

**Solar Petroleum Limited**  
**Directors' report and financial statements**  
**for the period ended 31 March 2020**



# Solar Petroleum Limited

## Directors' report and financial statements for the period ended 31 March 2020

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## Directors and advisors

### Directors

A Devery (resigned 10 May 2019)  
J Devery (resigned 10 May 2019)  
N Devery (resigned 10 May 2019)  
D Little (appointed 10 May 2019)  
S Taylor (appointed 10 May 2019)

### Registered office

302 Bridgewater Place  
Birchwood Park  
Birchwood  
Warrington  
WA3 6XG

### Solicitor

Pinsent Masons  
1 Park Row  
Leeds  
LS1 5AB

### Banker

Barclays Bank PLC  
Leicester  
Leicestershire  
LE87 2BB

### Independent auditor

KPMG LLP  
Chartered Accountants and Statutory Auditor  
Saltire Court  
20 Castle Terrace  
Edinburgh  
EH1 2EG

## Directors' report for the period ended 31 March 2020

The Directors present their report and the audited financial statements of the Company for the period ended 31 March 2020.

### Principal activity

The principal activity of the Company was the manufacture and sale of finished lubricants. On 10 May 2019 the trade and assets of the Company were acquired by Hyperdrive Lubricants for a consideration of £1,285,000 settled via intercompany transfer. The Company then became non operational. The Company's accounting reference date was extended from 30 November to a 16 month period ended 31 March 2020.

### Results and dividends

The profit for the financial period is £138,000. Dividends of £97,000 were paid during the financial period. The Directors' do not propose the payment of a final dividend.

### Directors

The directors who held office during the financial period and up to the date these financial statements were signed are shown on page 1.

### Directors' indemnities

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial period and is currently in force. The Company also purchased and maintained throughout the financial period Directors' and Officers' liability insurance in respect of itself and its Directors.

### Statement of disclosure of information to auditor

So far as each of the directors in office at the date of approval of these financial statements is aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### Auditor

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

Approved by the Board and signed on its behalf by:



D Little

**Director**

Date: 7<sup>th</sup> September 2020

## Statement of Directors' responsibilities in respect of the Directors' report and the financial statements

The directors are responsible for preparing 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 period. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so. As explained in note 1, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis.

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 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, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

# Independent auditor's report to the members of Solar Petroleum Limited

## Opinion

We have audited the financial statements of Solar Petroleum Limited ("the company") for the period ended 31 March 2020 which comprise the Profit and Loss Account and Other Comprehensive Income, the Balance Sheet, Statement of Changes in Equity and related notes. In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the period then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

## Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 1 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

## Other matter – prior period financial statements

We note that the prior period financial statements were not audited. Consequently ISAs (UK) require the auditor to state that the corresponding figures contained within these financial statements are unaudited. Our opinion is not modified in respect of this matter.

## Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon. Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements the directors' report;
- in our opinion the information given in that report for the financial period is consistent with the financial statements; and in our opinion that report have been prepared in accordance with the Companies Act 2006.

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

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

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

We have nothing to report in these respects.

# Independent auditor's report to the members of Solar Petroleum Limited (continued)

## Directors' responsibilities

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

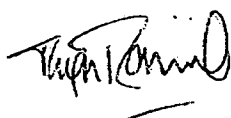
## Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

## The purpose of our audit work and to whom we owe our responsibilities

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.



**Hugh Harvie (Senior Statutory Auditor)**  
for and on behalf of KPMG LLP, Statutory Auditor  
*Chartered Accountants*  
Saltire Court, 20 Castle Terrace, Edinburgh, EH1 2EG  
Date: 10 September 2020

## Profit and loss account and other comprehensive income for the period ended 31 March 2020

		16 months to 31 <sup>st</sup> Mar 2020	Year to 30th Nov 2018
	Notes	£'000	£'000
<b>Turnover</b>	2	1,095	2,454
Cost of sales		(752)	(1,736)
Gross profit		343	718
<b>Other operating income</b>			
Rent receivable		4	9
Net operating expenses	5	(310)	(493)
<b>Operating profit</b>		37	234
<b>Interest receivable and similar income</b>			
Bank interest receivable		5	18
<b>Profit before taxation</b>		42	252
Tax charge	7	(33)	(48)
<b>Profit for the financial period</b>		9	204
<b>Other comprehensive income</b>			
Profit for the financial period		9	204
<b>Total comprehensive income for the financial period</b>		9	204

All amounts in the current period relate to continuing operations of the company.

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial period stated above.

The company has no items of comprehensive income other than those included in the results above.

The notes on pages 9 to 15 form an integral part of the financial statements.



## Balance sheet at 31 March 2020

	Notes	31 <sup>st</sup> Mar 2020 £'000	30th Nov 2018 £'000
<b>Fixed assets</b>			
Tangible assets	9	-	140
		<hr/> -	<hr/> 140
<b>Current assets</b>			
Tangible assets	9	-	-
Stocks	10	-	567
Debtors	11	3,286	480
Cash at bank and in hand		-	2,433
		<hr/> 3,286	<hr/> 3,480
<b>Creditors: amounts falling due within one year</b>	12	(2,001)	(2,228)
<b>Net current assets</b>		<hr/> 1,285	<hr/> 1,252
<b>Total assets less current liabilities</b>		<hr/> 1,285	<hr/> 1,392
<b>Provisions for liabilities</b>		-	(19)
<b>Net assets</b>		<hr/> 1,285	<hr/> 1,373
<b>Capital and reserves</b>			
Called up share capital	13	-	-
Profit and loss account		1,285	1,373
<b>Shareholder's funds</b>		<hr/> 1,285	<hr/> 1,373

The notes on pages 9 to 15 form an integral part of the financial statements.

The financial statements on pages 6 to 15 were approved by the Board on 7<sup>th</sup> September 2020 and were signed on its behalf by:



D Little  
Director

## Statement of Changes in Equity

For the year ended 30 November 2018

	Share Capital £'000	Profit and loss £'000	Total equity £'000
At 1 <sup>st</sup> December 2017	-	1,389	1,389
Profit for financial year	-	204	204
Dividends payable	-	(220)	(220)
At 30th November 2018	-	1,373	1,373

For the period ended 31 March 2020

	Share Capital £'000	Profit and loss £'000	Total equity £'000
At 1st December 2018	-	1,373	1,373
Profit for financial period	-	9	9
Dividends payable	-	(97)	(97)
At 31 <sup>st</sup> March 2020	-	1,285	1,285

The notes on pages 9 to 15 form an integral part of the financial statements.

## Notes to the financial statements for the period ended 31 March 2020

### 1 Accounting policies

Solar Petroleum Limited (the “Company”) is a company limited by shares and incorporated, domiciled and registered in the UK. The registered number is 01753775 and the registered address is 302 Bridgewater Place, Birchwood Park, Birchwood, Warrington, WA3 6XG.

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”). The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The company’s ultimate parent undertaking, DCC plc, includes the company in its consolidated financial statements. In these financial statements, the company is considered to be a qualifying entity under FRS 102 paragraphs 1.8 to 1.12. The following exemptions available under FRS 102 in respect of certain disclosures for the company financial statements have been applied:

- The reconciliation of the number of shares outstanding from the beginning to the end of the period;
- Cash Flow Statement with related notes;
- Key management personnel compensation; and
- The disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

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

Judgements made by the directors in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material misstatement in the next period are discussed in note 15.

#### 1.1 Measurement convention

The financial statements are prepared on the historical cost basis and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year are set out below.

#### 1.2 Turnover

Turnover represents the invoiced value of goods supplied during the financial period excluding value added tax and is net of sales returns, trade discounts and rebates. Turnover is recognised on customer receipt of goods.

#### 1.3 Going concern

In previous years, the financial statements have been prepared on a going concern basis. On 10<sup>th</sup> May 2019 the company became non operational. Subsequent to this date it was determined that the Directors’ do not intend to acquire a replacement trade. Accordingly the Directors’ have not prepared the financial statements on a going concern basis. This had no impact on the measurement of the balances within the financial statements.

#### 1.4 Foreign currencies

Transactions in foreign currencies are translated to the Company’s functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date or the exchange rate of a related foreign exchange contract where appropriate. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

#### 1.5 Pension costs

The company operates defined contribution schemes for directors and employees. Contributions are charged to the Profit and Loss Account in the period to which they relate.

## Notes to the financial statements for the period ended 31 March 2020

### 1 Accounting policies (continued)

#### 1.6 Expenses

##### *Interest receivable and Interest payable*

Interest payable and similar charges include interest payable and finance leases recognised in profit or loss using the effective interest method, and net foreign exchange losses that are recognised in the Profit and Loss Account (see foreign currency accounting policy).

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue. Dividend income is recognised in the Profit and Loss Account on the date the entity's right to receive payments is established.

#### 1.7 Taxation

Tax on the profit or loss for the period comprises current and deferred tax. Tax is recognised in the Profit and Loss Account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous periods.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

#### 1.8 Basic financial instruments

##### *Trade and other debtors / creditors*

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs.

## Notes to the financial statements for the period ended 31 March 2020

### 1 Accounting policies (continued)

#### 1.9 Impairment

*Financial assets (including trade and other debtors)*

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

#### 1.10 Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. The company assesses at each reporting date whether tangible fixed assets are impaired.

The cost of tangible fixed assets is their purchase cost together with any incidental expenses of acquisition. Depreciation is calculated so as to write off the cost or valuation of tangible fixed assets less their estimated residual values, on a reducing balance basis over the estimated useful economic lives of the assets concerned on the following bases:

Leasehold improvements	nil
Plant and equipment	15% reducing balance
Fixtures and fittings	25% reducing balance
Motor vehicles	25% reducing balance

#### 1.11 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is based on the first-in first-out principle and includes expenditure incurred in acquiring the stocks, production or conversion costs and other costs in bringing them to their existing location and condition. In the case of manufactured stocks and work in progress, cost includes an appropriate share of overheads based on normal operating capacity.

### 2 Turnover

Analysis of turnover by geographical market:

	16 months to 31 <sup>st</sup> March 2020 £'000	Year to 30 <sup>th</sup> November 2018 £'000
United Kingdom	768	1,806
Other European countries	327	648
	<b>1,095</b>	<b>2,454</b>

### 3 Auditor remuneration

Auditor's remuneration in respect of the audit of these financial statements of £10,800 was borne by a fellow group company (2018: £nil).

## Notes to the financial statements for the period ended 31 March 2020

### 4 Employee Information

	16 months to 31 <sup>st</sup> Mar 2020	Year to 30 <sup>th</sup> Nov 2018
	£'000	£'000
<b>Staff Costs</b>		
Wages and salaries	103	77
Social security costs	9	1
Other pension costs	1	82
Other staff costs	1	2
	<u>114</u>	<u>161</u>

Average monthly numbers of persons employed by the company (including directors) during the financial period of 12 (2018: 12).

### 5 Net operating expenses

	16 months to 31 <sup>st</sup> Mar 2020	Year to 30 <sup>th</sup> Nov 2018
	£'000	£'000
Distribution expenses	53	138
Administration expenses	257	355
	<u>310</u>	<u>493</u>

### 6 Directors Remuneration

	16 months to 31 <sup>st</sup> Mar 2020	Year to 30 <sup>th</sup> Nov 2018
	£'000	£'000
Directors' emoluments	<u>12</u>	<u>108</u>

The aggregate of the emoluments of the highest paid director was £5,000. No retirement benefits are accruing to the directors (2018: £Nil).

## Notes to the financial statements for the period ended 31 March 2020

### 7 Taxation

Total tax expense recognised in the profit and loss account.

	16 months to 31 <sup>st</sup> Mar 2020	Year to 30 <sup>th</sup> Nov 2018
	£'000	£'000
<b>Current tax</b>		
UK corporation tax on profit for the period	33	48

The tax assessed for the financial year is lower (2018: no difference) than the standard rate of Corporation Tax in the UK of 19% (2018: 19%) applied to the profit before tax. The differences are explained below.

#### Reconciliation of effective tax rate

	16 months to 31 <sup>st</sup> Mar 2020	Year to 30 <sup>th</sup> Nov 2018
	£'000	£'000
<b>Current tax</b>		
Profit for the period	9	204
Total tax expense	33	48
Profit excluding taxation	42	252
<b>Profit before taxation</b>	42	252
Profit for the year multiplied by the standard rate of corporation tax in the UK 19% (2018: 19%)	8	48
<b>Effects of:</b>		
Expenses not deductible for tax purposes	25	-
<b>Total tax expense included in profit</b>	33	48

### 8 Tangible assets

	Leasehold improvements £'000	Plant and equipment £'000	Fixtures and fittings £'000	Motor Vehicles £'000	Total £'000
<b>Cost</b>					
At 1 December 2018	20	592	116	68	796
Disposals	(20)	(592)	(116)	(68)	(796)
<b>At 31 March 2020</b>	-	-	-	-	-
<b>Accumulated depreciation</b>					
At 1 December 2018	-	509	103	44	656
Charge for the period	-	6	1	3	10
Eliminated on disposal	-	(515)	(104)	(47)	(666)
<b>At 31 March 2020</b>	-	-	-	-	-
<b>Net book value</b>					
At 1 December 2018	20	83	13	24	140
<b>At 31 March 2020</b>	-	-	-	-	-

## Notes to the financial statements for the period ended 31 March 2020

### 9 Stocks

No stock was held at the period end (2018: £567,000). Raw materials, consumables and changes in finished goods and work in progress recognised as cost of sales in the period amounted to £684,980 (2018: £1,524,002).

### 10 Debtors

	2020	2018
	£'000	£'000
Amounts owed by group undertakings	3,286	-
Trade debtors	-	444
Other debtors	-	36
	<u>3,286</u>	<u>480</u>

### 11 Creditors: amounts falling due within one year

	2020	2018
	£'000	£'000
Trade creditors	-	273
Amounts owed to group undertakings	2,001	1,847
Other taxation and social security	-	32
Accruals and deferred income	-	30
Corporation tax	-	46
	<u>2,001</u>	<u>2,228</u>

### 12 Capital and reserves

#### Share capital

	2020	2018
	£'000	£'000
<i>Allotted, called up and fully paid</i>		
102 (2018: 102) ordinary shares of £1 each	-	-

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

### 13 Related party disclosures

The parent company is included in the consolidated financial statements of DCC plc group and therefore the Company takes exemption from disclosing transactions with related parties that are part of the DCC plc group.



**Notes to the financial statements for the period ended 31 March 2020****14 Ultimate parent undertaking and ultimate controlling party**

The immediate parent undertaking is Dev Plant Hire Limited, a company incorporated in England and Wales. Group financial statements for this company are not prepared.

The ultimate parent undertaking and controlling party is DCC plc, a company incorporated in and operating in the Republic of Ireland. Copies of the DCC plc consolidated financial statements may be obtained from the Companies' Registrar, Parnell House, 14 Parnell Square, Dublin 1.

DCC plc is the parent undertaking of the only group to consolidate these financial statements.

**15 Accounting estimates and judgements**

For financial reporting purposes, the directors have not identified any key sources of estimation uncertainty or critical judgments.