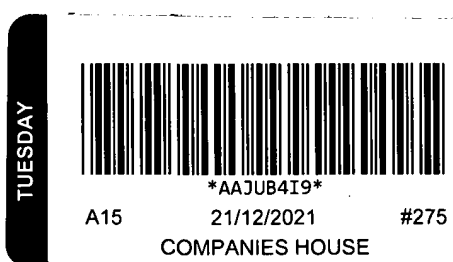


Registered No: 1164085

Hoyer Gas & Petroleum Logistics Limited
(formerly Hoyer Petrolog UK Limited)

Reports and Financial Statements

31 December 2020



Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Directors

A Davison	Managing Director
M Binns	(resigned 1 January 2021)
M Linney	
O Nast	(resigned 1 January 2021)
B Schniederkotter	(resigned 18 January 2021)
J Lawrence	(appointed 1 January 2021)
N Blenkinsop	(appointed 31 January 2021)

Secretary

M Linney

Auditors

Ernst & Young LLP
1 Bridgewater Place
Water Lane
Leeds
LS11 5QR

Bankers

Skandinaviska Enskilda Banken
One Carter Lane
London
EC4V 5AN

Solicitors

Weightmans LLP
Westgate Point
Westgate
Leeds
LS1 2AX

Registered Office

517 Leeds Road
Huddersfield
HD2 1YJ

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Strategic Report

The directors present their strategic report for the year ended 31 December 2020.

Principal activities and review of the business

The principal activity of the company was that of domestic transportation of bulk liquids in the petroleum industry.

The company's key financial and other performance indicators during the year were as follows:-

	2020 £000	2019 £000	Change
Turnover	118,504	141,250	(16%)
Operating (loss) / profit	(1,892)	3,243	(158%)
(Loss) / Profit before tax	(1,496)	4,131	(136%)
Total Comprehensive (Loss) / Income for the year	(4,522)	2,767	(263%)
Average number of employees from continued operations			
- administration	211	204	3%
- drivers and production	1,111	1,051	6%

2020 like for like sales volume was significantly reduced compared to 2019, despite winning significant new business in our retail fuels sub-sector that increased our administration and production costs. The regional and national lockdowns enforced as a result of the COVID-19 pandemic significantly impacted the retail and aviation fuels businesses, which together represents approximately 85% of our turnover. The bitumen and heavy fuel oils business, representing the remaining 15%, was relatively unaffected after the initial phase of the 1st lockdown in March and April.

As a result of these significant volume declines, as well as our decision to top up furlough payments to all our colleagues when we asked them to go on furlough to 100% of basic pay, the business made a significant trading loss of £4.52m in the year. This position was further worsened by an increased cost assessment of future pension liabilities amounting to £3.1m for a group of employees who enjoy guaranteed benefits at retirement contained in their employment contract arrangements.

The UK petroleum market remains a challenging, turbulent and high-risk operating environment, something which has only been exacerbated by the recent pandemic. These risks are further enhanced by Hoyer taking on logistics management responsibility for the large majority of the volumes we transport and deliver, leaving us exposed to sudden reductions in volumes, howsoever caused. Bitumen volumes, however, have proven to be far more resilient.

Principal Risks and Uncertainties

The principal risks and uncertainties facing the company are broadly grouped as competitive, regulatory, health, safety and environmental and financial risks. Brexit and Covid-19 continue to be risks and cause uncertainty in the short term.

Competitive Risks

The company is reliant on certain major contracts which are subject to periodic competitive tender. Renewal of these contracts is dependent on safety, financial and other performance criteria. We have increased the volume of full service delivery which places greater responsibility for managing customer stocks while controlling our own costs. Contract performance is monitored on an ongoing basis to ensure that actions are continually taken to maximise performance and customer satisfaction.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Strategic Report (continued)

Regulatory

The company is required to hold a Department of Transport Operators Licence for each of the geographical locations from which its commercial vehicles are operated. It is a key requirement in holding these licences that the company demonstrates on an on-going basis that all of its commercial vehicles are properly managed and maintained. The company takes active steps to ensure compliance with dedicated teams, systems and processes.

Health, Safety and Environmental Risks

Through its operations the company is involved in hazardous activities. It is therefore vital for the integrity of those operations that health, safety and environmental risks are minimised and this is achieved by having effective risk control processes in place which are continually monitored and managed. These processes and the company's health, safety and environmental performance are communicated to all stakeholders.

Excellent performance in this area is critical to the company's ability to win and retain contracts with its customer base and remain a main player in the petroleum distribution marketplace.

Financial

The company has established procedures to protect itself from financial risks. Cash liquidity risk is managed by daily cash flow forecasting and the use of credit facilities.

The company uses forward foreign exchange contracts to reduce exposure to the variability of foreign exchange rates although no such contracts were outstanding at the year end.

Credit risk is minimised by only granting credit terms to customers who can demonstrate adequate financial strength and by taking appropriate management action to collect overdue debts. The majority of the companies turnover is derived from large 'blue chip' companies.

Covid-19

The ongoing Covid-19 global pandemic presents uncertainty for the immediate future, particularly relating to demand for retail and aviation fuels volumes. The outlook for 2021 is beginning to look more positive following the successful vaccination rollout in the UK and the ongoing progress of the government's plan to 'unlock' and reduce restrictions.

The impact of the Covid pandemic was managed and mitigated to an extent throughout 2020 as the company made use of the government furlough and flexible furlough scheme. The company also worked with suppliers, unions and colleagues to adjust the cost base to reflect the reduced levels of activity on UK roads and the associated reduction in demand for our services. Entering 2021 the company is more experienced and better placed to adapt flexibly to the rapidly changing economic environment.

The company also benefits from being part of a large worldwide group, operating in more than 100 countries across the globe and in a variety of industry sectors. The company has the ability to participate in Group treasury arrangements and has the ability to access these pooled financial resources.

Brexit

The company does not engage in import/export activity and has the vast majority of revenues and costs denominated in GBP and therefore is not exposed to direct risks from Brexit. However the company is exposed indirectly to the effects of Brexit, particularly to the impact to the wider UK economy which can impact on consumer confidence and the potential to affect volumes of fuel. In Q3 of 2021 the company has begun to experience difficulties recruiting and retaining sufficient HGV drivers as a result of a number of factors including Covid-19, Brexit and tax changes. This has added to the pressure faced in the UK supply chain, including in the fuels distribution sector.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Strategic Report (continued)

This risk is managed through managements normal operating processes of demand forecasting and planning, combined with the ability to flex capacity through our own workforce, agency and subcontractors.

Directors' section 172 statements

The following sections serve as our section 172 statement. Section 172 of the Companies Act 2006 requires directors of a company to act in a way that he or she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. This includes considering the wider consequences of decisions in the long term and considering the interests of both shareholders and other stakeholders. The directors recognise the need to act fairly between different stakeholders and balance the differing needs in all decisions.

The Directors are fully aware of their responsibilities to promote the success of the Company in accordance with section 172 of the Companies Act 2006. The Board regularly reviews the business's principal stakeholders and how they can be engaged to promote the success of the company.

The board of directors formally meets every month and is comprised of the 4 statutory directors that include the UK Managing Director, Operations Director, Finance Director and HR Director. Other colleagues are invited to attend depending on the matter under discussion.

In addition to regular board meetings the board members meet with other members of the company's senior leadership team and representatives from the rest of the Hoyer group on a regular basis to communicate and feedback from the wider business and stakeholders. Feedback from all stakeholder groups is incorporated into the decision making of the board to promote long term sustainable success.

The Directors believe that the company can only thrive with the engagement of all our stakeholders and our aim is to always behave in accordance with the company values of Care; Ownership; Adaptability; Respect; and Strive for Excellence in all our interactions with all our stakeholders.

Five critical groups have been identified as key stakeholders:

Stakeholder	Their Interests	How we engage	Key actions and outcomes
Our Colleagues	<ul style="list-style-type: none"> - Health & Safety - Pay and benefits - Development and progression - Pride in their employment 	<ul style="list-style-type: none"> - Director roadshows - Colleague survey - "ask the board" email - Group and UK newsletter - Employee representative at pension governance meetings - Union meetings - Colleague conferences 	<ul style="list-style-type: none"> - Covid safe working environment and new PPE - Multi-year pay awards - Employee development Program - Management development program - Promotion from within, including to board appointment - Matching charitable donations
Our Customers	<ul style="list-style-type: none"> - Safety - Sustainability - Service and reliability - Value 	<ul style="list-style-type: none"> - Dedicated contract manager - KPI reporting - Customer service contact representatives 	<ul style="list-style-type: none"> - Investment in IT technology - Innovation in services
Our Suppliers	<ul style="list-style-type: none"> - Payment terms - Long term partnerships - Ethical behaviour - Co-operative working 	<ul style="list-style-type: none"> - Relationships with key suppliers - KPI reporting - Repeat business - Policy and procedures for bribery and corruption, modern slavery and whistleblowing 	<ul style="list-style-type: none"> - Reporting payment statistics - Directors engagement with suppliers management. - Collaborative long term relationship with key suppliers
The Public and Environment	<ul style="list-style-type: none"> - H&S - Corporate governance - Social responsibility 	<ul style="list-style-type: none"> - Priorities SHEQ (safety, health, environment & quality) - Volunteer policy - Corporate website - Social media - Annual report - Engagement with regulators 	<ul style="list-style-type: none"> - Investment in safe and sustainable equipment - Optimisation of network and reduced miles driven - Driver training - Vehicle replacement program to improve fuel efficiency - Hybrid company cars introduced

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Strategic Report (continued)

Our Shareholder	<ul style="list-style-type: none"> - Long term returns - Risk management 	<ul style="list-style-type: none"> - Regular SHEQ reporting - Regular financial reporting - Investment approval requiring shareholder approval - Budget review and approvals 	<ul style="list-style-type: none"> - Investment in additional safety equipment - Dividend policy - Approval of all board appointments
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Decision making and principal decisions

2020 provided unprecedented challenges as a result of Covid-19 for all our stakeholders. Our customers experienced a reduction in demand, which in turn was passed onto the company and significantly affected our volumes, turnover and workload. The company introduced new technology and working practices to allow our office based support staff to work from home and invested in upgrades to the office environment and PPE to our drivers and those support staff who could not work from home.

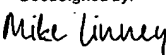
During 2020 the company entered into negotiations with DHL to create a joint venture with the intention to operate fuel supply contracts with two of the UKs leading supermarkets. The proposed joint venture is intended to offer revenue growth to the Hoyer Group and retain critical mass in the shrinking UK fuels market. By maintaining volumes in the UK market the joint venture aims to offer better value to the customers while creating value for the shareholders and protecting the jobs of existing colleagues.

The company made use of the government's furlough scheme, and throughout we offered the scheme to volunteers and colleagues required to shield as a preference. In addition to the governments furlough grants, the company paid a top up to all colleagues to ensure they received 100% of normal pension contributions. The company also committed to paying a top up to 100% of normal pay for all colleagues who we asked to go on furlough.

The company has invested in in house talent to offer progression and development to existing employees including appointments at senior positions including to the board of directors.

Dividend to shareholders. Due to the unprecedented economic conditions caused by the Covid-19 pandemic, the directors did not consider it appropriate to pay a dividend. Instead all funds in the business have been retained for re-investing in the business.

By order of the board

DocuSigned by:

 301EBC28CF784A8...
 M D Linney

Secretary

December 17, 2021

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Directors' report

The directors present their report for the year ended 31 December 2020.

These financial statements were prepared in accordance with Financial Reporting Standard 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102").

Results and dividends

Total comprehensive loss for the year was £4,521,987 (2019 - £2,766,833 profit)

The loss on ordinary activities for the year before taxation amounts to £1,496,196 (2019 - £4,130,875 profit), and the taxation credit amounts to £213,013 (2019 - £771,422 charge).

The directors did not recommend the payment of a dividend (2019 - £5,000,000).

On the 7th December 2021 the company changed its name to Hoyer Gas & Petroleum Logistics Limited.

Future developments

Despite the numerous challenges faced by the business in 2020, the UK continues to be an important core market in the HOYER Group's international network of operations and we remain committed to developing our position as the leading UK provider of transport and logistics services to the retail and commercial fuels, aviation fuels (including In To Plane operations) and bitumen markets.

However, it is clear that retail fuels volumes will continue to decline at an increasing rate and will not be compensated by the expected increase in aviation fuels over the next few years nor the ongoing stable bitumen volumes. As such, the recent announcement that HOYER have combined its fuels and gas business units into a new Contract Division creates a platform for UK growth in industrial gases, special gases and alternative fuels such as Hydrogen and LNG. Our long standing expertise in the handling and transportation of these specialist and highly volatile products will enable us to be at the forefront of these developments as they progress. Furthermore, sharing of best practice between these previously separate business units, as well as using the HOYER Group's network and expertise in road and intermodal gas solutions, provides an opportunity to grow our overall business and retain our critical mass, as well as to reduce our reliance on a small number of products.

Whilst the market continues to change at some pace, the nature of the products we carry do not. As such, our commitment to safety, security and training remains absolute. We also recognise that customers' demands regarding flexibility and agility remain paramount – our expertise in full service logistics solutions and our operational network are critical to our future customer service offering.

As the economy slowly continues to recover, it is also clear that improvements in operational efficiency and effective cost management will be critical in retaining existing and securing new business. We continue to remain highly focused in these areas, whilst remaining committed to investing in our people, our systems and our equipment and making decisions for the long term.

We are highly focused on long term sustainable operations, identifying ways to reduce our CO2 emissions. As such, we have entered into detailed discussions with a number of our clients, working in close partnership with them to determine how we can work together on this challenge. Improving fuel economy, use of alternative fuels, optimising payload, reducing empty kilometres and improving operational efficiency are just some of the areas we are working on together in this vital area.

Whilst the ongoing lack of availability of skilled people, especially drivers, in particular in key urban areas in the South East and Midlands of Britain temporarily eased in 2020, we believe this remains a major challenge for our labour intensive, people dependent business in the long term.

Disabled employees

The company gives full consideration to applications for employment from disabled persons where the requirements of the job can be adequately fulfilled by a disabled person.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Directors' report (continued)

Where existing employees become disabled, it is the company's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion wherever appropriate.

Employee involvement

The importance that we attach to our people has been demonstrated by our ongoing commitment to top up to 100% of basic pay the payment of 80% provided to our compulsory furloughed workers. Furthermore, we have increased our Health & Wellbeing offering to all our colleagues, recognising the mental and physical effects the various lockdowns has had on so many people. The decision in 2019 to recruit our own in-house Occupational Health Manager has proven to be of great benefit to the organisation, with this role now being integral to our future business.

It is the Group's policy to keep all employees aware of business, financial and commercial matters as far as is practicable. Indeed in fast changing times of uncertainty the need to do this well has never been more important and valuable.

This policy of providing employees with information about the business locally and more widely across the Group has been continued through the regular production of Group and UK newsletters, and by running regular driver, staff and management briefing sessions regarding important matters when possible and appropriate.

In order to improve our ability to communicate to (and from) our driver colleagues Hoyer has invested in a bespoke app (branded 'myHoyer') which is now available in all vehicles through the On Board Truck Computer as well as, if desired, on individuals' personal tablets or mobile phones. This app allows for interactive messaging between our driving colleagues and their managers as well as for easy distribution of policies, safety flashes and other important communications. Additionally, the introduction of a new payroll system in 2021 facilitates completion of timesheets, holiday requests and other previously 'paper' forms in a digitised format, again accessible to all our colleagues at work or at home.

We remain committed to investment in our People through industry leading training programmes for our colleagues as well as the continued development of our Employee Development Scheme. This scheme sets out a pathway for people to develop their career at HOYER, by providing active and structured management of scheme members' careers, including appropriate role related and personal development training. This is separate (and in addition to) our long standing Management Development Program which has remained open and operating despite the practical and financial challenges presented by the coronavirus pandemic.

In such a challenging year, our core values of Care, Ownership, Adaptability, Respect and Striving for Excellence have never been so important. Adhering to these values, which provide a framework for the behaviour of all our colleagues, has enabled us to get through an exceptionally difficult year and will provide the behavioural and cultural pillars of our future success.

In this regard we are very pleased that our long standing Investors in People accreditation was renewed for a further three years in 2020. The renewal review made particular mention of the values by which we run the business, as well as observing improved engagement and communication across the company.

Streamlined Energy and Carbon Reporting (SECR)

This report was undertaken in accordance with the Streamlined Energy and Carbon ("SECR") Reporting requirements outlined in the Companies Act (2006) for large quoted and unlisted companies which requires Hoyer Gas & Petroleum Logistics Limited (Hoyer) to report on its Greenhouse Gas (GHG) emissions.

This report contains details on annual GHG emissions, total energy consumption for Hoyer covering our offices, depots, transport fleet, as well as energy efficiency and environmental management actions implemented during the financial year. This report contains our SECR disclosure for our 2020 Financial Year.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Directors' report (continued)

Methodology

Scope of analysis and data collection

Over 2020 we have collected primary data for our offices and business travel activities including: electricity consumption (kWh), gas consumption (kWh), vehicle fleet fuel consumption (litres), and business travel (Grey Fleet mileage). All primary data used within this report is from 1st January 2020 – 31st December 2020, covering our financial year. The scope of our GHG emissions calculation covers all of our operations and vehicle fleets.

Calculation Methodology

We have used the BEIS and Greenhouse Gas Protocol Corporate Reporting Standard (GHG Protocol) methodology for compiling this GHG data and have calculated our GHG emissions in accordance with the UK Government's reporting guidelines for Company Reporting. To ensure consistency in our reporting we are reporting all GHG emissions in units of CO₂e (carbon dioxide equivalent) and have used 2020 GHG Conversion Factors for Company Reporting, published annually by Defra and BEIS.

To ensure consistency in our reporting we are reporting all GHG emissions in units of CO₂e (carbon dioxide equivalent) and have used 2020 GHG Conversion Factors for Company Reporting, published annually by Defra and BEIS.

GHG Emissions Scopes

The following reporting scopes (as outlined by the Greenhouse Gas Protocol) are included within this disclosure:

- Scope 1 Emissions: direct emissions from sources which Hoyer owns or controls. This includes natural gas consumption in our offices, and fuel consumed by our vehicle fleets.
- Scope 2 Emissions: indirect emissions relating solely to the generation of purchased electricity that is consumed by Hoyer across our sites.
- Scope 3 Emissions: indirect emissions relating to Grey Fleet business travel, and the transmission and distribution of purchased electricity that is consumed by Hoyer across our sites.

Energy Consumption

The table below displays our annual energy consumption for electricity, natural gas, HGV fuel consumption, and business travel (Grey Fleet) for the 2020 financial year (1st January 2020 – 31st December 2020). As per SECR reporting requirements this information is presented in kilowatt hours (kWh).

Emissions Source	GHG Scope (GHG Protocol)	Reporting Units	2020 (1 st January – 31 st December)
Company HGVs	Scope 1	Kilowatt hour (kWh)	198,043,214
Electricity	Scopes 2&3	Kilowatt hour (kWh)	1,086,737
Company Cars	Scope 1	Kilowatt hour (kWh)	304,400
Grey Fleet	Scope 3	Kilowatt hour (kWh)	34,521
Natural Gas	Scope 1	Kilowatt Hour (kWh)	9,374
Total Energy Consumption (kWh)	-	-	199,478,246

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Directors' report (continued)

GHG Emissions Reporting

In accordance with the SECR Emissions Reporting requirements outlined in the Companies Act for large companies our GHG disclosure for the 2019/20 financial year is listed below. Results have been split by Scope as outlined by the GHG Protocol calculation methodology.

GHG Emissions Scope	Result Units	2020 (1 st January – 31 st December)	Percentage of GHG Emissions
Scope 1	tonnes CO ₂ e	47,626.53	99.4%
Scope 2	tonnes CO ₂ e	253.36	0.5%
Scope 3	tonnes CO ₂ e	30.35	0.1%
Total GHG Emissions	tonnes CO₂e	47,910.24	100%
GHG Emissions Intensity 1	tonnes CO₂e/£M turnover	404.31	-

Total GHG Emissions for Scope 1, Scope 2, and Scope 3 for the twelve-month period to 31st December 2020 are 47,910.24 tonnes CO₂e. Of our total GHG emissions Scope 1 accounts for 99.4% Scope 2 accounts for 0.5%, and Scope 3 accounts for 0.1%. Our GHG Emissions CO₂e Intensity per £M turnover is 404.31 tonnes CO₂e. These results will act as our baseline GHG emissions which will be used as a benchmark for future performance to be compared against for SECR.

Energy Efficiency & Environmental Management

As a bulk logistics and fuel haulier, we recognise that our largest environmental impact is associated with the operation of our HGV fleet. During our 2020 financial year we replaced 237 Euro 5 trucks with Euro 6 models, increasing our fleet's overall fuel efficiency leading to a 5.2% reduction in carbon dioxide emissions. In addition, we have also taken steps to increase the amount of hybrid vehicles within our company car fleet, with 20% of new vehicles being hybrid rather than diesel.

To increase energy efficiency at our Huddersfield head office we installed new hot water boilers and upgraded our emergency lighting to LED. Prompted by restrictions and behavioural change brought about by the COVID-19 pandemic, Hoyer is continuing to increase the amount of video conferencing to reduce overall business travel and the number of face-to-face meetings undertaken.

Directors

The directors that held office during the year were:

A Davison	Managing Director
M Binns	(resigned 1 January 2021)
O Nast	(resigned 1 January 2021)
B Schniederkotter	(appointed 18 January 2021)
M Linney	
J Lawrence	(appointed 1 January 2021)
N Blenkinsop	(appointed 31 January 2021)

Statement as to disclosure of information to auditors

At the time that these financial statements were approved, so far as each director was aware, there was no relevant information of which the company's auditors were unaware. Furthermore, each director believes he has taken all the steps he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors were aware of that information.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Directors' report (continued)

Going Concern

The company's business activities and review of the business are set out in the Strategic Report on page 3 and future developments are set out in the Directors report above.

The directors have reviewed the business performance for the first nine months of 2021, which includes the period of the UK national lockdown in Quarter 1, and have updated the Company's budgets, forecasts and cashflows for the period to 31 December 2022.

Budgets have been re-modelled to reflect a range of potential scenarios including a new lockdown in the second half of 2021 caused by a potential new variant or surge in cases over the winter. No plausible scenario was identified in which the company exhausts its available cash throughout 2021 and 2022.

The Company participates in the treasury arrangements with its Hoyer GmbH Internationale Fachspedition, the ultimate parent undertaking, to access intercompany loans, if and when, required. The Company also has on demand overdraft facilities, which it shares with fellow UK subsidiaries, which the company relies on to meet day to day cash, and longer term liquidity, requirements.

Given the on-demand nature of the Company's financing facilities, the Company has obtained a letter of support by the ultimate parent, Hoyer GmbH Internationale Fachspedition. The letter confirms that Hoyer GmbH Internationale Fachspedition will provide financial support for a period from the approval of the financial statements to at least 31 December 2022.

Hoyer GmbH Internationale Fachspedition has confirmed its ability to provide such support for a period from the approval of the financial statements to at least 31 December 2022.

The directors, having assessed the responses of the directors of the company's ultimate parent have no reason to believe that a material uncertainty exists that may cast doubt about the ability of the group to continue as a going concern. The assessment includes taking into account the profitability and cashflow forecasts for the group including investment plans and Group Treasury forecasts for the full year 2021 and the Groups 'mid term plan' forecast to 2024.

On the basis of their assessment of both the company's and the group's financial position, the company's directors have a reasonable expectation that the company will be able to continue in operational existence throughout the going concern assessment period from the signing of the financial statements to 31 December 2022. The directors therefore continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Subsequent events

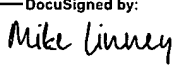
On 2 June 2021 the company acquired 51% of the share capital of Fuels Transport & Logistics Limited from DHL Supply Chain Limited.

Fuels Transport & Logistics Limited is operated as Joint Venture (JV) with DHL Supply Chain Limited who retain 49% of the share capital. The principal activity of the JV company is the bulk transportation of petrol and diesel for two major UK supermarkets, ASDA and Morrison's.

Auditors

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

By order of the board

DocuSigned by:

201EBC28CF784A8...
M D Linney
Secretary

December 17, 2021

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102). 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 the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

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

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

Independent auditors' report

To the members of Hoyer Gas & Petroleum Logistics Limited

Opinion

We have audited the financial statements of Hoyer Gas & Petroleum Logistics Limited ('the company') for the year ended 31 December 2020 which comprise of the primary statements such as the Income Statement, Statement of Comprehensive Income, Statement of Financial Position the Statement of changes in equity and the related notes 1 to 24, including a summary of significant accounting policies The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2020 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 a period from when the financial statements are authorised for issue to 31 December 2022.

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 company'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 within 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.

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.

Independent auditors' report

To the members of Hoyer Gas & Petroleum Logistics Limited (continued)

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.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 12, 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.

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 (FRS 102 and the Companies Act 2006) and the relevant tax laws and regulations in the UK. In addition, we concluded that there are certain significant laws and regulations which may have an effect on the determination of the amounts and disclosures in the financial statements being those laws and regulations relating to health and safety and employee matters.

Independent auditors' report

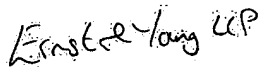
To the members of Hoyer Gas & Petroleum Logistics Limited (continued)

- We understood how Hoyer Gas & Petroleum Logistics UK Limited is complying with those frameworks by making enquiries of those charged with governance and management, including those responsible for legal and compliance procedures, to understand how the company maintains and communicates its policies and procedures in these areas. We corroborated our enquiries through our review of board minutes and papers provided to the Board and made inquiries of management to identify if there are matters where there is a risk of breach of such frameworks that could have a material adverse impact on the company, as well as consideration of the results of our audit procedures across the company.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by meeting with management and those charged with governance to understand where it considered there was a susceptibility to fraud. We considered the programmes and controls that the company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included testing manual journals and were designed to provide reasonable assurance that the financial statements are free from fraud and error. Specifically, we identified a fraud risk in relation to revenue recognition due to incorrect timing of recognition and management override in relation to payroll manual journals and payment made for payroll outside the standard payment process. We performed detailed audit procedures over revenue and payroll accounts utilising our analytics tools paying particular attention to manual journals for both payroll and revenue in order to address the risk of management override. We tested revenue cut off, through selecting a sample of items and validated these to invoice and other evidence to demonstrate the timing of revenue recognition was appropriate.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. In addition to those set out above, we completed procedures to conclude on the compliance of the disclosures in the Annual Report and 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.



Tim Helm (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

Leeds

17 December 2021

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Income Statement

for the year ended 31 December 2020

		2020	2019
	Notes	£	£
Turnover	2	118,503,802	141,250,388
Cost of sales		(107,079,429)	(121,756,272)
Gross profit		<u>11,424,373</u>	<u>19,494,116</u>
Government Grants – Coronavirus Job Retention Scheme	4	3,243,159	-
Administrative expenses		(16,559,157)	(16,251,438)
Operating (loss) / profit	3	<u>(1,891,625)</u>	<u>3,242,678</u>
(Loss) / Profit on disposal of fixed assets		(79,469)	312,889
(Loss) / Profit on revaluation of investment property	12	(60,000)	480,000
Amounts written off investments	13	-	(375,000)
Interest receivable and similar income	7	708,978	768,607
Interest payable and similar charges	8	(174,080)	(298,299)
(Loss) / Profit on ordinary activities before taxation		<u>(1,496,196)</u>	<u>4,130,875</u>
Tax on loss / profit on ordinary activities	9	213,013	(771,422)
(Loss) / Profit for the year		<u>(1,283,183)</u>	<u>3,359,453</u>

Statement of Comprehensive Income

For the year ended 31 December 2020

		2020	2019
		£	£
(Loss) / profit for the year		(1,283,183)	3,359,453
Loss on revaluation of own use properties	10	(137,314)	-
Deferred tax on other comprehensive income	16	727,510	121,380
Actuarial loss recognised in pension scheme	20	(3,829,000)	(714,000)
Total comprehensive (loss) / income for the financial year		<u>(4,521,987)</u>	<u>2,766,833</u>

Hoyer Gas & Petroleum Logistics Limited

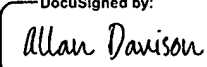
Registered No: 1164085

Statement of Financial Position

at 31 December 2020

	Notes	2020 £	2019 £
Fixed Assets			
Tangible assets	10	17,999,174	15,448,530
Intangible assets	11	-	-
Investment properties	12	3,940,000	4,000,000
Investments	13	3,921,136	3,921,136
		<u>25,860,310</u>	<u>23,369,666</u>
Current assets			
Stocks		13,731	15,924
Debtors: due within one year	14	31,805,956	26,823,866
Cash at bank and in hand		2,241,601	1,207,443
		<u>34,061,288</u>	<u>28,047,233</u>
Creditors: amounts falling due within one year	15	(23,070,998)	(19,587,312)
Net current assets		<u>10,990,290</u>	<u>8,459,921</u>
Total assets less current liabilities		<u>36,850,600</u>	<u>31,829,587</u>
 Retirement benefit obligations	20	 (14,947,000)	 (5,404,000)
Net assets		<u>21,903,600</u>	<u>26,425,587</u>
Capital and reserves			
Called up share capital	17	7,000,000	7,000,000
Profit and loss account		14,680,200	19,064,873
Revaluation reserve		223,400	360,714
Shareholders' funds		<u>21,903,600</u>	<u>26,425,587</u>

The accounts of Hoyer Gas & Petroleum Logistics Limited were approved for issue by the Board of Directors on December 2021 and signed on their behalf by:-

DocuSigned by:

A37B8A06174242B...
A Davison – Director
December 17, 2021

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Statement of Changes in Equity

at 31 December 2020

	<i>Share capital</i>	<i>Profit & loss account</i>	<i>Revaluation reserve</i>	<i>Total</i>
	£	£	£	£
At 1 January 2019	7,000,000	21,298,040	360,714	28,658,754
Profit for the year	-	3,359,453	-	3,359,453
Other comprehensive (loss) / income	-	(592,620)	-	(592,620)
Total comprehensive income for the year	-	2,766,833	-	2,766,833
Dividends paid	-	(5,000,000)	-	(5,000,000)
At 31 December 2019	7,000,000	19,064,873	360,714	26,425,587
(Loss) / Profit for the year	-	(1,283,183)	-	(1,283,183)
Other Comprehensive (loss) / income	-	(3,101,490)	(137,314)	(3,238,804)
Total comprehensive (loss) / income for the year	-	(4,384,673)	(137,314)	(4,521,987)
Dividends paid	-	-	-	-
At 31 December 2020	7,000,000	14,680,200	223,400	21,903,600

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

1. Accounting policies

Company Information

Hoyer Gas & Petroleum Logistics Limited is a company limited by shares and incorporated in England. The registered office is 517 Leeds Road, Huddersfield, HD2 1YJ.

Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS102'), and with the Companies Act 2006.

The financial statements have been prepared on the historical cost basis except for the modification to revaluation of Land and Buildings and Investment Property.

The financial statements are presented in Sterling (£). This is also the functional currency.

The accounts have adopted the following disclosure exemptions:

- Exemption from FRS 102 3.17(d) and section 7 to prepare a cash flow statement;
- Exemption from FRS 102 33.7 from disclosure of transactions with key management personnel;
- Exemption from FRS 102 33.1A from disclosure of transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.
- from certain financial instrument disclosures required by Section 11 Basic Financial Instruments paragraphs 11.39 to 48A and Section 12 Other Financial Instruments Issues paragraphs 12.26 to 12.29A;

The ultimate parent undertaking and controlling party is Hoyer GmbH Internationale Fachspedition, incorporated in Germany. The ultimate parent company's consolidated group accounts are available for viewing on the website www.bundesanzeiger.de with the translated English language version available on request from Hoyer GmbH Internationale Fachspedition, Wendenstrasse, 20537 Hamburg, Germany.

Going Concern

The company's business activities and review of the business are set out in the Strategic Report on page 3 and future developments are set out in the Directors report above.

The directors have reviewed the business performance for the first nine months of 2021, which includes the period of the UK national lockdown in Quarter 1, and have updated the Company's budgets, forecasts and cashflows for the period to 31 December 2022.

Budgets have been re-modelled to reflect a range of potential scenarios including a new lockdown in the second half of 2021 caused by a potential new variant or surge in cases over the winter. No plausible scenario was identified in which the company exhausts its available cash throughout 2021 and 2022.

The Company participates in the treasury arrangements with its Hoyer GmbH Internationale Fachspedition, the ultimate parent undertaking, to access intercompany loans, if and when, required. The Company also has on demand overdraft facilities, which it shares with fellow UK subsidiaries, which the company relies on to meet day to day cash, and longer term liquidity, requirements.

Given the on-demand nature of the Company's financing facilities, the Company has obtained a letter of support by the ultimate parent, Hoyer GmbH Internationale Fachspedition. The letter confirms that Hoyer GmbH Internationale Fachspedition will provide financial support for a period from the approval of the financial statements to at least 31 December 2022.

Hoyer GmbH Internationale Fachspedition has confirmed its ability to provide such support for a period from the approval of the financial statements to at least 31 December 2022.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

1. Accounting policies (continued)

The directors, having assessed the responses of the directors of the company's ultimate parent have no reason to believe that a material uncertainty exists that may cast doubt about the ability of the group to continue as a going concern. The assessment includes taking into account the profitability and cashflow forecasts for the group including investment plans and Group Treasury forecasts for the full year 2021 and the Groups 'mid term plan' forecast to 2024.

On the basis of their assessment of both the company's and the group's financial position, the company's directors have a reasonable expectation that the company will be able to continue in operational existence throughout the going concern assessment period from the signing of the financial; statements to 31 December 2022. The directors therefore continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Significant estimates and judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. The following have had the most significant effect on the amounts recognised in the financial statements.

Defined Benefit Pension – The company operates defined contribution and defined benefit pension arrangements for employees with some assets held in separate trustee administered funds. An independent actuary is engaged to provide an annual valuation of the defined benefit pension scheme including the projected liabilities and scheme deficit. Further information is disclosed in note 20.

Property Valuation – The company carries its Land and Buildings and Investment Properties at fair value. The directors take independent advice from a professional surveyor to enable an assessment of the market value to be made. This includes analysis of rents receivable and the prices achieved for commercial property and other investment property in the area. Lease terms, covenant strength, location, property type and condition are also assessed when making the assessment of market value.

Impairment of investments – The company reviews the carrying value of investments at the balance sheet date and tests for impairment. The review includes an assessment of the net assets of the investment and an appraisal of the current and expected future performance of the investments. Where there are indicators of impairment a provision is made against the carrying value.

Accruals for repair and maintenance work in progress – The company uses a number of third party suppliers to complete repairs and maintenance on the fleet of trucks and trailers. Works are completed according to agreed rates and costs are charged to the P&L upon completion of works and the submission of invoices for work completed. The cost for work in progress is accrued at each period end based on estimates provided by the company's fleet engineers.

Company Accounts

In accordance with the exemptions allowed by Section 401 of the Companies Act 2006, the company has prepared accounts on a standalone basis. As disclosed in note 23, the results of the company have been consolidated into group accounts prepared by Hoyer GmbH Internationale Fachspedition.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

1. Accounting policies (continued)

Intangible Fixed Assets

Intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

Amortisation is charged so as to allocate the cost of the intangibles less their residual values over the estimated useful lives, using a straight-line method. The intangible assets are amortised over the following useful economic lives:

Software	- 3 to 5 years
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Tangible Fixed Assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Such cost includes costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided on all tangible fixed assets, other than land and buildings, at rates calculated to write off the cost less estimated residual value, of each asset evenly over its expected useful life, as follows:

Trucks, trailers and other equipment	- 4-20 years
Fixtures and fittings	- 3-10 years
Motor cars	- 5 years

The carrying values of tangible fixed assets are reviewed for impairment in periods when events or changes in circumstances indicate the carrying value may not be recoverable.

Land and buildings are revalued annually. The surplus or deficit is transferred to a revaluation reserve unless a deficit, or its reversal, is expected to be permanent in which case it is recognised in the profit and loss account for the year.

Impairment of assets

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is evidence that the recoverable amount of an asset is less than the carrying amount an impairment loss is recognised in profit or loss. If a previously recognised impairment loss is reversed the carrying amount is increased and recognised immediately in profit or loss.

Investments

Investments are stated at cost less any provision for impairment.

Investment Properties

Investment properties are initially recognised at cost which includes purchase costs and any directly attributable expenditure. Investment properties are revalued annually at fair value and the surplus or deficit on revaluation is recognised in the income statement.

Deferred Consideration

The company has recognised a liability in respect of deferred consideration arising on the acquisition of a subsidiary company. The time value of money is material to this liability and the provision has been discounted using the discount rate specific to the risk of this liability. The unwinding of the discounting is recognised as an expense using the effective interest method over the period until the consideration becomes payable. The deferred consideration has been paid during 2019 and the balance is reduced to £nil as at 31 December 2019.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

1. Accounting policies (continued)

Stocks

Stocks, which comprise consumable items, are stated at the lower of cost incurred in bringing each product to its present location and condition and net realisable value after making due allowances for any obsolete or slow-moving items. In the opinion of the directors there is no material difference between the carrying value and replacement cost.

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more, or a right to pay less tax in the future have occurred at the balance sheet date, with the exception that deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date. Deferred taxation on amounts recorded in OCI are also recorded in OCI.

Research and development

The company engages in research and development activity which is expensed as incurred and where applicable claims a tax credit relating to the expenditure incurred for this activity.

Turnover

Turnover is recognised at the fair value of the consideration received or receivable, net of discounts and value added taxes. Revenue is earned from the rendering of services and is recognised when the work has been completed.

Borrowing costs

Borrowing costs are recognised as an expense in profit or loss in the period in which they are incurred.

Group relief

The group takes advantage of provisions within the Taxes Act which enable certain tax benefits available in one group Company to be transferred to another group Company. Payments are made to other group companies for the receipt of group relief.

Leasing Commitments

Rentals paid under operating leases are charged to income on a straight-line basis over the term of the lease.

Foreign Currencies

Monetary assets and liabilities denominated in foreign currencies (currencies other than the functional currency) are retranslated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction, all differences being taken to the income statement.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

1. Accounting policies (continued)

Pensions

The company operates defined contribution and defined benefit pension arrangements. The assets of the schemes are held separately from those of the company in independently administered funds. For the defined contribution arrangements, contributions are charged to the profit and loss account as they become payable in accordance with the rules of the schemes. For the defined benefit arrangements, the operating costs are recognised in the accounting periods in which the benefits are earned by the employees, and the related finance costs and other changes in the value of assets and liabilities are recognised in the accounting periods in which they arise. Actuarial gains and losses which arise from revaluing both the scheme assets and the scheme liabilities are reported through the statement of comprehensive income; all other movements in the scheme assets and liabilities are reported through the income statement.

Interest receivable

Interest income is calculated and recognised on a monthly basis as it is accrued.

Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. The Company considered that the Coronavirus Job Retention Scheme in the UK in relation to Covid-19 during 2020 met the definition of government grants in accordance with FRS 102.

Rent receivable

Rental income is calculated and recognised on a monthly basis as it is accrued.

Contract asset

During 2020 a customer contract was re-tendered and successfully retained, with some additional volumes, by the company. However, there was a cost to retaining and growing this business which has been capitalised and will be amortised over the contract term. This contract asset has been included within Other Debtors.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

2. Turnover

All of the Company turnover is within the United Kingdom.

3. Operating loss / profit

This is stated after charging:

	2020	2019
	£	£
Depreciation of owned fixed assets	3,311,520	2,529,491
Amortisation of intangible assets	-	2,025
Foreign exchange (gain)/loss	(27,116)	170,817
Loss on disposal of assets	79,469	312,889
Operating lease rentals - plant and machinery	6,267,074	6,445,279
Auditors' remuneration - audit of financial statements	55,200	53,375
	<hr/>	<hr/>

4. Government Grants

The Company has benefited from a number of government support packages during 2020 in relation to the Covid-19 pandemic. Income received under furlough support schemes (Coronavirus Job Retention Scheme) amounting to £3,243,159, meets the definition of government grants and has been presented within other operating income. Amounts received in the year are shown below:

	2020	2019
	£	£
At 1 January 2020	-	-
Cash received during the year	(3,045,826)	-
Released to profit and loss account	3,243,159	-
	<hr/>	<hr/>
Receivable at 31 December 2020	197,333	-
	<hr/>	<hr/>

Payment deferrals in relation to VAT did not have an impact on the profit and loss account. The majority of these remained outstanding at 31 December 2020 and are included in the relevant liability on the statement of financial position.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

5. Directors' emoluments

	2020 £	2019 £
Emoluments, excluding pension contributions	704,257	664,477
Company contributions paid to money purchase pension schemes	59,640	51,159
Members of money purchase pension scheme	3	4
The amounts in respect of the highest paid director are as follows:		
	2020 £	2019 £
Emoluments	306,496	296,523
Company contributions paid to money purchase pension schemes	0	0

Mr O Nast is also a director of the ultimate parent company. The directors consider that the qualifying services provided to this company by Mr O Nast represents an insignificant proportion of Mr O Nast's worldwide responsibilities and accordingly have concluded that a £nil apportionment of worldwide remuneration would be attributed to these services. Mr O Nast is remunerated for his worldwide services by other group companies.

Mr M Binns, Mr A Davison and Mr M Linney are also a directors and senior managers of other group companies. The directors do not receive any additional emoluments from any other group company. The emoluments disclosed represent the total earnings of the directors for their services to the company and to other group companies.

The company recovers a proportion of the costs associated with these other responsibilities through management charges levied against these other group companies in the UK, Ireland, Scandinavia and mainland Europe.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

6. Staff costs

	2020	2019
	£	£
Wages and salaries	54,820,682	59,361,476
Social security costs	6,836,039	6,666,768
Current service cost in respect of defined benefit pension arrangements	2,252,000	1,372,000
Other pension costs for defined contribution pension arrangements	6,077,435	5,401,817
	<u>69,986,156</u>	<u>72,802,061</u>

The average monthly number of employees during the year was made up as follows:

	2020	2019
	No.	No.
Administration	211	204
Drivers and production	1,111	1,051
	<u>1,322</u>	<u>1,255</u>

7. Interest receivable and similar income

	2020	2019
	£	£
Rents receivable	377,814	420,258
Interest receivable from other group companies	9,664	16,421
Other interest receivable	251,413	257,306
Other income receivable	70,087	74,622
	<u>708,978</u>	<u>768,607</u>

8. Interest payable and similar charges

	2020	2019
	£	£
On bank loans and overdrafts	9,780	90,976
Interest Payable to parent company	2,814	45,778
Interest Payable to other group companies	9,486	26,868
Unwinding of discount on deferred consideration	-	22,677
	<u>22,080</u>	<u>186,299</u>
Interest on pension scheme liabilities	20 425,000	448,000
Expected return on pension scheme assets	20 (273,000)	(336,000)
	<u>174,080</u>	<u>298,299</u>

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

9. Tax

a) Tax on (loss) / profit on ordinary activities

The tax charge is made up as follows:

	2020	2019
	£	£
Current tax		
UK corporation tax	13,584	645,591
Group relief payable	2,187	116,885
Adjustments in respect of previous years	37,516	(50,122)
	<u>53,287</u>	<u>712,354</u>
Deferred tax		
Origination and reversal of timing differences	(266,940)	20,182
Adjustments in respect of previous years	640	38,886
	<u>(266,300)</u>	<u>59,068</u>
Deferred tax		
Tax on (loss) / profit on ordinary activities	<u>(213,013)</u>	<u>771,422</u>

b) Factors affecting total tax charge

The tax assessed on the (loss) / profit on ordinary activities for the year is lower than the standard rate of corporation tax of 19% (2019 – 19%). The differences are reconciled below:

	2020	2019
	£	£
(Loss) / Profit on ordinary activities before taxation	(1,496,196)	4,130,875
(Loss) / Profit on ordinary activities multiplied by standard rate of corporation tax of 19% (2019 – 19%)	(284,277)	784,866
Expenses not deductible for tax purposes	37,687	20,116
Adjustment in respect of prior periods	38,156	(11,236)
Rate difference – Deferred Tax	(14,409)	11,905
Rate change due to OCI deferred tax movement	-	(14,280)
Property revaluation	11,400	(91,200)
Loss on investment impairment	-	71,251
Capital losses not recognised utilised	(1,570)	-
	<u>(213,013)</u>	<u>771,422</u>
Current tax (credit) / charge (8a)		

No deferred tax is recognised on the revaluation of property. The company has no liability to additional taxation due to indexation allowance exceeding the capital gain.

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

9. Tax (continued)

(c) Factors affecting tax charge on other comprehensive loss

	2020	2019
	£	£
Deferred tax		
Origination and reversal of timing differences	(727,510)	(121,380)
	<hr/>	<hr/>
Tax on other comprehensive loss	(727,510)	(121,380)
	<hr/>	<hr/>

Hoyer Gas & Petroleum Logistics Limited

Registered No: 1164085

Notes to the accounts

at 31 December 2020

10. Tangible fixed assets

	<i>Plant & Equipment</i> £	<i>Fixtures & Fittings</i> £	<i>Land & Buildings</i> £	<i>Total</i> £
Cost/Valuation:				
At 1 January 2020	26,961,938	2,643,776	1,670,000	31,275,714
Additions	6,907,054	439,768	7,314	7,354,136
Revaluation	-	-	(137,314)	(137,314)
Disposals	(3,244,592)	(9,413)	-	(3,254,005)
At 31 December 2020	30,624,400	3,074,131	1,540,000	35,238,531
Depreciation:				
At 1 January 2020	14,018,654	1,808,530	-	15,827,184
Provided during the year	3,016,891	294,629	-	3,311,520
Disposals	(1,891,613)	(7,734)	-	(1,899,347)
At 31 December 2020	15,143,932	2,095,425	-	17,239,357
Net book value:				
At 31 December 2020	15,480,468	978,706	1,540,000	17,999,174
At 31 December 2019	12,943,284	835,246	1,670,000	15,448,530

The land and buildings were revalued by the directors at 31 December 2020, on an open market basis, after taking professional advice. The property type, location, condition and use have also been considered in addition to an analysis of prices achieved for commercial property and investments in the area in arriving at the estimate of fair value.

If the Land and Buildings had not been revalued they would have been carried in the balance sheet at 31 December 2020 at a cost of £1,316,599 (2019 - £1,309,286).

Included within plant and equipment are a number of vehicles, with a carrying amount of £334,000, which as at 31 December 2020 were not in use by the company and marketed for sale. Such assets were sold in January 2020. The carrying value has been written down to reflect the sales proceeds obtained from the sale of the vehicles.

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11. Intangible fixed assets

	<i>Computer Software £</i>
Cost:	
At 1 January 2020	474,629
Additions	-
At 31 December 2020	474,629
Amortisation:	
At 1 January 2020	474,629
Provided during the year	-
At 31 December 2020	474,629
Net book value:	
At 31 December 2020	-
At 31 December 2019	-

12. Investment properties

	<i>Long leasehold , land and buildings £</i>
Valuation:	
At 31 December 2019	4,000,000
Additions	-
Revaluation	(60,000)
At 31 December 2020	3,940,000

The investment properties were revalued by the directors at 31 December 2020 on an open market basis, after taking professional advice.

The opinion of fair value is based on an analysis of rents receivable and prices achieved for commercial property in the area. It also takes into account the current income from tenants who have a variety of short and medium term leases. The property type, location, condition and use have also all been considered in arriving at the estimate of fair value.

If the investment properties had not been revalued they would have been carried in the balance sheet at 31 December 2020 at a cost of £2,134,579 (2019 - £2,134,579).

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13. Investments

	<i>Subsidiary undertakings £</i>
<i>Cost:</i>	
At 31 December 2019 and 31 December 2020	5,691,136
<i>Impairment:</i>	
At 31 December 2019	1,770,000
Charge for the year	-
At 31 December 2020	1,770,000
<i>Net book value:</i>	
At 31 December 2020	3,921,136
At 31 December 2019	3,921,136

	<i>Nature of business</i>	<i>Proportion of voting rights and shares held</i>
<i>Operating companies:</i>		
Hoyer Ireland Limited (Incorporated in the Irish Republic) Registered Address: C/o A L Goodbody, IFSC, North Wall Quay, Dublin 1	Bulk liquid transport	100%
Hoyer Norway AS (Incorporated in Norway) Registered Address: Industrivegen 15, 2850 Lena, Norway	Bulk liquid transport	100%
Krabyskogen Storbilseneter AS* (Incorporated in Norway) Registered Address: Industrivegen 15, 2850 Lena, Norway	Vehicle workshop	100%
JET Carrier AS* (Incorporated in Norway) Registered Address: Industrivegen 15, 2850 Lena, Norway	Property investment	100%
Hoyer Estonia OÜ* (Incorporated in Estonia) Registered Address: Peterburi tee 92a, 11415 Tallinn, Estonia	Bulk liquid transport	100%
Hoyer Petrolog UAB * (Incorporated in Lithuania) Registered Address: Sandeliu 44, Vilnius, Lithuania	Bulk liquid transport	100%
SiA Hoyer Latvia* (Incorporated in Latvia) Registered Address: Laivinieku street 7, Riga, LV1015, Latvia	Bulk liquid transport	100%

* Owned by subsidiary undertaking.

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13. Investments (continued)*Non-trading companies:*

Bulk Storage (Transport) Limited	Dormant	100%
George Catchpole & Sons Limited	Dormant	100%
Hoyer's Property Investments Limited	Dormant	100%
Tanktainer Services Limited	Dormant	100%
Transpaint Limited*	Dormant	100%
Hoyer Pension Trustee Limited	Dormant	100%

(All Incorporated in England. All have registered address: 517 Leeds Road, Huddersfield, HD2 1YJ)

* Owned by subsidiary undertaking.

14. Debtors

	2020	2019
	£	£
Trade debtors	12,422,433	22,139,958
Amounts owed by other group undertakings	5,803,748	2,585,250
Amounts owed by associates	2,069	1,288
Other debtors	4,424,389	1,240,426
Prepayments and accrued income	7,980,721	733,827
Corporation tax recoverable	55,669	-
Deferred tax asset	1,116,927	123,117
	<u>31,805,956</u>	<u>26,823,866</u>

Included in Other debtors at 31 December 2020 is an amount of £3,958,463 due after more than one year (2019 - £nil).

15. Creditors: amounts falling due within one year

	2020	2019
	£	£
Trade creditors	6,150,864	6,843,248
Amounts owed to parent company	46,413	234,235
Amounts owed to subsidiary companies	1,023,377	1,023,377
Amounts owed to other group undertakings	170,705	577,876
Other taxes and social security costs	8,596,567	4,836,005
Accruals and deferred income	7,083,072	5,994,455
Corporation tax payable	-	78,116
	<u>23,070,998</u>	<u>19,587,312</u>

Hoyer Gas & Petroleum Logistics Limited

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Notes to the accounts

at 31 December 2020

16. Deferred taxation

	£
Deferred tax asset at 1 January 2020	123,117
Income statement credit in the year	266,300
Other comprehensive income credit in the year	727,510
	<hr/>
Deferred tax asset at 31 December 2020	1,116,927
	<hr/>

Deferred taxation provided in the financial statements and the amounts provided are as follows:

	2020	2019
	£	£
Capital allowances in advance of depreciation	(961,804)	(860,674)
Other timing differences	88,481	65,111
Defined benefit pension scheme	1,990,250	918,680
	<hr/>	<hr/>
	1,116,927	123,117
	<hr/>	<hr/>

There is no deferred taxation which is not provided (2019 - £Nil).

The company expects no deferred tax liabilities to reverse in 2020.

17. Called up share capital

	Authorised		Allotted, called up and fully paid	
	2020	2019	2020	2019
	No	No	£	£
Ordinary Shares of £1 each	7,000,000	7,000,000	7,000,000	7,000,000
	<hr/>	<hr/>	<hr/>	<hr/>

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Notes to the accounts at 31 December 2020

18. Capital commitments

Amounts contracted for but not provided in the accounts amounted to £529,189 (2019 £891,000).

19. Other financial commitments

The company's future minimum operating lease payments are as follows:

	<i>Plant equipment and motor vehicles</i>	
	2020	2019
	£	£
Amounts payable:		
Within one year	4,883,971	8,723,898
Between two and five years	6,922,417	11,730,305
In more than five years	-	-
	<u>11,806,388</u>	<u>20,454,203</u>

The company holds surplus office and buildings as investment properties which are let to third parties. These non-cancellable leases have remaining terms of between 1 and 15 years.

Future minimum rentals receivable under non-cancellable operating leases are as follows:

	2020	2019
	£	£
Amounts receivable:		
Within one year	315,238	296,447
Between two and five years	913,302	1,051,360
In more than five years	1,503,212	1,493,163
	<u>2,731,752</u>	<u>2,840,970</u>

20. Pension commitments

The company operates defined contribution and defined benefit pension arrangements for employees with assets held in a Group Personal Pension fund with Scottish Widows. For the defined benefit arrangement the contributions payable by the company are determined based on an age-related scale which is reviewed from time to time. In addition, the company has made a commitment to top up the funds for members retiring directly from service where these are insufficient to meet a pre-determined target benefit level.

The company has commissioned an actuarial valuation of its potential liability to meet future top-up payments as referred to above. This was carried out as at 31 December 2020 by independent professionally qualified consulting actuaries using the projected unit method. The pension assets are owned by employees, not the Company and are included for disclosure purposes only.

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Notes to the accounts

at 31 December 2020

20. Pension commitments (continued)

The following information relates to members who could benefit from the company top-up at 31 December 2020. During the year a further 44 eligible members transferred into the defined benefit arrangement following a TUPE transfer from another employer. Immediately on transfer a deficit of £4,472,000 was recognised for these 44 members :

Financial assumptions

	2020	2019
	%	%
Inflation	3.1	3.1
Rate of increase in salaries	3.1	3.1
Rate of increase of pensions in payment	-	-
Discount rate	1.3	2.1
Mortality	PCMA00/ PCFA00 (medium cohort projection)	PCMA00/ PCFA00 (medium cohort projection)

The mortality projection basis used was the CMI 2016 (core) projection model with a long-term rate of improvement of 1.5% p.a. (2016 CMI 2013 (core) projection model with a long-term rate of improvement of 1.5% p.a.).

Major categories of plan assets as a percentage of total plan assets

	2020	2019
	%	%
Equities	83	78
Bonds	6	14
Other	11	8

Balance sheet position

	2020	2019
	£	£
Fair value of scheme assets	19,806,000	13,450,000
Actuarial value of scheme liabilities	(34,753,000)	(18,854,000)
Deficit in the scheme	(14,947,000)	(5,404,000)

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Notes to the accounts

at 31 December 2020

20. Pension commitments (continued)

Analysis of changes in the present value of defined benefit obligation

	2020	2019
	£	£
Opening defined benefit obligation	18,854,000	16,316,000
Current service cost including loss on settlement	2,252,000	1,372,000
Members' contributions	30,000	203,000
Interest cost	425,000	448,000
Benefits received/(paid)	3,903,000	(1,290,000)
Actuarial loss/(gain) – experience	4,799,000	(51,000)
Actuarial loss – change in assumptions	4,490,000	1,856,000
Closing defined benefit obligation	34,753,000	18,854,000

Analysis of changes in the fair value of plan assets

	2020	2019
	£	£
Opening fair value of assets	13,450,000	12,147,000
Expected return	273,000	336,000
Employer contributions	1,162,000	963,000
Members' contributions	30,000	203,000
Actuarial gain	988,000	1,091,000
Benefits received/(paid)	3,903,000	(1,290,000)
Closing fair value of assets	19,806,000	13,450,000

Analysis of movements in the scheme deficit in the year

	2020	2019
	£	£
Opening deficit	(5,404,000)	(4,169,000)
Deficit transferred in	(4,472,000)	-
Contributions paid by the company	1,162,000	963,000
Current service cost	(2,252,000)	(1,372,000)
Net finance cost	(152,000)	(112,000)
Total actuarial losses recognised in other comprehensive income	(3,829,000)	(714,000)
Closing deficit	(14,947,000)	(5,404,000)

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at 31 December 2020

21. Related party transactions

Amounts charged during the year in respect of services provided to Dennis Dixon Limited, a company which the Hoyer group has significant influence, were £7,915 (2019: £6,526) and for services provided by Dennis Dixon Limited were £nil (2019: £nil) with a trading balance receivable of £2,069 (2019: £1,288) and a trading balance payable of £nil (2019: £nil).

22. Transactions with directors

The company has advanced loans to certain directors as follows (included within Other Debtors):

	<i>Balance at 31 December 2019</i>	<i>Amounts waived during the year</i>	<i>Maximum outstanding in the year</i>	<i>Balance at 31 December 2020</i>
	£	£	£	£
M A Binns Loan 1	47,436	8,838	47,436	30,198
M A Binns Loan 2	82,683	0	84,283	82,683
A Davison	8,750	1,250	8,750	-

Loan 1 is interest free with no fixed repayment terms.

Loan 2 is repayable in full by 31 December 2022 and carries interest at 4% which is payable annually on 28 February.

Mr A Davison loan is interest free and was paid off in full during the year.

23. Post Balance Sheet Events

On 2 June 2021 the company acquired 51% of the share capital of Fuels Transport & Logistics Limited from DHL Supply Chain Limited.

Fuels Transport & Logistics Limited is operated as Joint Venture (JV) with DHL Supply Chain Limited who retain 49% of the share capital. The principal activity of the JV company is the bulk transportation of petrol and diesel for two major UK supermarkets, ASDA and Morrison's.

24. Parent undertaking and ultimate parent company

The parent undertaking of the group of undertakings for which group accounts are drawn up and of which the company is a member is Hoyer GmbH Internationale Fachspedition, incorporated in Germany, which is also the company's ultimate parent company and controlling party. The ultimate parent company's consolidated group accounts are available for viewing on the website www.bundesanzeiger.de with the translated English language version available on request from Hoyer GmbH Internationale Fachspedition, Wendenstrasse, 20537 Hamburg, Germany.