

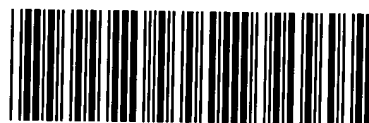
Registration number: 03517200

# Vinters Limited

Unaudited Annual Report and Financial Statements

for the year ended 31 December 2021

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## **Vinters Limited**

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## **Vinters Limited**

### **Company Information**

**Directors** Nicola Carroll  
Tiziana Iacolino

**Registered number** 03517200

**Registered office** Moor Lane  
Derby  
Derbyshire  
DE24 8BJ

**Vinters Limited**  
**Strategic Report**  
**for the Year Ended 31 December 2021**

The Directors present their Strategic Report on Vinters Limited (the Company), together with the unaudited Financial Statements for the year ended 31 December 2021.

**Principal activities**

The principal activity of the Company is that of a holding company. The Company had no other activities during the current or prior financial year.

**Business review**

The Company has not traded during the year or the preceding financial year. During these years, the Company received no income and incurred no expenditure and therefore made neither a profit nor loss.

The net liabilities of the Company at 31 December 2021 and 31 December 2020 were £10,000.

**Key performance indicators**

Given the nature of the Company's activities, the Directors believe that key performance indicators are not necessary or appropriate in understanding the Company's specific development, performance, or the position of the business.

**Principal risks and uncertainties**

The Company acts in accordance with policies set by Rolls-Royce Holdings plc. The Rolls-Royce Holdings plc group has an established and structured approach to risk management, detailed in the Rolls-Royce Holdings plc group Annual Report which is publicly available from the address in note 9.

**Section 172(1) statement**

Section 172 of the Companies Act 2006 requires a director of a company to act in the way 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. In doing this, Section 172 requires a director to have regard, amongst other matters, to the:

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

To discharge their Section 172 duties, the Company's Directors had regard to the factors set out above in making the principal decisions taken by the Company.

The Company's key stakeholder is its immediate parent, Rolls-Royce plc. The Company's Directors believe that, individually and together, they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, having regard to the stakeholders and matters set out in s172(1)(a-f) of the Companies Act 2006 in the decisions taken during the year ended 31 December 2021.

## **Vinters Limited**

### **Strategic Report for the year ended 31 December 2021 (continued)**

#### **Section 172(1) statement (continued)**

From the perspective of the Company's Directors, as a result of the Rolls-Royce Holdings plc group governance structure, the Rolls-Royce Holdings plc board of directors have taken the lead in carrying out the duties of a board in respect of the Company's other stakeholders. The Company's Directors have also considered relevant matters where appropriate to the Company. As the Company is an immediate holding company and has not traded during the year ended 31 December 2021, consideration of the business relationships with the Company's wider stakeholders; the impact of the Company's operations on the environment and communities in which it operates; and the Company's compliance in relation to safeguarding of human rights and community relationships is not applicable.

Culture is a combination of the values, attitudes and behaviours demonstrated by the Company in its activities and relations with stakeholders. The Company embodies and demonstrates the desired culture of the Rolls-Royce Holdings plc group to maintain a reputation for high standards of business conduct through the adoption of the Group Policy manual which ensures that the Company embodies the philosophy to act with integrity and is trusted to deliver excellence. Further details on the Group Policy manual and the policies the Company adopts can be found in the Rolls-Royce Holdings plc Annual Report which is publicly available from the address in note 9.

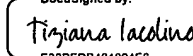
#### **Climate-related corporate reporting**

The Company adopts the policies and frameworks set by the Rolls-Royce Holdings plc group which include the sustainability measures set out in the Rolls-Royce Holdings plc Annual Report on pages 34 to 45. The Company is aligned to the objectives of the Rolls-Royce Holdings plc group. The Directors fully recognise their responsibility to have regard to the impact of the Company's operations on the community and environment.

#### **Streamlined Energy & Carbon Reporting (SECR)**

The Company is a subsidiary of the Rolls-Royce Holdings plc group and therefore the SECR disclosures required in relation to both Rolls-Royce Holdings plc and the Company have been included in the Rolls-Royce Holdings plc Annual Report on page 212. The Rolls-Royce Holdings plc Annual Report has been prepared for the same financial year as the Company.

Approved by the Board on 28 April 2022 and signed on its behalf by:

DocuSigned by:  
  
E388FDB481894E8...  
Tiziana Iacolino  
Director

**Vinters Limited**  
**Directors' Report**  
**for the year ended 31 December 2021**

The Directors present their Directors' Report on the Company, together with the unaudited Financial Statements for the year ended 31 December 2021.

**Directors**

The Directors who held office during the year and up to the date of signing the Financial Statements were as follows:

Nicola Carroll (appointed 15 January 2021)

Jacqueline Gentles (resigned 15 January 2021)

Tiziana Iacolino

**Qualifying third-party indemnity provisions**

The Company has made qualifying third-party indemnity provisions for the benefit of its Directors which were in place during the year and remain in force at the date of the approval of this Directors' Report.

**Results and dividends**

The Company made £Nil result after taxation for the year (2020 audited: £Nil). The net liabilities of the Company are £10,000 (2020 audited: £10,000).

The Directors do not recommend the payment of a dividend (2020 audited: £Nil).

**Future developments**

The Directors do not expect any change to the level of activity for the foreseeable future. The Company will continue to hold investments in subsidiaries of the Rolls-Royce Holdings plc group.

**Financial risk management**

Despite holding investments in subsidiary companies, all of the Company's investment balances have been fully impaired to nil carrying value in previous years. The Company's net liabilities amount to £10,000 and relate to an intercompany creditor balance. The Company is reliant on support from its parent undertaking to settle any liabilities that may arise. The Directors have received written confirmation from the Company's parent undertaking as set out in the Going Concern section (note 2).

**Going concern**

The Financial Statements have been prepared on a going concern basis. The Company is non-trading, with no foreseeable working capital requirements. The Company has net liabilities of £10,000 (2020 audited: £10,000), primarily as the result of amounts owed to group undertakings and continues to be reliant upon its immediate parent undertaking for ongoing financial support.

Rolls-Royce plc, a parent undertaking, has provided written confirmation of its intention to continue to provide financial support, as necessary, for a period of at least 12 months from the date of signing these Financial Statements, to ensure the Company has adequate resources to maintain its operational existence and to meet its financial demands for the foreseeable future. After considering the above, the Directors are satisfied that it remains appropriate to prepare the Company Financial Statements on a going concern basis.

**Engagement with suppliers, customers and others**

As the Company is an immediate holding company and has not traded during the year ended 31 December 2021, consideration of the Directors' engagement with the Company's wider stakeholders is not applicable.

## **Vinters Limited**

### **Directors' Report for the year ended 31 December 2021 (continued)**

#### **Statement of Directors' Responsibilities in respect of the Financial Statements**

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare Financial Statements for each financial year. Under that law the Directors have prepared the Financial Statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

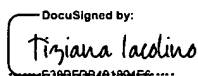
Under company law, the Directors must not approve the Financial Statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing the Financial Statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements comply with the Companies Act 2006.

Approved by the Board on 28 April 2022 and signed on its behalf by:

DocuSigned by:  
  
E38BF0B481804E6:.....  
Tiziana Iacolino  
Director

**Vinters Limited**  
**Balance Sheet**  
**as at 31 December 2021**  
**(Registration number: 03517200)**

		<b>2021</b>	<b>2020</b>
	<b>Note</b>	<b>Unaudited £000</b>	<b>Audited £000</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	6	<u>(10)</u>	<u>(10)</u>
<b>Net liabilities</b>		<u><b>(10)</b></u>	<u><b>(10)</b></u>
<b>Equity</b>			
Called up share capital	7	57,958	57,958
Share premium		4,078	4,078
Accumulated losses		<u>(62,046)</u>	<u>(62,046)</u>
<b>Total equity</b>		<u><b>(10)</b></u>	<u><b>(10)</b></u>

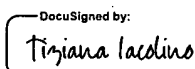
The Company has not traded during the year or the preceding financial year. During these years, the Company received no income and incurred no expenditure and therefore made neither a profit nor loss.

For the year ending 31 December 2021 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 (the Act) relating to subsidiary companies.

The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Act.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The Financial Statements on pages 6 to 15 were approved and authorised for issue by the Directors on 28 April 2022 and signed on its behalf by:

DocuSigned by:  
  
 E908FDB484894E6.....  
 Tiziana Iacolino  
 Director

The notes on pages 8 to 15 form an integral part of these Financial Statements.



**Vinters Limited****Statement of Changes in Equity  
for the year ended 31 December 2021**

	<b>Called up share capital</b>	<b>Share premium</b>	<b>Accumulated losses</b>	<b>Total</b>
	<b>Unaudited</b>	<b>Unaudited</b>	<b>Unaudited</b>	<b>Unaudited</b>
	<b>£ 000</b>	<b>£ 000</b>	<b>£ 000</b>	<b>£ 000</b>
At 1 January 2021	57,958	4,078	(62,046)	(10)
At 31 December 2021	57,958	4,078	(62,046)	(10)

	<b>Called up share capital</b>	<b>Share premium</b>	<b>Accumulated losses</b>	<b>Total</b>
	<b>Audited</b>	<b>Audited</b>	<b>Audited</b>	<b>Audited</b>
	<b>£ 000</b>	<b>£ 000</b>	<b>£ 000</b>	<b>£ 000</b>
At 1 January 2020	57,958	4,078	(62,046)	(10)
At 31 December 2020	57,958	4,078	(62,046)	(10)

The notes on pages 8 to 15 form an integral part of these Financial Statements.

## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021

#### 1 General information

The Company is a private company limited by shares, incorporated and domiciled in England. Vinters Limited is a holding company. The Company had no activity during either the current or prior financial year.

The address of its registered office is:

Moor Lane  
Derby  
Derbyshire  
DE24 8BJ  
England

#### 2 Significant accounting policies

The significant accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these Financial Statements.

##### Basis of preparation

The Financial Statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The Financial Statements have been prepared under the historical cost convention, and in accordance with the Companies Act 2006.

In these Financial Statements the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- The following paragraphs of IAS 1 *Presentation of financial statements*:
  - 10(d) (statement of cash flows);
  - 16 (statement of compliance with all IFRS);
  - 111 (statement of cash flows information); and
  - 134-136 (capital management disclosures).
- IAS 7 *Statement of cash flows*
- Paragraphs 30 and 31 of IAS 8 *Accounting policies, changes in accounting estimates and errors* (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- Paragraph 17 of IAS 24 *Related party disclosures* (key management compensation)
- The requirements in IAS 24 *Related party disclosures* to disclose related party transactions entered into between two or more members of a group.

##### Exemption from preparing group accounts

The Financial Statements contain information about Vinters Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare Consolidated Financial Statements as it and its subsidiary undertakings are included in the Consolidated Financial Statements of its immediate parent, Rolls-Royce plc, a company incorporated in the United Kingdom, which are publicly available. The address of the parent company's registered address is set out in note 9.

##### New standards, amendments and IFRIC interpretations

There are no amendments to accounting standards, no new standards or IFRIC interpretations that are effective for the year ended 31 December 2021 that have a material impact on the Company's Financial Statements.

## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021 (continued)

#### 2 Significant accounting policies (continued)

##### **Critical accounting estimates and judgements**

The preparation of Financial Statements requires the use of certain critical accounting estimates. It also requires the Directors to exercise their judgement in the process of applying the Company's accounting policies. The Financial Statements are not considered to contain any area involving a higher degree of judgement or complexity, for the year ended 31 December 2021 and 31 December 2020, and therefore no further considerations are required.

##### **Going concern**

The Financial Statements have been prepared on a going concern basis. The Company is non-trading, with no foreseeable working capital requirements. The Company has net liabilities of £10,000 (2020 audited: £10,000), primarily as the result of amounts owed to group undertakings and continues to be reliant upon its immediate parent undertaking for ongoing financial support.

Rolls-Royce plc, a parent undertaking, has provided written confirmation of its intention to continue to provide financial support, as necessary, for a period of at least 12 months from the date of signing these Financial Statements, to ensure the Company has adequate resources to maintain its operational existence and to meet its financial demands for the foreseeable future. After considering the above, the Directors are satisfied that it remains appropriate to prepare the Company Financial Statements on a going concern basis.

##### **Functional and presentational currency**

The functional and presentational currency of the Company is Pound Sterling.

All amounts in the Financial Statements and notes have been rounded to the nearest thousand Pound Sterling, unless otherwise stated.

##### **Investments**

Investments held as non-current assets are shown at cost less accumulated impairment losses.

##### **Impairment of non-current assets**

Impairment of non-current assets is considered in accordance with IAS 36 *Impairment of assets* and are assessed for any indication of impairment annually. If any indication of impairment is identified, an impairment test is performed to estimate the recoverable amount.

##### **Financial liabilities**

Financial liabilities relate to amounts owed to group undertakings and are measured at amortised cost.

##### **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.

#### 3 Auditors' remuneration

During the year no (2020 audited: £7,000) fees were incurred for the audit of the Company Financial Statements following the accounts being exempt from audit under section 479A. In the year to 31 December 2020, the fees were paid by Rolls-Royce plc, its immediate parent company, on behalf of the Company and not recharged. No (2020 audited: no) amounts were paid to the auditors for non-audit services.

## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021 (continued)

#### 4 Staff and Directors costs

The Company has no employees (2020 audited: none). The Directors did not receive any remuneration (2020 audited: £Nil) for qualifying services to the Company.

All Directors fees or emoluments were paid by Rolls-Royce plc, its immediate parent company, and the amount attributable to the qualifying services provided by the Directors to the Company cannot be reliably estimated. No charge has been made in the current or prior years for the services of Directors.

#### 5 Investments

The cost of investments has previously been fully impaired and has a £Nil carrying value (2020 audited: £Nil).

The following were subsidiary undertakings / participating interest of the Company as at 31 December 2021:

\*\*indicates a direct shareholding by the Company.

Company name	Share class	Address	% Holding 2021
Brown Brothers & Company Limited <sup>1</sup>	Ordinary	Taxiway, Hillend Industrial Estate, Dalgety Bay, Dunfermline, Fife, KY11 9JT, Scotland	100%
Karl Maybach-Hilfe GmbH	Capital Stock	Maybachplatz 1, 88045, Friedrichshafen, Germany	100%
Kinolt FZE <sup>2</sup>	Ordinary	Warehouse Number FZLIU10BD09, Liu 10, BD09 Jafza South Jebel Ali Free Zone, PO Box 263346, Dubai, United Arab Emirates	100%
Kinolt Immo SA	Ordinary	Rue de l'Avenir 61, 4460, Grace-Hollogne, Belgium	100%
Kinolt Immobilien SA	Ordinary	Rue de l'Avenir 61, 4460, Grace-Hollogne, Belgium	100%
Kinolt LLC <sup>2</sup>	Ordinary	Electrozavodskaya str, 33, bld.5, floor 4, room VII, office 12, Moscow, 107076, Russia	100%
Kinolt Sistemas de UPS Limitada	Ordinary	Alameda dos Maracatins 780-2502, Indianapolis 04089-001, Sao Paulo, Brazil	100%
Kinolt Sistemas de UPS SpA	Ordinary	Bucarest No 17 Oficina, No 33, Previdencia, Santiago, Chile	100%
Kinolt Trading and Contracting LLC	Ordinary	REGUS Service Office, Office No. 1034, Shoumoukh Tower, 10th Floor, Tower B, C-Ring Road, Al Sadd, PO Box 207207, Doha, Qatar	49%
Kinolt UK Limited	Ordinary	101/102 Cirencester Business Park, Love Lane, Cirencester, GL7 1XD, United Kingdom	100%

## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021 (continued)

#### 5 Investments (continued)

Company name	Share class	Address	% Holding 2021
LLC Rolls-Royce Solutions Rus	Ordinary	Shabolovka Street 2, 119049, Moscow, Russian Federation	100%
MTU India Private Limited	Ordinary	6th Floor, RM2 Galleria S/Y No. 144 Bengalura, Bangalore, Kamataka 560064, India	100%
MTU Polska Sp. Z.o.o.	Ordinary	Ul. Lekka 3., Lokal U4. Raum, PLZ: 01-910, Ort: Warszawa, Poland	100%
No Break Power Limited <sup>1</sup>	Ordinary	Unit 29 Birches Industrial Estate, East Grinstead, England, RH19 1XZ	100%
Powerfield Limited <sup>1</sup>	Ordinary	Moor Lane, Derby, Derbyshire, DE24 8BJ, England	100%
PT Rolls Royce Solutions Indonesia	Ordinary	Secure Building Blok B, Jl. Raya Protokol Halim, Perdanakusuma Jakarta, 13610, Indonesia	100%
Rolls-Royce Japan Co, Ltd	Ordinary	31 Floor, Kasumigaseki building, Chiyoda-Ku, Tokyo 100-6031, Japan	100%
Rolls-Royce Power Systems AG	Ordinary	1 Maybachplatz, 88045, Friedrichshafen, Germany	100%
Rolls-Royce Solutions Africa (Pty) Ltd	Capital Stock	36 Marconi Street, Montague Gardens, Cape Town, 7441, South Africa	100%
Rolls-Royce Solutions America Inc.	Ordinary	Corporation Service Company, 251 Little Falls Drive, Wilmington Delaware 19808, United States	100%
Rolls-Royce Solutions Asia Pte. Ltd.	Ordinary	10 Tukang Innovation Drive, Singapore 618302	100%
Rolls-Royce Solutions Augsburg GmbH	Capital Stock	Dasinger Strasse 11, 86165, Augsburg, Germany	100%
Rolls-Royce Solutions Berlin GmbH <sup>3</sup>	Common Seed Preferred Series A Preferred	Villa Rathenau, Wilhelminenhofstrasse 75 12459, Berlin, Germany	85.81%
Rolls-Royce Solutions Benelux BV.	Ordinary	Merwedestraat 86, 3313 CS, Dordrecht, Netherlands	100%
Rolls-Royce Solutions Brasil Limitada	Quotas	Via Anhanguera, KM 29203, 05276-000 Sao Paulo SP Brazil	100%

**Vinters Limited****Notes to the Financial Statements  
for the year ended 31 December 2021 (continued)****5 Investments (continued)**

<b>Company name</b>	<b>Share class</b>	<b>Address</b>	<b>% Holding 2021</b>
Rolls-Royce Solutions Enerji Deniz Ve Savunma Anonim Şirketi	Ordinary	Hatira Solak, No. 5, Omerli Mahellesi, 34555 Arnavutköy, Istanbul, Turkey	100%
Rolls-Royce Solutions France S.A.S	Ordinary	Immeuble Colorado, 8/10 Rue Rosa Luxembourg-Parc des Bellevues, 95610 Eragny-sur-Oise, France	100%
Rolls-Royce Solutions GmbH	Capital Stock	1 Maybachplatz, 88045 Friedrichshafen, Germany	100%
Rolls-Royce Solutions Hong Kong Ltd	Ordinary	No.8 Hart Avenue, Unit D, 8th Floor, Tsim Sha Tsui, Kowloon, Hong Kong	100%
Rolls-Royce Solutions Ibérica S.L.U	Ordinary	Calle Copérnico 26-28, 28823 Coslada, Madrid, Spain	100%
Rolls-Royce Solutions Israel Ltd	Ordinary	4 Ha'Alon Street, South Building, Third Floor, 4059300 Kfar Neter, Israel	100%
Rolls-Royce Solutions Italia S.R.L.	Capital Stock	Via Aurelia Nord, 328, 19021 Arcola (SP), Italy	100%
Rolls-Royce Solutions Japan Co. Limited	Ordinary	Resorttrust Building 4-14-3, Nishitenma Kita-ku, Osaka, Japan	100%
Rolls-Royce Solutions Korea Limited	Ordinary	22nd Floor, Olive Tower, 41 Sejongdaero 9 gil, Junggo, 100-737, Seoul, Republic of Korea	100%
Rolls-Royce Solutions Liège Holding S.A.	Ordinary	Rue de l'Avenir 61, 4460, Grace- Hollogne, Belgium	100%
Rolls-Royce Solutions Liège S.A.	Ordinary	Rue de l'Avenir 61, 4460, Grace- Hollogne, Belgium	100%
Rolls-Royce Solutions Magdeburg GmbH	Capital Stock	Friedrich-List-Strasse 8, 39122 Magdeburg, Germany	100%
Rolls-Royce Solutions Middle East FZE	Ordinary	S3B5SR06, Jebel Ali Free Zone, P.O. Box 61141 Dubai, United Arab Emirates	100%

## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021 (continued)

#### 5 Investments (continued)

Company name	Share class	Address	% Holding 2021
Rolls-Royce Solutions Middle East FZE	Ordinary	S3B5SR06, Jebel Ali Free Zone, P.O. Box 61141 Dubai, United Arab Emirates	100%
Rolls-Royce Solutions Ruhstorf GmbH	Capital Stock	8 Rotthofer Straße, 94099 Ruhstorf a.d. Rott, Germany	75.1%
Rolls-Royce Solutions South Africa (Pty) Ltd	Ordinary	36 Marconi Street, Montague Gardens, Cape Town, 7441 South Africa	100%
Rolls-Royce Solutions (Suzhou) Co. Ltd.	Ordinary	9 Long Yun Rd, Suzhou Industrial Park, Suzhou 215024 Jiang Su, China	100%
Rolls-Royce Solutions Willich GmbH	Ordinary	Konrad-Zuse-Str. 3, 47877, Willich, Germany	100%
Rolls-Royce Solutions UK Limited	Ordinary	Moor Lane, Derby, Derbyshire, England, DE24 8BJ	100%
Ross Ceramics Limited	Ordinary	Moor Lane, Derby, Derbyshire, DE24 8BJ, England	100%
Servowatch Systems Limited	Ordinary	Endeavour House, Benbridge Industrial Estate, Holloway Road, Heybridge, Essex, CM9 4ER United Kingdom	100%
Timec 1487 Limited <sup>1</sup>	Ordinary	Kings Place, 90 York Way, London, N1 9FX, England	100%
Vinters Defence Systems Limited <sup>1</sup>	Ordinary	Kings Place, 90 York Way, London, N1 9FX, England	100%
Vinters Engineering Limited **	Ordinary	Moor Lane, Derby, Derbyshire, DE24 8BJ, England	100%
Vinters International Limited	Ordinary	Moor Lane, Derby, Derbyshire, DE24 8BJ, England	100%
Vinters-Armstrongs (Engineers) Limited <sup>1</sup>	Ordinary	Kings Place, 90 York Way, London, N1 9FX, England	100%

<sup>1</sup> Dormant

<sup>2</sup> In liquidation

<sup>3</sup> The Company indirectly holds 47.7% of the Common share class, 100% of the Seed Preferred share class and 100% of the Series A Preferred share class of Rolls-Royce Solutions Berlin GmbH. The overall ownership percentage is 85.81%.

## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021 (continued)

#### 5 Investments (continued)

##### Joint ventures

Details as at 31 December 2021 are as follows:

Company name	Share class	Address	Proportion of ownership interest and voting rights held 2021
Force MTU Power Systems Private Limited	Capital Stock	Mumbai Pune Road, Maharashtra 411035, India	49%
MEST Co., Limited	Normal	97 Bukjeonggongdan 2-gil, Yangsan-si, Gyeongsangnom-do, 50571, Republic of Korea	46.8%
MTU Cooltech Power Systems Co., Ltd	Equity	Building No. 2, No. 1633 Tianchen Road, Qingpu District, Shanghai, China	50%
MTU Power Systems Sdn.Bhd. <sup>4</sup>	A Ordinary	Level 10 Menara LGB, 1 Jalan wan Kadir Taman Tun Dr Ismail, 6000 Kuala Lumpur, Malaysia	49%
MTU Yuchai Power Company Limited	Capital Stock	No 7 Danan Road, Yuchou, Yulin, Guangxi, China, 537005	50%
Shanxi North MTU Diesel Co. Limited	Ordinary	No.97 Daqing West Rd, Datong City, Shanxi Province, China	49%
United Battery Management GmbH <sup>5</sup>	Ordinary	Wilhelminenhofstr. 76/77, 12459, Berlin, Germany	25.7%

<sup>4</sup> The Company indirectly holds 100% of the A Ordinary share class.

<sup>5</sup> The Company indirectly holds 30% of the Ordinary share class.



## Vinters Limited

### Notes to the Financial Statements for the year ended 31 December 2021 (continued)

#### 6 Trade and other payables

	2021	2020
	Unaudited	Audited
	£ 000	£ 000
Amounts owed to group undertakings	10	10

Amounts owed to group undertakings are unsecured, interest-free, have no fixed date of repayment and are repayable on demand.

#### 7 Called up share capital

##### Allotted and fully paid shares

	2021		2020	
	Unaudited		Audited	
	No. 000	£ 000	No. 000	£ 000
Ordinary shares of £0.25 each	231,830	57,958	231,830	57,958

There is a single class of equity shares. There are no restrictions on the distribution of dividends and the repayment of capital, subject to the availability of distributable reserves. All shares carry equal voting rights and rank for dividends to the extent to which the total amount on each share is paid up.

#### 8 Contingent liabilities

In January 2017, after full cooperation, the Rolls-Royce Holdings plc Group ('the Group') concluded deferred prosecution agreements (DPA) with the SFO and the US Department of Justice (DoJ) and a leniency agreement with the MPF, the Brazilian federal prosecutors. The terms of both DPAs have now expired; the DPA with the DoJ was dismissed by the US District Court on 19 May 2020 and the SFO filed notice of discontinuance of proceedings with the UK Court on 18 January 2022. Certain authorities are investigating members of the Group for matters relating to misconduct in relation to historical matters. The Group is responding appropriately. Action may be taken by further authorities against the Group or individuals. In addition, the Group could still be affected by actions from customers and customers' financiers. The Directors are not currently aware of any matters that are likely to lead to a material financial loss over and above the penalties imposed to date, but cannot anticipate all the possible actions that may be taken or their potential consequences.

#### 9 Parent and ultimate parent undertaking

The Company's immediate parent is Rolls-Royce plc.

The ultimate parent undertaking and controlling party is Rolls-Royce Holdings plc, which is the parent undertaking of the largest group to consolidate these Financial Statements. Rolls-Royce plc is the parent undertaking of the smallest group to consolidate these Financial Statements.

Both sets of Financial Statements are available upon request from Kings Place, 90 York Way, London, United Kingdom, N1 9FX.