group company, which acts as an internal bank for Ardagh Group S.A. subsidiaries. Under the cash pooling arrangements, there is no cash held by the Company - all balances are 'swept' to Ardagh Treasury Limited at the end of business on each day. The Company is wholly dependent on this cash pooling arrangement for access to the cash flows necessary for the day-to-day running of the company and to support the going concern assertion.

The Board has formed the judgment that there is a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future. In assessing whether the going concern assumption is appropriate, the Board has taken into account all available information about a period of at least 12 months from the date of approval of the financial statements.

In particular, the Board has considered the impact of COVID-19 and measures to prevent its spread imposed by the Government. In arriving at its conclusion, the Board has taken account of the Company's current and anticipated trading performance, together with current and anticipated levels of cash and net debt. This has informed the Board's judgement that it is appropriate to prepare the financial statements on a going concern basis.

Furthermore, the Board believes that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company, Ardagh Group S.A.

Independent auditors

An elective resolution has been passed to maintain PricewaterhouseCoopers LLP as auditors until such time as the Board decides otherwise.

Ardagh Glass Limited

Directors' Report for the year ended 31 December 2020 (continued)

Post balance sheet events

Cyber Security Incident

On May 17, 2021, the Group announced that it had experienced a cyber security incident, the response to which included pro-actively shutting down certain IT systems and applications used by the business. Key systems have now been brought back online securely, in a phased manner and in line with our plan. Production at all of our manufacturing facilities continued to operate throughout this period, though we experienced some shipping delays as a result of this incident.

While investigation of the incident is ongoing, we have already taken various steps, including engaging leading industry specialists to conduct a forensic investigation of our systems and introducing additional protection tools across our network to further enhance the security of our IT systems. We believe that our existing information technology control environment is appropriately robust and consistent with industry standards. In addition to addressing any findings from these investigations and assessments, we are reviewing our information technology roadmap and accelerating planned IT investments to further improve the effectiveness of our information security.

On behalf of the Board

J Clarke
Director
28 September 2021

Ardagh Glass Limited

Independent Auditors' Report to the Members of Ardagh Glass Limited

Report on the audit of the financial statements

Opinion

In our opinion, Ardagh Glass Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 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, comprising 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 balance sheet as at 31 December 2020; the Profit and Loss Account, the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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

Independence

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

Conclusions relating to going concern

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

Independent Auditors' Report to the Members of Ardagh Glass Limited (continued)

Reporting on other information (continued)

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 31 December 2020 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 statement of directors' responsibilities in respect of the financial statements, 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 UK tax legislation, 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 journal entries to manipulate financial performance and bias within management's estimates and assumptions. Audit procedures performed by the engagement team included:

- enquiring with management and those charged with governance to understand the relevant laws and regulations applicable to the company, and their assessment of fraud related risks;
- identifying and testing journal entries using a risk-based targeting approach for unexpected account combinations, unusual users posting journals or unusual words in the journal description;
- reviewing financial statement disclosures and testing to supporting documentation where appropriate to assess compliance with applicable laws and regulations; and
- challenging assumptions and judgements made by management in determining significant accounting estimates (because of the risk of management bias), including accruals and provisions.

Independent Auditors' Report to the Members of Ardagh Glass Limited (continued)

Responsibilities for the financial statements and the audit (continued)

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

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.

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.

Rebecca Gissing (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Leeds
28 September 2021

Ardagh Glass Limited

Profit and Loss Account for the year ended 31 December 2020

	Note	2020 £'000	2019 £'000
Turnover	2	**350,070**	364,601
Cost of sales		**(279,550)**	(284,842)
Gross profit		**70,520**	79,759
Administrative expenses		**(21,729)**	(19,322)
Operating profit	3	**48,791**	60,437
Analysed as			
EBITDA		**74,138**	87,461
Depreciation	3	**(27,541)**	(27,244)
Amortisation of government grants	3	**220**	220
Exceptional Costs	3	**1,974**	-
Operating profit	3	**48,791**	60,437
Interest receivable and similar income	4	**5,766**	4,638
Interest payable and similar expenses	4	**(5,468)**	(6,809)
Profit on ordinary activities before taxation		**49,089**	58,266
Tax on profit on ordinary activities	5	**(8,764)**	(10,151)
Profit for the financial year		**40,325**	48,115

All of the results in 2020 and 2019 relate to those of continuing operations.

EBITDA is defined as earnings generated from glass manufacture and distribution operations before interest, tax depreciation, amortisation and royalties.

The notes on pages 17 to 35 are an integral part of these financial statements.

Ardagh Glass Limited
Registered number: 00567801

Ardagh Glass Limited

Statement of Comprehensive Income for the year ended 31 December 2020

	Note	2020 £'000	2019 £'000
Profit for the financial year		**40,325**	48,115
Other comprehensive income **Items that will not be reclassified to profit or loss:**			
Remeasurements of post-employment benefit obligations	16	**(1,532)**	(30,151)
Deferred tax on remeasurements of post-employment benefit obligations	12	**4,315**	5,126
Other comprehensive income/(expense) for the year, net of tax		**2,783**	(25,025)
Total comprehensive income the year		**43,108**	23,090

Cumulative remeasurement losses on the pension scheme amount to £186,931,000 (2019: £185,399,000), recognised directly in the Statement of Comprehensive Income.

The notes on pages 17 to 35 are an integral part of these financial statements.

Ardagh Glass Limited

Balance Sheet as at 31 December 2020

	Note	2020 £'000	* Restated 2019 £'000
Fixed assets			
Tangible assets	6	**157,800**	158,962
Deferred tax asset	12	**38,275**	37,175
		196,075	196,137
Current assets			
Cash at bank and in hand	7	**63,734**	63,048
Debtors	8	**429,600**	400,893
Stock	9	**63,494**	72,773
		556,828	536,714
Creditors – amounts falling due within one year	10	**(206,917)**	(212,504)
Net current assets/(liabilities)		**1,694**	(19,984)
Total assets less current liabilities		**545,986**	520,347
Creditors – amounts falling due after more than one year	11	**(17,376)**	(18,766)
Provisions for liabilities			
Deferred tax liabilities	12	**(6,750)**	(5,605)
Provisions for other liabilities and charges	13	**(579)**	(579)
		(24,705)	(24,950)
Net assets excluding retirement benefit obligations		**521,281**	495,397
Retirement benefit obligations	16	**(201,451)**	(218,675)
Net assets		**319,830**	276,722
Capital and reserves			
Called up share capital	14	**23,243**	23,243
Share premium account		**6,264**	6,264
Profit and loss account		**290,323**	247,215
Total shareholders' funds		**319,830**	276,722

* Please refer to note 22 for details of the restatement to comparative balances.

The notes on pages 17 to 35 are an integral part of these financial statements

The financial statements of Ardagh Glass Limited (registered number: 00567801) on pages 13 to 35 were approved by the Board of Directors on 28 September 2021 and were signed on its behalf by:

J Clarke
Director

Ardagh Glass Limited

Statement of Changes in Equity for the year ended 31 December 2020

	Called up share capital	Share premium account	Profit and loss account	Total shareholders' funds
	£'000	£'000	£'000	£'000
At 1 January 2019	**23,243**	**6,264**	**224,125**	**253,632**
Profit for the financial year	-	-	48,115	48,115
Actuarial loss on retirement benefit obligation	-	-	(30,151)	(30,151)
Deferred tax on actuarial loss on retirement benefit obligation	-	-	5,126	5,126
At 31 December 2019	**23,243**	**6,264**	**247,215**	**276,722**
At 1 January 2020	**23,243**	**6,264**	**247,215**	**276,722**
Profit for the financial year	-	-	40,325	40,325
Actuarial loss on retirement benefit obligation	-	-	(1,532)	(1,532)
Deferred tax on actuarial loss on retirement benefit obligation	-	-	4,315	4,315
At 31 December 2020	**23,243**	**6,264**	**290,323**	**319,830**

The notes on pages 17 to 35 are an integral part of these financial statements

Ardagh Glass Limited

Notes to the Financial Statements for the year ended 31 December 2020

1 Principal accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. These financial statements were prepared on a going concern basis.

Basis of preparation

These financial statements have been prepared in accordance with United Kingdom Accounting Standards, in particular, Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and the Companies Act 2006 (the Act) as appropriate to companies using FRS 101. FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS. The Company is a private company limited by shares.

The Company is a qualifying entity for the purposes of FRS 101. Note 20 gives details of the company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

The disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:
- Statement of cash flows (IAS 1.10(d))
- Capital risk management (IAS 1.134-136)
- Related party transactions (IAS 24)
- Financial instruments (IFRS 7)
- Accounting policies issued but not yet effective (IAS 8.30-31)

The financial statements have been prepared under the historical cost convention. A summary of the accounting policies is set out below.

The preparation of financial statements in conformity with FRS 101 requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. The key accounting policies for Ardagh Glass Limited pertain primarily to turnover recognition, pensions and provisions which are described in further detail below.

The Company is a wholly-owned subsidiary of Ardagh Group S.A. and is included in the consolidated financial statements of Ardagh Group S.A. which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006.

Critical accounting estimates, assumptions and judgments

The preparation of financial information in conformity with IFRS requires the use of critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities, and income and expenses. It also requires management to exercise judgment in the process of applying accounting policies. These estimates, assumptions and judgments are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances and are subject to continual re-evaluation. However, actual outcomes may differ from these estimates. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are set out below.

Critical accounting estimates and assumptions: Lease term

Several lease agreements include renewal and termination options. The Company assesses all facts and circumstances that create an economic incentive to exercise a renewal option, or not exercise a termination option. Renewal options (or periods after termination options) are only included in the lease term if the conclusion is that the lease is reasonably certain to be renewed (or not terminated). The lease term is reassessed if an option is actually exercised (or not exercised) or the Company becomes obliged to exercise (or not exercise) it. The assessment of

1 Principal accounting policies (continued)

Critical accounting estimates and assumptions: Lease term (continued)

reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Company.

Critical judgements in applying the Company's accounting policies: Measurement of employee benefit obligations

The Company follows guidance of IAS 19 to determine the present value of its obligations to current and past employees in respect of defined benefit pension obligations. The Company values its liabilities, with the assistance of professional actuaries, to ensure consistency in the quality of the key assumptions underlying the valuations. The critical assumptions and estimates applied are discussed in detail in Note 16.

Recent accounting pronouncements

The impact of new standards, amendments to existing standards and interpretations issued and effective for annual periods beginning on or after 1 January 2020 have been assessed by the Directors and, no new standards or amendments to existing standards effective 1 January 2020 are currently relevant for the Company. The Directors' assessment of the impact of new standards, which are not yet effective and which have not been early adopted by the Company, on the financial statements and disclosures is on-going.

Turnover

Turnover represents amounts receivable for goods and supplies invoiced to the UK and overseas. Turnover is recognised when control of goods and supplies has transferred to the customer. The Company recognises turnover when control passes to the customer, predominantly on dispatch of the goods, net of any related customer rebates, cash discounts and value added taxes. Turnover is recognised based on prices specified in contracts with customers.

The Company usually enters into framework agreements with its customers, which establish the terms under which individual orders to purchase goods or services may be placed. As the framework agreements do not identify each party's rights regarding the goods or services to be transferred, they do not create enforceable rights and obligations on a standalone basis. Therefore, the Company has concluded that only individual purchase orders create enforceable rights and obligations and meet the definition of a contract in IFRS 15. The individual purchase orders have, in general, a duration of one year or less and, as such, the Company does not disclose any information about remaining performance obligations under these contracts. The Company's payment terms are in line with customary business practice, which can vary by customer and region. The Company has availed of the practical expedient from considering the existence of a significant financing component as, based on past experience, we expect that, at contract inception, the period between when a promised good is transferred to the customer and when the customer pays for that good will be one year or less.

Leases

The determination of whether an arrangement is, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets, and the arrangement conveys a right to use the asset.

Until 31 December 2018, leases of property, plant and equipment were classified as either finance leases or operating leases. Following the implementation of IFRS 16 'Leases', effective 1 January 2019, all leases are classified as finance leases, except for those with a lease term shorter than 12 months.

At the lease commencement date or the effective date of a lease modification, the Company recognises a lease liability as the present value of expected future lease payments, discounted at the Company's incremental borrowing rate unless the rate implicit in the lease is readily determinable, excluding any amounts which are variable based on the usage of the underlying asset and a right-of-use asset generally at the same amount plus any directly attributable costs. The Company combines lease and non-lease components and accounts for them as a single lease component. Extension options or periods after termination options are considered by management if it is reasonably certain that the lease will be extended or not terminated.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

1 Principal accounting policies (continued)

Tangible assets

Property, plant and equipment (excluding right-of-use assets) is carried at cost less accumulated depreciation and impairment losses. Cost represents the original purchase price of the asset and any costs attributable to bringing the asset to its working condition for its intended use. No provision is made for depreciation on freehold land. Depreciation is calculated so as to write off the cost less estimated residual value of assets on a straight line basis over the expected useful economic lives, commencing when the assets are first brought into use.

The principal annual rates used for this purpose are:

Freehold buildings	50 years
Plant, machinery and equipment	3 - 20 years
Equipment and vehicles	3 – 10 years
Moulds	1 – 3 years
Pallets	5 years
Assets under construction	Not depreciated until brought into use and reclassified into one of the classes above

The Company presents right-of-use assets within the same financial statement line item as the corresponding underlying assets would be presented if they were owned and depreciates the same over the expected lease term.

The residual values and the remaining useful economic lives are reviewed on an annual basis.

Assets are tested for impairment wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

Stock

Stock and work in progress are valued at the lower of cost and net realisable value.

Costs include expenditure which is incurred in the normal course of business in bringing the product to its present location and condition and a due proportion of labour and overhead expenses. Net realisable value is the estimated selling price less all further costs to completion and estimated selling costs.

Provision is made for obsolete, slow moving and defective stock.

Cash at bank and in hand

Cash at bank and in hand comprise deposits with banks and bank and cash balances. In the Balance Sheet, bank overdrafts are included in borrowings in current liabilities.

Employee benefit costs

The Company accounts for pensions under IAS 19 'Employee Benefits' (revised). In respect of defined benefit plans (pension plans that define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation), obligations are measured at discounted present value whilst plan assets are recorded at fair value. The liability recognised in the Balance Sheet in respect of defined benefit pension plans is the net of the plan obligations and assets. No allowance is made in the past service liability in respect of either the future expenses of running the schemes or for non-service related death in service benefits which may arise in the future. The operating costs of such plans are charged to operating profit and the finance costs are recognised as financial income or an expense as appropriate. Service costs are spread systematically over the lives of employees and financing costs are recognised in the periods in which they arise. Remeasurements are recognised in the Statement of Comprehensive Income. Payments to defined contribution schemes (pension plans under which the Group pays fixed contributions into a separate entity) are charged as an expense as they fall due.

The present value of the pension obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

1 Principal accounting policies (continued)

Employee benefit costs (continued)

The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers the interest rates of high quality (AA rated) bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension liability. Other key assumptions for pension obligations are based in part on current market conditions; additional information is disclosed in note 16.

Current taxation

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred taxation

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Repairs and renewals

All expenditure on repairs and renewals is expensed as incurred.

Interest receivable and payable

Interest receivable and similar income comprises interest income on amounts owing by group companies and net foreign currency translation gains.

Interest payable and similar expenses comprises interest expense on borrowings, finance lease expenses, net foreign currency translation losses, net interest cost of net pension plan liabilities, and other finance expenses.

Share capital

Ordinary shares are classified as equity.

Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Other creditors are measured at amortised cost and are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

1 Principal accounting policies (continued)

Dividends

Dividends are recorded in the financial statements once they have been authorised and the Company is committed to making the payment. Interim dividends are recorded when paid.

Foreign currencies

Foreign currency transactions during the year are translated into sterling at the rates of exchange in force at the time they arise. Both the functional and presentational currency is sterling.

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date. Translation differences are taken to the Profit and Loss Account.

Debtors

Debtors are recognised initially at fair value less provision for impairment. A provision for impairment of a debtor is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the debtor. Debtors are subsequently measured at amortised cost using the effective interest method.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the payment profiles of sales and the corresponding historical credit losses experienced within the same period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. Significant financial difficulties of individual debtors, probability that debtors will enter bankruptcy, and financial reorganisation are also considered when measuring expected credit losses.

The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the Profit and Loss Account within "administrative expenses".

When a debtor is uncollectable, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against "administrative expenses" in the Profit and Loss Account.

Other debtors consist of amounts due from group companies, prepayments, and corporation tax receivable. Other debtors are measured at amortised cost. Other debtors are classified as current assets if payment is due within one year or less. If not, they are presented as non-current assets.

Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are measured at the present value of the expenditure expected to be required to settle the obligation, using a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the obligation.

Exceptional items

Exceptional items are those items which the directors consider necessary to disclose separately for the users of the financial statements to obtain a full understanding of the result for the year.

Borrowings

Costs of borrowing are expensed directly in the Profit and Loss Account.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

1 Principal accounting policies (continued)

Going concern

The Company meets its day-to-day working capital requirements through access to funds as part of the Ardagh Group's cash pooling arrangement that is administered through Ardagh Treasury Limited, a fellow group company, which acts as an internal bank for Ardagh Group S.A subsidiaries. Under the cash pooling arrangements, balances are 'swept' to Ardagh Treasury Limited at the end of business on each day. The Company is wholly dependent on this cash pooling arrangement for access to the cash flows necessary for the day-to-day running of the company and to support the going concern assertion.

The company has sufficient financial resources to minimise the threat of business disruption caused by Covid-19. As a consequence, the Directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook related to the Covid-19 pandemic.

After reviewing the Company's forecasts and projections, together with current and anticipated levels of available liquidity, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date when these financial statements were authorised for issue. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

The financial statements have been prepared on a going concern basis.

2 Turnover

The directors consider that the operations of the Company fall into one business class, being the manufacture of glass containers.

The analysis of turnover by geographical destination is as follows:

	2020	2019
	£'000	£'000
United Kingdom	**289,560**	314,157
Other European Countries	**54,274**	46,357
Rest of the World	**6,236**	4,087
	350,070	364,601

During 2013 the Company entered into a long-term supply contact with a customer. This agreement guarantees the customer a minimum level of supply from the Company from a dedicated production facility at Barnsley commencing January 2014. Prices payable by the customer under the terms of the agreement are calculated on an agreed cumulative free cash flow return per annum for Ardagh Glass Limited, calculated over the 10 years of supply. During 2020 turnover of £27,041,000 (2019: £31,335,000) was recognised in the financial statements under this contract.

Ardagh Glass Limited

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

3 Operating profit

	2020	2019
	£'000	£'000
The following items have been charged/(credited) in arriving at operating profit:		
Employee benefit expenses (note 15)	**77,673**	76,204
Depreciation of property, plant and equipment:		
- owned	**21,204**	20,884
- right of use assets	**6,337**	6,360
Loss on disposal of assets	**71,974**	-
Exceptional Costs: COVID-19 related	**1,974**	-
Government grants released	**(220)**	(220)
Repairs and maintenance costs on property, plant and equipment	**9,213**	10,999
Research and development expenditure	**585**	549
Services provided by the company's auditors:		
- Fees payable for the audit of the Company's and associated companies' financial statements	**146**	100
- Audit related assurance services	**59**	50
- Tax compliance service	**-**	8

4 Interest receivable and similar income and Interest payable and similar expenses

	2020	2019
	£'000	£'000
Interest payable and similar charges:		
Interest payable on bank overdraft and loans	**298**	411
Interest payable on loans from group undertakings	**41**	34
Interest payable on finance leases from third parties	**1,171**	1,294
Other finance costs (note 16)	**3,958**	5,070
	5,468	6,809
Interest receivable and similar income:		
Interest receivable on bank deposits	**-**	(21)
Interest receivable on loans from group undertakings	**(5,711)**	(4,014)
Foreign exchange gain on intercompany loans	**(55)**	(603)
	(5,766)	(4,638)
Net interest (receivable)/payable	**(298)**	2,171

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

5 Tax on profit

Analysis of charge in the year	2020 £'000	2019 £'000
Current tax - continuing operations		
- UK corporation tax on profits of the year	**5,219**	7,566
- Adjustment in respect of prior years	**(815)**	501
Total current tax	**4,404**	8,067
Deferred tax – continuing operations		
- Origination and reversal of timing differences (accelerated capital allowances and other)	**4,409**	3,154
- Adjustment in respect of prior years	**(302)**	(1,070)
-Effect of increased tax rate	**253**	-
Total deferred tax charge	**4,360**	2,084
Total tax charge	**8,764**	10,151

Tax on items credited to equity

Deferred tax credit on actuarial loss in year (note 12)	**(4,315)**	(5,126)

Tax expense for the year is lower (2019: lower) than the standard rate of corporation tax in the UK for the year ended 31 December 2020 of 19% (2019: 19%). The differences are explained below:

	2020 £'000	2019 £'000
Profit on ordinary activities before taxation	**49,089**	58,266
Profit on ordinary activities before taxation multiplied by rate of corporation tax in the UK of 19% (2019: 19%)	**9,327**	11,071
Effects of:		
Non-taxable income	**(42)**	(351)
Non-deductible expenses	**343**	-
Adjustment in respect of prior years – current tax	**(815)**	501
Adjustment in respect of prior years – deferred tax	**(302)**	(1,070)
Deferred tax: effect of the increased tax rate	**253**	-
Total tax charge for the year	**8,764**	10,151

Factors that may affect future tax charge:

Changes to the UK Corporation tax rates were substantively enacted as part of Finance Bill 2015 (on 26 October 2015) and Finance Bill 2016 (on 7 September 2016). These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 17% from 1 April 2020.

The March 2020 Budget cancelled the planned reduction to 17% so the UK statutory tax rate will remain at 19% from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.The March 2021 Budget announced an increase in the UK standard rate of corporation tax to 25% from 1 April 2023. The legislation was not enacted during the period so deferred tax has been calculated using the enacted rate of 19%. If deferred tax was calculated using the 25% rate the net deferred tax asset recognised at the balance sheet date would be increased from £31,525,000 to £41,480,000.

Ardagh Glass Limited

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

6 Tangible Assets

	Freehold land and buildings	Plant machinery and equipment	Equipment and vehicles	Moulds	Pallets	Assets under construction	Total
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Cost							
At 1 January 2020, as reported	101,547	289,590	6,206	22,091	-	9,834	429,268
Additions	6,419	5,864	14	3,974	-	4,264	20,535
Disposals	-	(12,593)	-	(11,886)	-	-	(24,479)
Category transfers	350	8,945	113	-	-	(9,408)	-
Transfer from Stock	-	-	-	-	5,916	-	5,916
At 31 December 2020	**108,316**	**291,806**	**6,333**	**14,179**	**5,916**	**4,690**	**431,240**
Accumulated depreciation							
At 1 January 2020	40,366	208,404	3,513	18,023	-	-	270,306
Charge for the year	6,743	16,400	332	3,770	296	-	27,541
Disposals	-	(12,521)	-	(11,886)	-	-	(24,407)
At 31 December 2020	**47,109**	**212,283**	**3,845**	**9,907**	**296**	**-**	**273,440**
Net book value							
31 December 2020	**61,207**	**79,523**	**2,488**	**4,272**	**5,620**	**4,690**	**157,800**
31 December 2019	61,181	81,186	2,693	4,068	-	9,834	158,962

Included in property, plant and equipment are the following:

(a) Land at £8,345,000 (2019: £8,345,000) on which no depreciation is provided.
(b) Assets amounting to £153,731,000 (2019: £158,548,000) which are fully depreciated but still in use.
(c) Pallets amounting to £5,916,000 have been transferred from stock to fixed assets to align the accounting policy with that of European sister companies.

The net carrying value of right-of-use assets included above are buildings £14,498,000 (2019: £12,931,000), plant and machinery £708,000 (2019: £728,000), and equipment and vehicles £1,393,000 (2019: £2,213,000). Additions to right-of-use assets in the year were buildings £6,367,000 (2019: £1,772,000), plant and machinery £689,000 (2019: £803,000), and equipment and vehicles £7,000 (2019: £510,000). The total cash outflow for leases in the year was £7,738,000 (2019: £8,388,000).

7 Cash at bank and in hand

	2020	2019
	£'000	£'000
Cash at bank and in hand	**63,734**	63,048

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

8 Debtors

	2020	* Restated 2019
	£'000	£'000
Amounts falling due within one year:		
Trade debtors	**33,926**	38,604
Amounts owed by fellow group undertakings	**36,092**	8,065
Amounts owed by parent undertaking	**348,217**	344,194
Intercompany trade receivables	**6,085**	5,595
Prepayments	**1,518**	1,563
Current income tax asset	**3,762**	2,872
	429,600	400,893

* Please refer to note 22 for details of the restatement to comparative balances.

The amounts owed by the parent undertaking are unsecured and with interest payable on £110,920,000 (2019: £110,920,000) at 2.65% (2019: 1.26%) above LIBOR and £237,297,000 (2019: £233,274,000) interest free, neither of which are repayable within twelve months after the year-end.

Amounts owed by fellow group companies include Ardagh Treasury Limited £37,179,000 (2019: £30,491,000) which is unsecured and bears interest at 2.41% and 1.89% (2019: 1.76% and 1.07%) on the Pound Sterling and Euro denominated loans respectively. Each loan has no fixed repayment terms. These are offset by a credit balance of £1,087,000 (2019: £22,426,000), owing to Ardagh Treasury Limited, which is unsecured, bears no interest, and has no fixed repayment terms.

All debtors are stated at fair value with no provision for doubtful debtors (2019: £nil).

9 Stock

	2020	2019
	£'000	£'000
Raw materials & consumables	**4,895**	4,597
Engineering spare	**3,371**	8,577
Ancillary mould equipment	**5,327**	6,131
Finished goods	**49,901**	53,468
	63,494	72,773

Included above are finished goods of £407,000 (2019: £346,000) carried at net realisable value being lower than cost.

Pallets amounting to £5,916,000 have been transferred from stock to fixed assets to align the accounting policy with that of European sister companies.

The Company consumed £70,416,000 (2019: £74,830,000) of raw materials and consumables during the year. The Company recognised £2,031,000 (2019: £925,000) as an expense in the year, in relation to the write down of stock. The Company reversed amounts totalling £804,000 (2019: £266,000) being the reversal of the write down of inventories recognised as an expense in the year due to the stock either being sold or scrapped during the year.

The Company pledged inventory totalling £56,808,000 (2019: £58,694,000) as security for the Ardagh Group S.A. Global Asset Backed Loan Facility.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

10 Creditors - amounts falling due within one year

	2020 £'000	2019 £'000
Amounts falling due within one year:		
Trade creditors	**54,518**	68,751
Amounts owed to fellow group undertakings	**120,914**	117,438
Third party finance leases and interest	**5,755**	4,372
Social security and other taxes	**13,390**	8,311
Pallet deposits	**474**	995
Accruals and deferred income	**11,866**	12,637
	206,917	212,504

Creditors are stated at book value which approximates their fair value. The Company has no derivative financial liabilities.

The amounts owed to group undertakings include amounts owed to the Company's direct parent undertaking totalling £108,083,000 (2019: £108,083,000), with the remainder relating to trading items settled on standard commercial terms. These balances are unsecured, interest free, and have no fixed repayment terms.

11 Creditors - amounts falling due after more than one year

As at 31 December 2020	Between 1-2 years £'000	Between 2-5 years £'000	Over 5 years £'000	Total £'000
Third party finance leases	4,755	4,316	7,282	**16,353**
Deferred income	220	660	143	**1,023**
Total	**4,975**	**4,976**	**7,425**	**17,376**

As at 31 December 2019	Between 1-2 years £'000	Between 2-5 years £'000	Over 5 years £'000	Total £'000
Third party finance leases	3,586	6,447	7,491	**17,524**
Deferred income	220	660	362	**1,242**
Total	**3,806**	**7,107**	**7,853**	**18,766**

The note above analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

12 Deferred tax liabilities and assets

The following are the major deferred tax liabilities and (assets) recognised and movements thereon during the current and prior year. Deferred tax is calculated in full on temporary differences under the liability method using a tax rate of 19% (2019: 17%).

Movement on deferred taxation balance in the year	Capital allowances 2020 £'000	Retirement benefits 2020 £'000	2020 £'000	2019 £'000
At 1 January	5,605	(37,175)	**(31,570)**	(28,528)
Profit and Loss Account (note 5)	1,145	3,215	**4,360**	2,084
Tax charged/(credited) directly to equity	-	(4,315)	**(4,315)**	(5,126)
At 31 December	6,750	(38,275)	**(31,525)**	(31,570)

	2020 £'000	2019 £'000
Deferred tax (assets) on retirement benefit obligations	**(38,275)**	(37,175)
Deferred tax liability on capital allowances in excess of depreciation	**6,750**	5,605
Net deferred tax (asset)	**(31,525)**	(31,570)

13 Provisions for other liabilities and charges

Non-current provisions	Total £'000
At 1 January 2020	579
Utilised in the year	-
At 31 December 2020	**579**

Accrued holiday pay entitlement

The Company has an obligation to pay certain employees accrued holiday entitlements when they leave the Company's employment. The holiday pay obligation has been calculated as at 31 December 2020 and will crystallise as the service lives of the employees concerned come to an end.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

14 Called up share capital

Authorised	2020	2019
	£'000	£'000
24,000,000 (2019: 24,000,000) ordinary shares of £1 each	24,000	24,000

Issued and fully paid	Number of	2020	Number of	2019
At 31 December	shares	£'000	shares	£'000
Ordinary shares of £1 each	23,243,000	23,243	23,243,000	23,243

15 Employees and directors

Employee benefit expenses during the year	2020	2019
	£'000	£'000
Wages and salaries	70,701	69,573
Social security costs	6,972	6,631
	77,673	76,204

Average monthly number of people (including executive directors) employed	2020 Number	2019 Number
Manufacturing	1,326	1,339
Administration & marketing	77	76
	1,403	1,415

Directors	2020	2019
	£'000	£'000
Aggregate emoluments	2,883	3,222
Company contributions to directors' pension	32	12
	2,915	3,234

Aggregate emoluments (including company contributions to directors' pension) for the highest paid director were £1,339,000 (2019: £2,185,000). This includes pension contributions in the year of £0 (2019: £9,000).

Post-employment benefits are accruing for 2 (2019:2) directors under a defined contribution scheme.

16 Retirement benefit obligations

The Company sponsors two sections of a defined benefit pension scheme in the UK – The Rockware Section and the Redfearn Section of the Ardagh (UK) 2017 Pension Scheme. In addition the Company sponsors one defined contribution pension scheme – The Ardagh DC Pension Scheme. The assets of the schemes are held separately from those of the Company, being invested with professional investment managers.

A full actuarial valuation of the Rockware Section and the Redfearn Section was carried out as at 5 April 2018 by a qualified independent actuary. These valuations were updated by an actuary to reflect the pension scheme assets and liabilities as at 31 December 2020.

The Rockware Section closed to future accrual with effect from 31 March 2013 and all active members at that date became deferred members. The Redfearn Section closed to future accrual from 30 September 2015 and all active members at that date became deferred members.

Notes to the Financial statements for the year ended 31 December 2020 (continued)

16 Retirement benefit obligations (continued)

The assets and liabilities within each section continues to be held and managed separately by the Trustee company.

As at 31 December 2020, the plans had nil active members, 1,240 (2019: 1,240) deferred members and 815 (2019: 815) pensioners (including dependents).

The weighted average duration of the liabilities in Ardagh Glass Limited's defined benefit pension plans is 21 years (2019: 21 years).

Pension costs for defined contribution schemes are as follows:

	2020	2019
	£'000	£'000
Defined contribution schemes	**3,956**	3,779

The Company expects to contribute £4,000,000 to the group pension scheme in 2021 (2020: £3,605,000).

In calculating the liabilities of the defined benefit scheme, the following financial assumptions have been used:

	2020	2019
Discount rate	**1.45%**	2.10%
RPI	**2.75%**	2.90%
Pension-in payment increases	**2.25%**	2.35%
Post retirement mortality assumption	**S2PA-H table**	S2PA-H table
Life expectancy of current pensioners	**19.6**	19.9
Life expectancy of future pensioners	**20.7**	21.4

(1) These are updated versions of the S2PA-H standard mortality tables to allow for more recent mortality experience. The standard table has been projected forward in line with the medium cohort projection from 2000 onwards based on each member's year of birth.

The sensitivities of the scheme are as follows:

- If the discount rate were to decrease by 50 basis points from management estimates, the carrying amount of the pension obligations would increase by an estimated £45.5 million (2019: £43 million). If the discount rate were to increase by 50 basis points, the carrying amount of the pension obligations would decrease by an estimated £39.8 million (2019: £38 million).
- If the inflation rate were to decrease by 50 basis points from management estimates, the carrying amount of the pension obligations would decrease by an estimated £26.9 million (2019: £25 million). If the inflation rate were to increase by 50 basis points, the carrying amount of the pension obligations would increase by an estimated £30.1 million (2019: £29 million).
- If life expectancy were to decrease by one year from management estimates, the carrying amount of the pension obligations would increase by an estimated £16.6 million (2019: £15 million).

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

16 Retirement benefit obligations (continued)

The major categories of assets as a percentage of total plan assets are as follows:

	2020		2019	
Asset category	**%**	**£'000**	%	£'000
Equities and hedge funds	**37.8%**	**89,099**	39.5%	80,836
Investment funds	**24.0%**	**56,617**	36.4%	74,573
Bonds	**22.1%**	**51,959**	16.9%	34,601
Others	**3.6%**	**8,370**	4.3%	8,695
Cash	**12.5%**	**29,392**	2.9%	5,961
Total	**100%**	**235,437**	100%	204,666

The amounts recognised in the Balance Sheet are determined as follows:

	2020	2019
	£'000	£'000
Fair value of plan assets	**235,437**	204,666
Present value of defined benefit obligation	**(436,888)**	(423,341)
Liability in the balance sheet	**(201,451)**	(218,675)

The amounts recognised in the Profit and Loss Account are as follows:

	2020	2019
	£'000	£'000
Interest on defined benefit obligation	**7,932**	9,817
Interest on defined benefit asset	**(3,974)**	(4,747)
Total included within the Profit and Loss Account (note 4)	**3,958**	5,070

The total charge is included in administrative expenses and cost of sales.

Change in the defined benefit obligation:

	2020	2019
	£'000	£'000
Present value of defined benefit obligation at start of year	**423,341**	383,696
Interest cost	**7,932**	9,817
Remeasurement (gain)/loss – changes in demographic assumptions	**(17,493)**	1,059
Remeasurement loss – changes in financial assumptions	**50,648**	48,764
Remeasurement (gain)/loss – changes in experience	**(7,975)**	1,007
Benefit payments	**(19,565)**	(21,002)
Present value of defined benefit obligation at end of year	**436,888**	423,341

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

16 Retirement benefit obligations (continued)

Change in plan assets:

	2020 £'000	2019 £'000
Fair value of plan assets at start of year	**204,666**	182,899
Interest income	**3,974**	4,747
Remeasurement (loss)/gain – return on plan assets	**23,648**	20,679
Benefits payments	**(19,565)**	(21,002)
Employer contributions	**22,714**	17,343
Fair value of plan assets at end of year	**235,437**	204,666

Amount recognised in the Statement of Comprehensive Income:

	2020 £'000	2019 £'000
Remeasurement loss on defined benefit obligation	**(25,180)**	(50,830)
Remeasurement gain on plan assets	**23,648**	20,679
Remeasurement loss	**(1,532)**	(30,151)
Deferred tax on remeasurements	**4,315**	5,126
Net remeasurement gain/(loss)in the Statement of Comprehensive Income	**2,783**	(25,025)

The history of experience losses/(gains):

	2020	2019
Experience gains on plan assets (£'000)	**23,648**	20,679
Percentage of plan assets	**10.04%**	10.10%
Experience losses on plan obligation (£'000)	**25,180**	50,830
Percentage of plan obligation	**5.76%**	12.00%
Fair value of plan assets (£'000)	**235,437**	204,666
Present value of plan obligation (£'000)	**(436,888)**	(423,341)
Net deficit (£'000)	**(201,451)**	(218,675)

During 2021 the company has agreed with the scheme's trustees to make a contribution to the scheme of £19,440,000 (2020: £20,680,000).

The liabilities of the scheme are gradually settled over time until all members have left. As per the wind-up rule, any remaining assets must be distributed to the companies in the scheme.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

17 Contingent liabilities

The Company has an ongoing obligation to provide death benefits to former employees, who have been made redundant, as part of their severance packages.

The benefits provided are payable if the employee dies during a specific period after being made redundant:

- If the employee was within ten years of normal retirement age at the age of redundancy, taken to be 65, up to the normal retirement age; or
- For one year.

The amount of the death benefit payable is two times the employee's salary at the date of redundancy.
The directors intend to take out annual insurance cover to meet any future liabilities in this respect and have already taken out life assurance for the year ending 31 December 2020. In the event that these obligations are not insured in the future, the Company's total contingent liability in this respect at 31 December is as follows:

	2020 £'000	2019 £'000
Within one year	**73**	29
Within two to three years	**207**	280
Within three to five years	**415**	208
After 5 years	**116**	324
	811	841

The above liability will either crystallise or lapse over the next six years.

Charges and guarantees

Ardagh Glass Limited is a joint guarantor on a senior secured basis for the senior secured debt of Ardagh Group S.A., an intermediate parent of the Company, to a maximum amount of $3,423 million. As at 31 December 2020, Ardagh Group S.A. had $3,423 million of senior secured debt outstanding ($700 million 5.250% Senior Secured Notes due 2025, $1,215 million 4.125% Senior Secured Notes due 2026, €439 million 2.125% Senior Secured Notes due 2026 and €790 million 2.125% Senior Secured Notes due 2026). The Senior Secured debt is guaranteed on a senior basis by Ardagh Group S.A.

Ardagh Glass Limited is a joint guarantor on a senior subordinated basis for the senior debt of Ardagh Group S.A., an intermediate parent of the Company, to a maximum amount of $3,172 million. As at 31 December 2020, Ardagh Group S.A. had $3,172 million of Senior debt outstanding (£400 million 4.750% Senior Notes due 2027, $800 million 6.000% Senior Notes due 2025, $800 million 5.250% Senior Notes due 2027 and $1,000 million 5.250% Senior Notes due 2027). The Senior debt is guaranteed on a senior basis by Ardagh Group S.A.

The Directors do not expect a loss to arise as a result of the above guarantee.

18 Capital and other financial commitments

	2020 £'000	2019 £'000
Contracts placed for future capital expenditure not provided in the financial statements	5,714	1,474

The Company holds a HMRC duty deferment guarantee with Citibank NA for the value of £50,000 (2019: £50,000).

19 Dividends

There were no dividends paid or authorised during 2020 (2019: £nil and £nil). The Directors do not propose a final dividend (2019: £nil).

20 Ultimate parent undertaking company and controlling party

Ardagh Group S.A., a company registered in Luxembourg is the Company's ultimate parent undertaking and controlling party. Copies of Ardagh Group S.A.'s consolidated financial statements can be obtained from the Company Secretary, 56, rue Charles Martel, L-2134 Luxembourg.

Ardagh Group S.A. is the parent undertaking of the smallest and largest group of which Ardagh Glass Limited is a member and for which group financial statements are drawn up.

Ardagh Glass (UK) Limited, incorporated in Great Britain, is the intermediate parent company. Copies of the financial statements can be obtained from Companies House.

21 Subsidiary holdings

Details of the Company's holdings in subsidiary undertakings are shown below:

Name of company	% held	Country of incorporation or registration	Nature of business
Ardagh Services (UK) Limited*	100%	England and Wales	Non-trading company

*Investment value £1 (2019: £1)

The registered office of the company above is Headlands Lane, Knottingley, West Yorkshire, WF11 0HP.

22 Prior year restatement

During the current year it was identified that amounts owed by parent undertakings were incorrectly classified. This has been corrected retrospectively and has resulted in the following changes to the comparative balances as at 31 December 2019:

- Amounts owed by parent undertakings falling due after more than one year reduced by £344,194,000 and
- Amounts owed by parent undertakings falling less than one year increased by £344,194,000

The effect on net assets and retained earnings as at 1 January 2019 as a result of this correction was £nil.

Notes to the Financial Statements for the year ended 31 December 2020 (continued)

23 Subsequent events

Cyber Security Incident

On May 17, 2021, the Group announced that it had experienced a cyber security incident, the response to which included pro-actively shutting down certain IT systems and applications used by the business. Key systems have now been brought back online securely, in a phased manner and in line with our plan. Production at all of our manufacturing facilities continued to operate throughout this period, though we experienced some shipping delays as a result of this incident.

While investigation of the incident is ongoing, we have already taken various steps, including engaging leading industry specialists to conduct a forensic investigation of our systems and introducing additional protection tools across our network to further enhance the security of our IT systems. We believe that our existing information technology control environment is appropriately robust and consistent with industry standards. In addition to addressing any findings from these investigations and assessments, we are reviewing our information technology roadmap and accelerating planned IT investments to further improve the effectiveness of our information security.