

D1 Oils Trading Limited

Directors' report and financial statements

For the year ended 31 December 2019

Registered number: 04645184



D1 Oils Trading Limited

Company information

Directors	P J Emanuelsson K C McGeeney
Company number	04645184
Registered office	Unit C, 2 nd Floor 16 Dufferin Street London EC1Y 8PD
Independent auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Bankers	Barclays Bank PLC 114 Fenchurch Street London EC3M 5LT

D1 Oils Trading Limited

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D1 Oils Trading Limited

Directors' report

for the year ended 31 December 2019

The directors present their report together with the financial statements of D1 Oils Trading Limited ('the company') for the year ended 31 December 2019.

General information and principal activity

The company is a private limited company incorporated in England and Wales under the Companies Act 2006 with registration number 04645184. The address of the registered office and its principal place of trading of the company is Unit C, 2nd Floor, 16 Dufferin Street, London, EC1Y 8PD.

The principal activity of the company in the period under review was the marketing of biofuels intelligence.

Results and Dividends

The profit for the year, before taxation, was £25,172 (2018: £59,400). The directors did not recommend any dividends during the year (2018: £nil).

Directors

The directors who served during the year were:

P J Emanuelsson

K C McGeeney

Directors' responsibilities statement

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 year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union issued by the International Accounting Standards Board (IASB). 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 accounting estimates that are reasonable and prudent;
- state whether applicable International Financial Reporting Standards (IFRSs) as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

D1 Oils Trading Limited

Directors' report

for the year ended 31 December 2019

Directors' responsibilities statement (continued)

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.

Provision of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditors is unaware; and
- the director has taken all the steps that he or she ought to have taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing its report and to establish that the company's auditors is aware of that information.

Impact of COVID-19

The directors have considered the impact of the current COVID-19 pandemic on the company's business, with a particular focus on its effect on the company's operations and the support available from the company's ultimate parent undertaking.

The directors do not consider this to be cause for material uncertainty in respect of the company's ability to continue as a going concern. The company has adapted well, successfully employing contingency plans, and the directors consider that the company has sufficient financial resources to continue for the foreseeable future, despite the current crisis.

Small companies exemption

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:

Kevin McGeeney

K C McGeeney

Director

23 April 2020

Buzzacott

Independent auditor's report to the members of D1 Oils Trading Limited for the year ended 31 December 2019

Opinion

We have audited the financial statements of D1 Oils Trading Limited (the 'company') for the year ended 31 December 2019 which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity, the Statement of cash flows and related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 United Kingdom, including the Financial Reporting Council'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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Buzzacott

Independent auditor's report to the members of D1 Oils Trading Limited for the year ended 31 December 2019

Opinion 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 Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has 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 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.
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Group strategic report.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement, 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.

Buzzacott

Independent auditor's report to the members of D1 Oils Trading Limited for the year ended 31 December 2019

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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at 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.



Peter Chapman (Senior Statutory Auditor)

For and on behalf of

Buzzacott LLP

Statutory Auditor

130 Wood Street

London

EC2V 6DL

23 April 2020

D1 Oils Trading Limited**Statement of comprehensive income**

for the year ended 31 December 2019

	Note	2019 £	2018 £
Revenue	3	—	2,340
Administrative expenses		(8,737)	(10,341)
Other operating income		<u>33,909</u>	<u>67,401</u>
Operating profit	4	<u>25,172</u>	<u>59,400</u>
Profit on ordinary activities before taxation		25,172	59,400
Tax on profit on ordinary activities	8	—	—
Profit for the financial year		<u>25,172</u>	<u>59,400</u>

All amounts relate to continuing operations.

There was no other comprehensive income for 2019 or 2018.

The notes on pages 10 to 17 form an integral part of the financial statements.

D1 Oils Trading Limited**Statement of financial position**

as at 31 December 2019

	Note	2019 £	2018 £
Current assets			
Cash and cash equivalents	10	41,051	42,869
Financial assets at fair value through profit or loss	9	56,818	29,528
		<u>97,869</u>	<u>72,397</u>
Total assets		<u>97,869</u>	<u>72,397</u>
Equity and liabilities			
Equity attributable to the shareholder			
Share capital	11	1,000	1,000
Retained earnings	12	89,369	64,197
Shareholder's funds	15	<u>90,369</u>	<u>65,197</u>
Current liabilities			
Trade and other payables	13	<u>7,500</u>	<u>7,200</u>
Total liabilities		<u>7,500</u>	<u>7,200</u>
Total equity and liabilities		<u>97,869</u>	<u>72,397</u>

The financial statements were approved and authorised for issue by the board and signed on its behalf by:

Kevin McGeeney

K C McGeeney

Director

23 April 2020

The notes on pages 10 to 17 form an integral part of the financial statements.

D1 Oils Trading Limited**Statement of changes in equity**

as at 31 December 2019

	Share capital £	Retained earnings £	Total £
Changes in equity for the year ended 31 December 2019			
Balance at 1 January 2019	1,000	64,197	65,197
Profit for the year	—	25,172	25,172
Balance at 31 December 2019	<u>1,000</u>	<u>89,369</u>	<u>90,369</u>

The notes on pages 10 to 17 form an integral part of the financial statements.

D1 Oils Trading Limited**Statement of cash flows**

as at 31 December 2019

	Note	2019 £	2018 £
Cash flows from operating activities			
Cash (used in)/generated from operations	16	<u>(1,818)</u>	<u>33,119</u>
Net cash (used in)/generated from operating activities		<u>(1,818)</u>	<u>33,119</u>
Cash flows from financing activities			
Net cash used in financing activities		<u>—</u>	<u>—</u>
Cash flow from investing activities			
Capital expenditure		<u>—</u>	<u>—</u>
Net cash used in investing activities		<u>—</u>	<u>—</u>
Net increase/(decrease) in cash and cash equivalents		(1,818)	33,119
Cash and cash equivalents at beginning of year		<u>42,869</u>	<u>9,750</u>
Cash and cash equivalents at end of year	10	<u>41,051</u>	<u>42,869</u>

The notes on pages 10 to 17 form an integral part of the financial statements.

D1 Oils Trading Limited

Notes to the financial statements

for the year ended 31 December 2019

1 Significant accounting policies

Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union, IFRIC Interpretations and the parts of the Companies Act 2006 applicable to companies reporting under IFRSs.

Basis of preparation of financial statements

The financial statements are prepared on the historical cost basis unless otherwise specified and the accounting policies set out below have been applied. The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies.

The significant accounting policies of the company have remained unchanged from the previous period and are set out below.

Going concern

The directors have considered the impact of the current COVID-19 pandemic on the company's business, with a particular focus on its effect on the company's operations and the support available from the company's ultimate parent undertaking.

The directors do not consider this to be cause for material uncertainty in respect of the company's ability to continue as a going concern. The company has adapted well, successfully employing contingency plans, and the directors consider that the company has sufficient financial resources to continue for the foreseeable future, despite the current crisis. Therefore the financial statements have been prepared on a going concern basis.

Revenue recognition

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- The amount of revenue can be measured reliably;
- It is probable that the company will receive the consideration due under the contract;
- The stage of completion of the contract at the end of the reporting period can be measured reliably;
- and
- The costs incurred and the costs to complete the contract can be measure reliably.

Trade payables

Trade and other payables 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 payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost.

D1 Oils Trading Limited**Notes to the financial statements (continued)**

for the year ended 31 December 2019

Financial instruments*Recognition, initial instruments and derecognition*

Financial assets and liabilities are recognised when the company becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted for transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified in to the following categories upon initial recognition:

- financial assets at amortised cost
- financial assets at fair value

Financial assets measured at amortised cost are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset is impaired. Different criteria are applied for each category of financial assets to determine impairment.

Financial assets at fair value through profit or loss

Derivatives that are not designated and effective as hedging instruments are classified as held for trading and are categorised as financial assets at fair value through profit or loss. These are initially recognised at fair value on trade date and are carried at fair value with changes in fair value recognised in profit or loss.

Financial liabilities at fair value through profit or loss

Financial liabilities are carried at fair value with changes in fair value recognised in profit or loss. These are financial instruments held for short term trading and are initially recognised at fair value on trade date. Gains or losses arising from changes in the fair value of the financial liabilities at fair value through profit or loss category are presented in the consolidated statement of comprehensive income.

Fair value measurement

Fair value measurements are categorised into Level 1, 2 or 3, based on the degree to which inputs to the fair value measurements are observable. These are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

D1 Oils Trading Limited

Notes to the financial statements (continued)

for the year ended 31 December 2019

Foreign currencies*a) Functional and presentational currency*

These financial statements are presented in Pounds Sterling, which is the company's functional currency.

b) Transactions and balances

Transactions in foreign currencies are translated into Pounds Sterling at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the reporting date. Any gains or losses arising from a change in exchange rates subsequent to the transaction date are included as an exchange gain or loss in the Statement of comprehensive income.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held on call with banks and all other cash amounts with maturities of three months or less.

Current and deferred income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date in the countries where the company operates and generates taxable income. Management periodically evaluate positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

Share capital

Ordinary shares are classified as equity. Any incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

D1 Oils Trading Limited**Notes to the financial statements (continued)**

for the year ended 31 December 2019

Adoption of new and revised standards*a) New and amended standards adopted by the company:*

There are no new or amended IFRSs or IFRIC interpretations that were effective for the first time for the period beginning 1 January 2019 that would be expected to have a material impact on the company.

b) New standards, amendments and interpretations issued but not yet effective for the financial year beginning 1 January 2020 and have not been early adopted by the company:

There are no new or amended IFRSs or IFRIC interpretations that have been issued but are not yet effective that would be expected to have a material impact on the company.

2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

The directors do not consider there to be any critical judgements, estimates or assumptions in respect of the year, except in respect of the existence of a potential deferred tax asset.

3 Revenue

Revenue arises solely from the company's principal activity. All revenue arises from activities performed in the United Kingdom.

4 Operating profit

The operating profit is stated after charging/(crediting):

	2019	2018
	£	£
Foreign exchange differences	<u>1,235</u>	<u>(1,021)</u>

5 Auditor's remuneration

	2019	2018
	£	£
Fees payable for the audit of the annual accounts	<u>3,000</u>	<u>3,000</u>
Fees payable to the auditor in respect of:		
- Taxation compliance services	<u>1,500</u>	1,500
- All other non-audit services	<u>1,500</u>	1,500

D1 Oils Trading Limited**Notes to the financial statements (continued)**

for the year ended 31 December 2019

6 Staff costs and average number of employees

The company had no employees other than the directors (who are not on employment contracts) during the year (2018 - nil).

7 Directors' remuneration

	2019 £	2018 £
Remuneration	—	—
	—	—

8 Tax on profit on ordinary activities

	2019 £	2018 £
Analysis of tax charge in the year		
Current tax		
UK corporation tax charge on profit for the year	—	—
Deferred tax		
Origination and reversal of timing differences	—	—
Total deferred tax	—	—
Tax on profit on ordinary activities	—	—

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2018: lower than) the standard rate of corporation tax in the UK of tax 19% (2018: 19%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	25,172	59,400
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of tax 19% (2018: 19%)	4,783	11,286
Effects of:		
Utilisation of brought forward losses	(4,783)	(11,286)
	—	—

D1 Oils Trading Limited**Notes to the financial statements (continued)**

for the year ended 31 December 2019

Tax on profit on ordinary activities (continued)**Focus that may affect future tax changes**

The government has enacted legislation to keep the corporation tax rate at 19% until 31 March 2020 and to reduce it to 17% from 1 April 2020. However, the government's 2020 budget statement proposes legislation to maintain the corporation tax rate at 19%.

At 31 December 2019, the company had net trading tax losses of £15.986 million (2018: £16.012 million) available to set off against future trading profits of the company from the same trade. A deferred tax asset has not been recognised in respect of these losses as there is currently insufficient evidence that the asset will be recovered. The amount of the asset not recognised is £2.718 million (2018: £2.722 million).

9 Financial assets

	2019	2018
	£	£
Financial assets at fair value through profit or loss	<u>56,818</u>	<u>29,528</u>

Financial assets at fair value through profit or loss relate to a biodiesel tax credit.

10 Cash and cash equivalents

	2019	2018
	£	£
Cash at bank and in hand	<u>41,051</u>	<u>42,869</u>
	<u>41,051</u>	<u>42,869</u>

11 Share capital

	2019	2018
	£	£
Allotted, called up and fully paid		
1,000 ordinary 'A' shares of £1 each	<u>1,000</u>	<u>1,000</u>

12 Retained earnings

	2019	2018
	£	£
At 31 December 2018	64,197	4,797
Profit for the year	<u>25,172</u>	<u>59,400</u>
At 31 December 2019	<u>89,369</u>	<u>64,197</u>

D1 Oils Trading Limited**Notes to the financial statements (continued)**

for the year ended 31 December 2019

13 Trade and other payables

	2019	2018
	£	£
Current liabilities		
Accrued expenses and deferred income	7,500	7,200
	<u>7,500</u>	<u>7,200</u>

14 Deferred taxation

	2019	2018
	£	£
At beginning of year	—	—
Deferred tax credit in comprehensive income for the year	—	—
At end of year	<u>—</u>	<u>—</u>

15 Reconciliation of movement in shareholder's funds

	2019	2018
	£	£
Opening shareholder's funds	65,197	5,797
Profit for the financial year	25,172	59,400
Closing shareholder's funds	<u>90,369</u>	<u>65,197</u>

16 Net cash flow from operating activities

	2019	2018
	£	£
Operating profit	25,172	59,400
Decrease in trade and other receivables	—	2,547
Increase in financial assets at fair value	(27,290)	(29,528)
Increase in trade and other payables	300	700
Net cash inflow from operating activities	<u>(1,818)</u>	<u>33,119</u>

17 Contingent liabilities

There were no contingent liabilities at 31 December 2019 or 31 December 2018.

18 Capital commitments

The company had no capital commitments at 31 December 2019 or 31 December 2018.

D1 Oils Trading Limited

Notes to the financial statements (continued)

for the year ended 31 December 2019

19 Immediate and ultimate controlling party

The ultimate controlling party is SCB Brokers SA. The immediate parent undertaking of the company is SCB & Associates Limited, a company incorporated in England and Wales.

The largest and smallest group of undertakings for which the group accounts have been drawn up which include the company is headed by SCB & Associates Limited. The registered office of the company is Unit C, 2nd Floor 16 Dufferin Street, London EC1Y 8PD. These group accounts are available from The Registrar, Companies House, Crown way, Cardiff, CF4 3UZ.