

MANOR MARINE UK LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS YEAR
ENDED 31 MARCH 2020

WEDNESDAY



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23/12/2020
COMPANIES HOUSE

Edwards & Keeping

Chartered Accountants

MANOR MARINE UK LIMITED

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MANOR MARINE UK LIMITED

COMPANY INFORMATION

Directors	Mr Eric William Briar Mr Tobias John Mead
Registered office	Manor Offices Portland Port Business Centre Castletown Portland Dorset DT5 1PB
Auditors	Edwards & Keeping Chartered Accountants Unity Chambers 34 High East Street Dorchester Dorset DT1 1HA

MANOR MARINE UK LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2020

	2020	2019
	£	£
Profit for the year	<u>24,836</u>	<u>499,571</u>
Total comprehensive income for the year	<u><u>24,836</u></u>	<u><u>499,571</u></u>

MANOR MARINE UK LIMITED

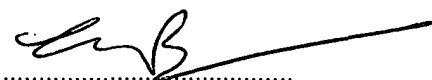
(REGISTRATION NUMBER: 02590501)
BALANCE SHEET AS AT 31 MARCH 2020

	Note	2020		2019	
		£	£	£	£
Fixed assets					
Tangible assets	6		780,581		472,906
Investments	7		-		24,120
			<u>780,581</u>		<u>497,026</u>
Current assets					
Stocks	8	65,000		65,000	
Debtors	9	3,064,620		1,587,134	
Cash at bank and in hand		<u>223,741</u>		<u>1,302,203</u>	
		3,353,361		2,954,337	
Creditors: Amounts falling due within one year	10	<u>(1,297,627)</u>		<u>(781,078)</u>	
Net current assets			<u>2,055,734</u>		<u>2,173,259</u>
Total assets less current liabilities			2,836,315		2,670,285
Creditors: Amounts falling due after more than one year	10		(119,058)		-
Provisions for liabilities			<u>(56,632)</u>		<u>(34,496)</u>
Net assets			<u>2,660,625</u>		<u>2,635,789</u>
Capital and reserves					
Called up share capital		500		500	
Capital redemption reserve		500		500	
Profit and loss account		<u>2,659,625</u>		<u>2,634,789</u>	
Total equity			<u>2,660,625</u>		<u>2,635,789</u>

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

Approved and authorised by the Board for issue on 27/11/20 and signed on its behalf by:



Mr Eric William Briar
Director

MANOR MARINE UK LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2020**

	Share capital £	Capital redemption reserve £	Profit and loss account £	Total £
At 1 April 2019	500	500	2,634,789	2,635,789
Profit for the year	-	-	24,836	24,836
Total comprehensive income	-	-	24,836	24,836
At 31 March 2020	500	500	2,659,625	2,660,625

	Share capital £	Capital redemption reserve £	Profit and loss account £	Total £
At 1 April 2018	500	500	2,135,218	2,136,218
Profit for the year	-	-	499,571	499,571
Total comprehensive income	-	-	499,571	499,571
At 31 March 2019	500	500	2,634,789	2,635,789

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

1 General information

The company is a private company limited by share capital, incorporated in England.

The address of its registered office is:

Manor Offices
Portland Port Business Centre
Castletown
Portland
Dorset
DT5 1PB

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention.

Group accounts not prepared

The Company is exempt from preparing group accounts as it is included within the group accounts of the parent company of the group.

Audit report

The Independent Auditors' Report was unqualified. The name of the Senior Statutory Auditor who signed the audit report on 18 December 2020 was Howard Jones BA (Hons) FCCA, who signed for and on behalf of Edwards & Keeping.

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the company's activities. Turnover is shown net of value added tax, returns, rebates and discounts.

The company recognises revenue when:

The amount of revenue can be reliably measured;
it is probable that future economic benefits will flow to the entity;
and specific criteria have been met for each of the company's activities.

Contract revenue recognition

Profit is recognised on long-term contracts, if the final outcome can be assessed with reasonable certainty, by including in the profit and loss account turnover and related costs as contract activity progresses. Turnover is calculated as that proportion of total contract value which costs to date bear to total expected costs for that contract.

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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

Deferred tax is recognised in respect of all timing differences between taxable profits and profits reported in the financial statements.

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

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference, except for revalued land and investment property where the tax rate that applies to the sale of the asset is used.

Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Short leasehold land and buildings	Over the term of the lease or the expected useful economic life if shorter
Heavy plant and machinery	25% straight line
Chimera, MTV barge and RIB	2% straight line
Other plant and machinery	Boat lift 15% straight line/other plant and machinery 10% straight line
Motor vehicles	25% straight line
Office equipment	20% straight line
Computer equipment	25% straight line

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

Investments

Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

The cost of finished goods comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. At each reporting date, stocks are assessed for impairment. If stocks are impaired, the carrying amount is reduced to its selling price less costs to complete and sell; the impairment loss is recognised immediately in profit or loss.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee.

Assets held under finance leases are recognised at the lower of their fair value at inception of the lease and the present value of the minimum lease payments. These assets are depreciated on a straight-line basis over the shorter of the useful life of the asset and the lease term. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation.

Lease payments are apportioned between finance costs in the Profit and Loss Account and reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

3 Staff numbers

The average number of persons employed by the company (including directors) during the year, was 48 (2019 - 45).

4 Auditors' remuneration

	2020 £	2019 £
Audit of the financial statements	<u>8,500</u>	<u>8,000</u>

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

5 Profit before tax

Arrived at after charging/(crediting)

	2020 £	2019 £
Depreciation expense	90,107	104,785
Loss on disposal of tangible fixed assets	4,714	15,096
Income from shares in group undertakings	<u>(23,900)</u>	<u>-</u>

During the year the company realised a loss of £24,020 upon the strike off of its dormant subsidiary which is referred to in note 7.

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

6 Tangible assets

	Short leasehold land and buildings £	Plant and machinery £	Office equipment £	Motor vehicles £	Total £
Cost					
At 1 April 2019	437,757	692,640	36,208	66,580	1,233,185
Transfer	(22,500)	22,500	-	-	-
Additions	132,290	283,142	10,998	-	426,430
Disposals	(500)	(19,650)	(1,490)	(42,585)	(64,225)
At 31 March 2020	<u>547,047</u>	<u>978,632</u>	<u>45,716</u>	<u>23,995</u>	<u>1,595,390</u>
Depreciation					
At 1 April 2019	220,155	489,684	16,121	34,320	760,280
Charge for the year	17,732	52,476	9,499	10,399	90,106
Eliminated on disposal	(317)	(6,320)	(1,451)	(27,489)	(35,577)
At 31 March 2020	<u>237,570</u>	<u>535,840</u>	<u>24,169</u>	<u>17,230</u>	<u>814,809</u>
Carrying amount					
At 31 March 2020	<u>309,477</u>	<u>442,792</u>	<u>21,547</u>	<u>6,765</u>	<u>780,581</u>
At 31 March 2019	<u>217,602</u>	<u>202,956</u>	<u>20,088</u>	<u>32,260</u>	<u>472,906</u>

7 Investments

	2020 £	2019 £
Investments in subsidiaries	-	24,120
Subsidiaries		£
Cost		
At 1 April 2019 and 31 March 2020		24,120
Disposals		(24,120)
At 31 March 2020		-
Carrying amount		
At 31 March 2020		-
At 31 March 2019		24,120

Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2020	2019
Subsidiary undertakings				
Manor Marine Ltd	Manor Offices Portland Port Business Centre Castletown Portland Dorset DT5 1PB England	Ordinary	0%	100%

The principal activity of Manor Marine Ltd is dormant (dissolved 4 February 2020)

The profit for the financial period of Manor Marine Ltd was £- and the aggregate amount of capital and reserves at the end of the period was £Nil.

8 Stocks

	2020 £	2019 £
Raw materials and consumables	<u>65,000</u>	<u>65,000</u>

9 Debtors

	Note	2020 £	2019 £
Trade debtors		82,365	659,597
Amounts owed by group undertakings	13	2,080,512	853,207
Prepayments and accrued income		247,379	59,545
Gross amount due from customers for contract work		488,789	-
Other debtors		<u>165,575</u>	<u>14,785</u>
		<u>3,064,620</u>	<u>1,587,134</u>

10 Creditors

Creditors: amounts falling due within one year

	Note	2020 £	2019 £
Due within one year			
Bank loans and overdrafts		27,012	-
Trade creditors		863,679	224,574
Amounts owed to group undertakings	13	-	24,000
Taxation and social security		36,633	253,821
Gross amount due to customers for contract work		73,130	-
Other creditors		<u>297,173</u>	<u>278,683</u>
		<u>1,297,627</u>	<u>781,078</u>

Creditors include obligations under finance lease and hire purchase contracts which are secured of £27,012 (2019 - £nil).

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

Creditors: amounts falling due after more than one year

	Note	2020 £	2019 £
Due after one year			
Loans and borrowings		<u>119,058</u>	<u>-</u>

Creditors include obligations under finance lease and hire purchase contracts which are secured of £119,058 (2019 - £nil).

11 Share capital

Allotted, called up and fully paid shares

	No.	2020 £	No.	2019 £
Ordinary shares of £1 each	<u>500</u>	<u>500</u>	<u>500</u>	<u>500</u>

12 Financial commitments, guarantees and contingencies

Amounts not provided for in the balance sheet

The total amount of financial commitments not included in the balance sheet is £2,136,511 (2019 - £1,669,058). Consisting of:

Financial commitments

Property lease ending December 2030 - total commitment over lease term - £nil (2019 - £1,344,638)

Property lease ending February 2024 - total commitment over lease term - £10,800 (2019 - £189,420)

Property lease ending October 2044 - total commitment over lease term - £2,125,711 (2019 - £nil)

Capital commitments

Acquisition of electric winch system - £nil (2019 - £135,000)

The assets of this company are subject to charges arising from finance arrangements secured by the ultimate parent company, Manor Energy Group Limited.

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

13 Related party transactions

Summary of transactions with parent

Manor Renewable Energy Limited

(Manor Renewable Energy Limited is the parent company of Manor Marine UK Limited)

During the year the company has provided engineering and manufacturing services and administration support to Manor Renewable Energy Limited on commercial terms.

Summary of transactions with entities with joint control or significant interest

Hardy Green Limited (to 13 September 2019 when Mr John Tye resigned as a director of Manor Marine UK Limited)

(Mr John Tye is both a director and shareholder of Hardy Green Limited)

During the period the company received project management and engineering services from Hardy Green Limited on commercial terms.

Summary of transactions with subsidiaries

The interest free loan provided by the subsidiary, Manor Marine Ltd., that was repayable on demand, was cleared in the year by way of a dividend, with the small balance remaining being written-off as part of the loss on disposal of the investment due to Manor Marine Ltd being dissolved on 4 February 2020.

14 Parent and ultimate parent undertaking

The company is a wholly owned subsidiary of Manor Renewable Energy Limited

The company's immediate parent is Manor Renewable Energy Limited, incorporated in England.

The ultimate parent is Manor Energy Group Limited, incorporated in England.

The most senior parent entity producing publicly available financial statements is Manor Energy Group Limited. These financial statements are available upon request from Companies House.

The parent of the largest group in which these financial statements are consolidated is Manor Energy Group Limited, incorporated in England.

The address of Manor Energy Group Limited is:

Manor Offices

Portland Port Business Centre

Castletown

Portland

Dorset

DT5 1PB

The parent of the smallest group in which these financial statements are consolidated is Manor Energy Group Limited, incorporated in England.

MANOR MARINE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

The address of Manor Energy Group Limited is:

Manor Offices
Portland Port Business Centre
Castletown
Portland
Dorset
DT5 1PB

15 Non adjusting events after the financial period

In August 2020 the Company entered into a lease agreement with Portland Port Limited in relation to the ROV Building at Portland Port. The lease is for the term of 10 years beginning on 1 August 2020 and ending on 31 July 2030 (with a Break Date 1 August 2025). The total rent payable from 1 August 2020 to 31 July 2025 (Review Date) is £450,000 excluding VAT. Thereafter the rent will be as reviewed in accordance with the rent review provisions contained in the lease.

As agreed with the landlord, in July 2020 the company took early exit from the 10 year term lease, commencing 1 March 2014, in respect of the Old Lime Kiln building at Portland.