

Rocfuel Limited

Directors' Report and Financial Statements

Registered number 06281859

31 May 2023

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Directors' Report

The directors present their Directors' Report and Financial Statements for the year ended 31 May 2023.

Principal activities

The principal activity of the Company was the provision of renewable energy solutions.

Risks and uncertainties

The risks and uncertainties facing the company are inherently linked to those of the Group. The principal risks and uncertainties of the Group which includes those of this company are discussed in detail in the Risk Management section of the Group financial statements.

Dividends

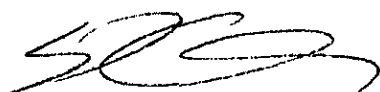
The directors do not recommend the payment of a dividend (2022: *£nil*).

Directors

The directors who held office during the year and up to the date of this report were as follows:

Hargreaves Corporate Director Limited
GFC Banham
JS Samuel (resigned 1 February 2023)
S Craigen (appointed 1 February 2023)

By order of the board



**Stephen Craigen for and on behalf of
Hargreaves Corporate Director Limited**
Director

West Terrace
Esh Winning
Co Durham
DH7 9PT

16 January 2024

Statement of Directors' Responsibilities in Respect of the Directors' Report and the Financial Statements

The directors are responsible for preparing the Annual 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 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.

Profit and Loss Account and Other Comprehensive Income
for the year ended 31 May 2023

	<i>Note</i>	2023 £000	2022 £000
Turnover		-	-
Cost of sales		-	-
		<hr/>	<hr/>
Gross result		-	-
Administrative expenses		79	-
		<hr/>	<hr/>
Profit/(result) before taxation		79	-
Tax on profit/(result)	3	-	-
		<hr/>	<hr/>
Profit/(result) for the financial year		79	-
		<hr/>	<hr/>

All results are derived from continuing operations.

There was no other comprehensive income in addition to the result for the years shown above.

Balance Sheet
at 31 May 2023


	<i>Note</i>	2023 £000	2022 £000
Current assets			
Debtors	4	-	1,123
		<hr/>	<hr/>
		-	1,123
Creditors: amounts falling due within one year	5	-	(1,202)
		<hr/>	<hr/>
Net liabilities		-	(79)
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	6	1	1
Profit and loss account		(1)	(80)
		<hr/>	<hr/>
Shareholders' deficit		-	(79)
		<hr/>	<hr/>

Statement by the Director under Section 480 of the Companies Act 2006

The director:

- (a) confirm that for the financial year ending 31 May 2023 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.
- (b) confirm that no members have required the company to obtain an audit of its accounts for the year in questions in accordance with the section 476 of the Companies Act 2006.
- (c) acknowledges his responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with section 386 of the Companies Act 2006, and
 - (ii) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial period and of its profit or loss for the financial period in accordance with the requirements of sections 393 and 394 of the Companies Act 2006, and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the company.

These financial statements on pages 3 to 9 were approved by the board of directors on 16 January 2024 and were signed on its behalf by:



Stephen Craigen for and on behalf of
Hargreaves Corporate Director Limited
Director

Registered number: 06281859

Statement of Changes in Equity

	Called up share capital £000	Profit and loss account £000	Total equity £000
Balance at 1 June 2021, 31 May 2022 and 1 June 2022	1	(80)	(79)
Profit for the period	-	79	79
Balance at 31 May 2023	1	(1)	-

Notes

(forming part of the financial statements)

1 Accounting policies

Rocfuel Limited (the "Company") is a private company limited by shares and is incorporated, domiciled and registered in England, within the UK. The registered address is West Terrace, Esh Winning, Durham, DH7 9PT.

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

Basis of preparation

These financial statements were prepared in accordance with the Companies Act 2006 as applicable to companies using Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company's ultimate parent undertaking, Hargreaves Services plc includes the Company in its consolidated financial statements. The consolidated financial statements of Hargreaves Services plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Companies House.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures of transactions with a management entity that provides key management personnel services to the company.

As the consolidated financial statements of Hargreaves Services plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

There are no material judgements made by the directors, in the application of these accounting policies that are expected to have a significant effect on the financial statements or any estimates with a significant risk of material adjustment in the next year.

New standards, interpretations and amendments effective

None of the standards, interpretations and amendments effective for the first time from 1 June 2022 have had a material effect on the financial statements.

Measurement convention

The financial statements are prepared on the historical cost basis.

Notes (continued)

1 Accounting policies (continued)

Classification of financial instruments issued by the Company

Financial instruments issued by the Company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions:

- a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Where a financial instrument that contains both equity and financial liability components exists these components are separated and accounted for individually under the above policy. The finance cost on the financial liability component is correspondingly higher over the life of the instrument.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

Financial Instruments

Financial Assets

Financial assets classified as "loans and receivables" under IAS 39 (being trade and other receivables) are now classified within the "amortised cost" category according to IFRS 9.

The Company classifies financial assets under the following measurement categories:

- Measured at amortised cost (non-derivative financial assets);
- Measured subsequently at fair value through either profit or loss or comprehensive income.

Non-derivative financial assets

Non-derivative financial assets include trade and other receivables and contract assets, as defined by IFRS 15. Neither of these two categories contain a significant financing element and, as such, expected credit losses are measured under IFRS 9 using the simplified impairment approach. This approach requires expected lifetime losses to be recognised upon the initial recognition of the asset.

At initial recognition, the Company measures a non-derivative financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. The Company subsequently measures trade and other receivables and contract receivables at amortised cost.

Notes (continued)

2 Staff numbers and costs

The average number of persons employed by the Company (including directors) during the year, analysed by category, was as follows:

	Number of employees	
	2023	2022
Directors	2	2

The directors did not receive any remuneration for their services to the company.

3 Taxation

Reconciliation of effective tax rate

	2023 £000	2022 £000
Profit/(result) before tax for the period	79	-
Tax using the UK corporation tax rate of 20% (2022: 19%)	(16)	-
Non-deductible expenses for tax purposes	16	-
Total tax charge/(credit)	-	-

Factors that may affect future tax expenses

Following the March 2022 budget, the corporate tax rate will increase from 19% to 25% with effect from 1 April 2023. The deferred tax balances at 31 May 2023 and 30 June 2022 have been calculated based on the rate substantively enacted at the balance sheet date of 25%.

4 Debtors

	2023 £000	2022 £000
Other debtors	-	1
Amounts due from Group undertakings	-	1,122
	-	1,123

5 Creditors: amounts falling due within one year

	2023 £000	2022 £000
Amounts owed to Group undertakings	-	1,202

Notes (continued)

6 Share capital

	2023 £	2022 £
<i>Allotted, called up and fully paid</i>		
500 (2022: 500) A Ordinary shares of £1 each	500	500
500 (2022: 500) B Ordinary shares of £1 each	500	500
	<hr/> 1,000	<hr/> 1,000

The A and B ordinary shares rank equally in all respects.

Notes (continued)

7 Related party disclosures

The company is owned 50.1% by Hargreaves (UK) Limited, a 100% owned subsidiary of Hargreaves Services plc and 49.9% owned by RJ Kennedy. Therefore, all wholly and non-wholly owned subsidiaries, associates and joint ventures of Hargreaves Services plc are identified as Related Parties. At the current and previous year end, the company had no balances outstanding with, or sales to/purchases from any other related parties, other than those listed below:

	Purchases from	2023 Sales to	Balance outstanding debtor/ (creditor)
	£000	£000	£000
Rocpower Limited	-	-	-
Hargreaves Services plc	-	-	-
Hargreaves (UK) Limited	-	-	-
Hargreaves (UK) Services Limited	-	-	-
The Monckton Coke & Chemical Co Limited	-	-	-
Maltby Colliery Limited	-	-	-
	Purchases from	2022 Sales to	Balance outstanding debtor/ (creditor)
	£000	£000	£000
Rocpower Limited	-	-	1,118
Hargreaves Services plc	-	-	(1,022)
Hargreaves (UK) Limited	-	-	(145)
Hargreaves (UK) Services Limited	-	-	(22)
The Monckton Coke & Chemical Co Limited	-	-	4
Maltby Colliery Limited	-	-	(13)

8 Ultimate parent company and parent undertaking of larger group of which the company is a member

The company is a subsidiary undertaking of Hargreaves Services plc. Hargreaves Services plc is the Company's ultimate controlling party. The Company's immediate controlling party is Hargreaves (UK) Limited.

The only group in which the results of the company are consolidated is that headed by Hargreaves Services plc. The consolidated financial statements of this company are available to the public and may be obtained from their registered address West Terrace, Esh Winning, Durham, DH7 9PT.