

**TOWER REGENERATION LIMITED**

**Report and Consolidated Financial Statements**

**31 May 2013**



**REPORT AND FINANCIAL STATEMENTS 2013**

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**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

K J S Dougan  
I A C Parkin  
G N Davies  
V R James  
T O'Sullivan  
G J Roberts  
A Shott  
J D Wilson (appointed 15 October 2013)  
D T Pearce (appointed 15 October 2013)

**SECRETARY**

S MacQuarrie

**REGISTERED OFFICE**

Tower Colliery  
Tirherbert Road  
Rhigos  
Aberdare  
Mid Glamorgan  
CF44 9UF

**BANKERS**

Lloyds TSB Bank Plc  
Black Horse House  
91 Sandyford Road  
Newcastle upon Tyne  
NE99 1JW

**SOLICITORS**

Swinburne Maddison LLP  
Venture House  
Aykley Heads Business Centre  
Durham  
DH1 5TS

**AUDITOR**

Deloitte LLP  
Cardiff

## DIRECTORS' REPORT

The directors present their annual report and the audited consolidated financial statements for the year ended 31 May 2013

### PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The principal activity of the group and company in the year was the regeneration of the site and the development of a surface mine

Work continued as the mine entered its production phase in the first quarter. The majority of coal produced for the year was sold under the contract with RWE entered into in December 2011 to supply Aberthaw Power Station. The site operations continue to be managed and operated under the contract with Hargreaves Surface Mining Limited.

The group continued to invest in plant and machinery in line with its business plan, using the banking facilities agreed in the previous year.

### KEY PERFORMANCE INDICATORS

We monitor our performance, implementing our strategy with reference to key targets set for the following financial and non-financial key performance indicators

	2013 £'000	2012 £'000
Revenue	42,718	5,807
Operating profit	13,511	843
Operating cash flow	18,115	9,811
Health and safety incidents	3	-

The profit for the year, before taxation, amounted to £9,813,000 (2012 - £270,000). The directors do not recommend the payment of a dividend for the current financial year (2012 - £nil).

### RISKS AND UNCERTAINTIES

#### Mining and operational risk

The group's operations are subject to all of the hazards and risks normally encountered with the production of coal from a surface mine. The risks include adverse weather conditions, flooding, mechanical plant failure, and uncertain geological and challenging operating conditions. Appropriate levels of site investigation are undertaken to minimise the risks of flooding and to understand the site's geology. Investing in state-of-the-art operational equipment with a rigorous maintenance programme and employing highly skilled operatives mitigates these risks.

#### Markets and commodities

The business produces and sells coal, a tradeable commodity, the price of which is subject to variations that are unpredictable and uncontrollable. These include international supply and demand, currency exchange rate fluctuation and global economic and political events. The business aims to manage risk through fixed price contracts.

#### Health and safety

The working environment has numerous and varied risks which are mitigated through the provision of systems, training, equipment and supervision. Risk is evaluated and monitored by management to identify potential risks and ensure safe working practices.

**DIRECTORS' REPORT (continued)**

**RISKS AND UNCERTAINTIES (continued)**

**Credit risk**

Credit risk arises from the possibility that customers may not be able to pay their debts. The company closely monitors customer debt levels.

**Human resources and operations**

People are the company's most important asset and are the key to ensuring its systems operate effectively. The company works hard at recruiting, training and developing staff to mitigate the risk of system or human error.

**FUTURE DEVELOPMENTS**

The production phase of the mine will continue in accordance with the business plan and in line with planning permissions to extract coal at a rate of up to 1 million saleable tonnes per annum for approximately six years. Coal produced will be used in power generation and other industrial uses.

**DIRECTORS**

The current directors of the company, who served throughout the year unless otherwise stated, are as shown on page 1. C Thomas and J Birkett resigned as directors on 15 October 2013.

**GOING CONCERN**

These financial statements are prepared on the basis that the group is a going concern. In forming its opinion as to going concern, the Board prepares forecasts and projections based on detailed assumptions and taking into account the risks and uncertainties facing the group.

After making enquiries, the directors have formed the opinion, at the time of approving the financial statements, that there is a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future.

For these reasons the directors believe it is appropriate to use the going concern basis of preparation for these financial statements.

**POLICY ON PAYMENT OF CREDITORS**

The company does not follow any code or standard on payment practice. It is the company's policy:

- (i) to settle the terms of payment with suppliers when agreeing the terms of transactions with that supplier,
- (ii) to ensure that suppliers are made aware of the terms of payment, and
- (iii) to abide by the terms of payment.

**DISABLED EMPLOYEES**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the group continues and that appropriate training is arranged. It is the policy of the group that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

**DIRECTORS' REPORT (continued)**

**EMPLOYEE CONSULTATION**

The group places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the group. This is achieved through formal and informal meetings. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests. The employee share scheme has been running successfully since its inception in June 2012. It is open to all employees and allows them to save up to £250 of their monthly salary to be deposited with Yorkshire Building Society for a term of three years. Upon maturity the amount saved can be converted into shares of Hargreaves Services Plc at a discounted option price determined at the start of the term.

**AUDITOR**

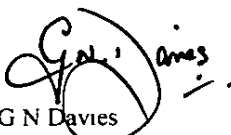
In the case of each of the persons who are directors of the company at the date when this report is approved

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware, and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to continue in office as the company's auditor and a resolution for their reappointment will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors  
and signed on behalf of the Board

  
G N Davies  
Director

Date 14 February 2014

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

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 elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 the group and of the profit or loss of the group for that period. In preparing these financial statements, International Accounting Standard 1 requires that directors

- properly select and apply accounting policies,
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information,
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance, and
- make an assessment of the company's ability to continue as a going concern

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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TOWER REGENERATION LIMITED**

We have audited the financial statements of Tower Regeneration Limited for the year ended 31 May 2013 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statement of Financial Position, the Consolidated and Company Statement of Changes in Equity, the Consolidated and Company Statement of Cash Flows and the related notes 1 to 31. The financial reporting framework that has been applied in their preparation is applicable law and the International Financial Reporting Standards (IFRSs) as adopted by the European Union and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

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.

### **Respective responsibilities of directors and auditor**

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 May 2013 and of the group's 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.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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.



David Hedditch (Senior statutory auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
Cardiff, United Kingdom

Date 17 February 2014



# TOWER REGENERATION LIMITED

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME Year ended 31 May 2013

	Note	2013 £'000	2012 £'000
<b>REVENUE</b>	2	42,718	5,807
Cost of sales		(22,749)	(1,800)
<b>GROSS PROFIT</b>		19,969	4,007
Administrative expenses		(6,458)	(3,164)
<b>OPERATING PROFIT</b>		13,511	843
Interest income		8	-
Finance cost	7	(3,706)	(573)
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	9,813	270
Tax on profit on ordinary activities	8	(2,705)	(55)
<b>PROFIT FOR THE FINANCIAL YEAR AND TOTAL COMPREHENSIVE INCOME</b>	15	7,108	215
<b>Attributable to</b>			
Equity holders of the company		7,108	215

All amounts in the current and prior financial year relate to continuing operations

# TOWER REGENERATION LIMITED

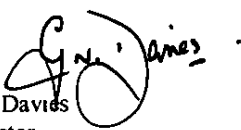
## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 May 2013

	Note	2013 £'000	Restated 2012 £'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	9	52,802	36,584
Other non-current assets	11	9,500	-
		<u>62,302</u>	<u>36,584</u>
<b>CURRENT ASSETS</b>			
Inventories	12	2,418	302
Trade and other receivables	13	11,967	15,132
Cash and cash equivalents	14	9,539	3,604
<b>TOTAL CURRENT ASSETS</b>		<u>23,924</u>	<u>19,038</u>
<b>TOTAL ASSETS</b>		<u>86,226</u>	<u>55,622</u>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	16	(19,890)	(17,106)
Current tax liabilities		(1,227)	-
Deferred tax liabilities	18	-	(55)
Provisions	21	(286)	(145)
Borrowings	20	(6,479)	(6,348)
Amounts due under finance leases	19	(5,609)	(2,784)
		<u>(33,491)</u>	<u>(26,438)</u>
<b>NON-CURRENT LIABILITIES</b>			
Creditors Amounts falling due after more than one year	17	(16,447)	(12,294)
Deferred tax liabilities	18	(1,038)	-
Provisions	21	(8,588)	(4,201)
Amounts due under finance leases	19	(19,339)	(12,474)
		<u>(45,412)</u>	<u>(28,969)</u>
<b>TOTAL LIABILITIES</b>		<u>(78,903)</u>	<u>(55,407)</u>
<b>NET ASSETS</b>		<u>7,323</u>	<u>215</u>
<b>EQUITY</b>			
Issued capital	24	-	-
Retained earnings	15	7,323	215
<b>TOTAL EQUITY</b>	25	<u>7,323</u>	<u>215</u>

The financial statements of Tower Regeneration Limited, registered number 6995899, were approved by the Board of Directors and authorised for issue on 14 February 2014

Signed on behalf of the Board of Directors

  
G N Davies  
Director

# TOWER REGENERATION LIMITED

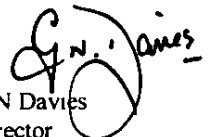
## COMPANY STATEMENT OF FINANCIAL POSITION

As at 31 May 2013

	Note	2013 £'000	2012 £'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	9	19,183	17,577
Investments	10	-	-
Other non-current assets	11	9,500	-
		<u>28,683</u>	<u>17,577</u>
<b>CURRENT ASSETS</b>			
Inventories	12	2,418	302
Trade and other receivables	13	20,616	15,023
Cash and cash equivalents	14	9,191	3,577
<b>TOTAL CURRENT ASSETS</b>		<u>32,225</u>	<u>18,902</u>
<b>TOTAL ASSETS</b>		<u>60,908</u>	<u>36,479</u>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	16	(20,285)	(13,221)
Current tax liabilities		(1,227)	-
Deferred tax liabilities	18	-	(55)
Provisions	21	(286)	(145)
Borrowings	20	(6,479)	(6,348)
		<u>(28,277)</u>	<u>(19,769)</u>
<b>NON-CURRENT LIABILITIES</b>			
Creditors Amounts falling due after more than one year	17	(16,447)	(12,294)
Deferred tax liabilities	18	(299)	-
Provisions	21	(8,588)	(4,201)
		<u>(25,334)</u>	<u>(16,495)</u>
<b>TOTAL LIABILITIES</b>		<u>(53,611)</u>	<u>(36,264)</u>
<b>NET ASSETS</b>		<u>7,297</u>	<u>215</u>
<b>EQUITY</b>			
Share capital	24	-	-
Retained earnings	15	7,297	215
<b>TOTAL EQUITY</b>	25	<u>7,297</u>	<u>215</u>

The financial statements of Tower Regeneration Limited, registered number 6995899, were approved by the Board of Directors and authorised for issue on 14 February 2014

Signed on behalf of the Board of Directors

  
G N Davies  
Director

**CONSOLIDATED AND COMPANY STATEMENT OF CHANGES IN EQUITY**  
**Year ended 31 May 2013**

	<b>Share capital £'000</b>	<b>Retained earnings £'000</b>	<b>Total equity £'000</b>
<b>Group</b>			
Balance as at 1 June 2011	-	-	-
Profit for the year and total comprehensive income	-	215	215
	<u>-</u>	<u>215</u>	<u>215</u>
Balance as at 1 June 2012	-	215	215
Profit for the year and total comprehensive income	-	7,108	7,108
	<u>-</u>	<u>7,108</u>	<u>7,108</u>
Balance as at 31 May 2013	<u>-</u>	<u>7,323</u>	<u>7,323</u>
	<u><b>Share capital £'000</b></u>	<u><b>Retained earnings £'000</b></u>	<u><b>Total equity £'000</b></u>
<b>Company</b>			
Balance as at 1 June 2011	-	-	-
Profit for the year and total comprehensive income	-	215	215
	<u>-</u>	<u>215</u>	<u>215</u>
Balance as at 1 June 2012	-	215	215
Profit for the year and total comprehensive income	-	7,082	7,082
	<u>-</u>	<u>7,082</u>	<u>7,082</u>
Balance as at 31 May 2013	<u>-</u>	<u>7,297</u>	<u>7,297</u>

# TOWER REGENERATION LIMITED

## CONSOLIDATED STATEMENT OF CASH FLOWS Year ended 31 May 2013

	Note	2013 £'000	2012 Restated (see note 31) £'000
Net cash flows from operating activities	27	18,115	9,811
<b>Investing activities</b>			
Purchase of property, plant and equipment		(7,507)	(12,408)
Interest received		8	-
Net cash from investing activities		(7,499)	(12,408)
<b>Financing activities</b>			
Repayment of obligations under finance leases		(4,812)	(147)
New bank loans raised		131	6,348
Net cash used in investing activities		(4,681)	6,201
Net increase in cash and cash equivalents		5,935	3,604
Cash and cash equivalents at beginning of year	14	3,604	-
Cash and cash equivalents at end of year	14	9,539	3,604

# TOWER REGENERATION LIMITED

## COMPANY STATEMENT OF CASH FLOWS Year ended 31 May 2013

	Note	2013 £'000	2012 Restated (see note 31) £'000
<b>Net cash flows from operating activities</b>	27	9,106	6,035
<b>Investing activities</b>			
Purchase of property, plant and equipment		(3,938)	(8,806)
Interest received		315	-
<b>Net cash used in investing activities</b>		(3,623)	(8,806)
<b>Financing activities</b>			
New bank loan raised		131	6,348
<b>Net cash used in investing activities</b>		131	6,348
<b>Net increase in cash and cash equivalents</b>		5,614	3,577
<b>Cash and cash equivalents at beginning of year</b>	14	3,577	-
<b>Cash and cash equivalents at end of year</b>	14	9,191	3,577

## NOTES TO THE FINANCIAL STATEMENTS

### Year ended 31 May 2013

#### 1. STATEMENT OF ACCOUNTING POLICIES

##### General information

The company is a limited company incorporated and domiciled in the United Kingdom under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the business review on page 2.

These financial statements are presented in pound sterling because that is the currency of the primary economic environment in which the group operates.

##### Basis of accounting

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union as they apply to financial statements of the company for the year ended 31 May 2013 and applied in accordance with the Companies Act 2006.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for assets. The principal accounting policies adopted are set out below.

The group has decided to apply a change to its accounting policy for the restoration provisions, the effect of which is set out in note 31. The resultant change has no impact on the group or company's previously reported net cash flows, financial position or total comprehensive income and, accordingly, no comparative statement of financial position at 1 June 2011 has been presented.

##### Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and entities controlled by the company (its subsidiaries) made up to 31 May each year. Control is achieved where the company has the power to govern the financial and operating policies of an investee entity so as to obtain benefits from its activities.

##### Adoption of new and revised standards

The company chose to early adopt IFRIC 20 (stripping costs in the production phase of a surface mine), which is effective for annual periods beginning on or after 1 January 2013. The effects of early adoption of IFRIC 20 are described within the mining asset accounting policy on page 14 and have been applied within the financial statements for the current and preceding financial year.

The International Accounting Standards Board (IASB) and International Financial Reporting Interpretations Committee (IFRIC) have issued the following standards and interpretations which have been adopted by the group in these financial statements for the first time. Their adoption has not had any significant impact on the amounts reported in the financial statements.

Amendment to IAS 1 Presentation of Financial statements (amended June 2011) – increased the required level of disclosure within the statement of other comprehensive income. The impact of this amendment has been to analyse items within the statement of comprehensive income between items that will not be reclassified subsequently to profit and loss and items that will be reclassified subsequently to profit and loss in accordance with the respective IFRS standard to which the item relates. The financial statements have also been amended to analyse income tax on the same basis. The amendments to IAS 1 do not result in any impact on profit or loss, comprehensive income or total comprehensive income.

The IASB and IFRIC have issued the following standards and interpretations which could impact the group, with an effective date after the date of these financial statements. They have not been adopted early by the group and are not expected to have any material impact.

IFRS 9 Financial Instruments – simplifies the classification, recognition and measurement requirements for financial assets, financial liabilities and some contracts to buy or sell non-financial items. IFRS 9 will impact both the measurement and disclosures of financial instruments.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 May 2013

## 1. STATEMENT OF ACCOUNTING POLICIES (continued)

The following standards, amendments and interpretations will be effective for the group in 2013/14

IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements, IFRS 12 Disclosures of Interests in Other Entities, IFRS 13 Fair Value Measurements, IFRS 7 (amended), and IFRIC 20 (interpretations) Stripping Costs in the Production Phase of a Surface Mine

The directors do not expect that the adoption of the standards and amendments listed above will have a material impact on the financial statements of the group in future periods, except IFRS 13 which will impact the measurement of fair value for certain assets and liabilities as well as the associated disclosures. Beyond this, it is not practicable to provide a reasonable estimate of the effect of these standards until a detailed review has been completed.

**Going concern**

These financial statements are prepared on the basis that the group is a going concern. In forming its opinion as to going concern, the Board prepares forecasts and projections based on detailed assumptions and taking into account the risks and uncertainties facing the group. After making enquiries, the directors have formed the opinion, at the time of approving the financial statements, that there is a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. For this reason the directors believe it is appropriate to use the going concern basis of preparation for these financial statements.

**Property, plant and equipment**

The cost of property, plant and equipment comprises its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in accordance with agreed specifications. Plant and equipment is stated at historic cost less accumulated depreciation.

**Mining assets***Surface mine development asset*

Costs incurred in preparing and developing sites are referred to as 'surface mine development costs' and are capitalised within 'property, plant and equipment' as part of the 'mining assets'. Surface mine development costs principally comprise

- the costs associated with achieving necessary planning permission and consents, licences and permits required to operate the site,
- drilling, geology and mine design costs,
- site development and infrastructure costs

This asset is amortised to the statement of comprehensive income on a units of production method. Production is deemed to commence when work to extract coal from the first production box cut begins.

Income from incidental coal that is extracted during the development phase is included within the consolidated statement of comprehensive income together with the associated direct costs.

*Stripping costs*

The company has chosen to early adopt IFRIC 20 (stripping costs in the production phase of a surface mine), which is effective for annual periods beginning on or after 1 January 2013.

During the production phase, a non-current 'stripping activity asset' will be recognised within 'mining assets' to capitalise costs of removing overburden to gain access to or improve access to coal deposits. To the extent that future economic benefits are probable, the deposit of coal to which access has been improved can be identified, and costs reliably measured. The stripping activity asset will be initially measured at cost and subsequently carried at cost or its revalued amount less amortisation and impairment. The stripping activity asset will be amortised over the units of production of the coal deposit identified as being made more accessible as a result of the stripping activity.



## NOTES TO THE FINANCIAL STATEMENTS

### Year ended 31 May 2013

#### 1 STATEMENT OF ACCOUNTING POLICIES (continued)

##### Depreciation

The costs of surface mining and other plant and equipment are depreciated at varying rates depending upon their expected useful economic lives. Excluding freehold land, the cost of plant and equipment, less estimated residual value, are written off on a straight-line basis over the asset's expected useful economic life. Residual values and useful lives are reviewed, and adjusted if appropriate, at each statement of financial position date. Changes to the estimated residual values or useful lives are accounted for prospectively.

Depreciation is recorded over the useful life of the asset, as follows

	<u>Basis</u>
- Freehold land	not depreciated
- Plant and equipment	
- plant and equipment	2 to 12 years
- motor vehicles	3 to 5 years
- Mining assets	
- surface mine development	units of production coal
- restoration asset	units of production coal from the specific box cut to which the stripping relates
- stripping activity asset	units of production coal from the specific box cut to which the stripping relates

##### Restoration and rehabilitation costs

Activities of the company normally give rise to obligations for site restoration. Restoration works can include site decommissioning and dismantling and site and land rehabilitation. The extent of work required and the associated costs are dependent on the requirements of relevant authorities and the company's environmental policies.

An initial provision reflecting the current obligation for the cost of future site restoration is recognised at the commencement of the project as soon as the obligation to incur such costs arises. Costs for restoration of subsequent site damage, which is created on an ongoing basis, is recognised as a provision as it arises.

Restoration provisions are measured at the expected value of future cash flows, discounted to their present value applying an appropriate risk-adjusted rate. Significant judgements and estimates are involved in forming expectation of future activities and the amount and timing of the associated cash flows. Such expectations are based on existing planning requirements and management's future development plans which give rise to a constructive obligation.

Upon initial recognition of the restoration provision, the corresponding cost is capitalised as an asset, representing part of the cost of acquiring the future economic benefits of the operation. The capitalised cost is recognised as 'restoration assets' within 'mining assets'. This asset is amortised to the statement of comprehensive income on a units of production method over the life of the mine. Further 'restoration assets' are capitalised as additional provisions are created through production activities. These assets are amortised to the statement of comprehensive income on a units of production method over the coal from the area identified as giving rise to the additional restoration obligation.

The value of the provision is further increased over time as the effect of discounting unwinds, creating an expense recognised in 'other finance costs'.

**NOTES TO THE FINANCIAL STATEMENTS****Year ended 31 May 2013****1. STATEMENT OF ACCOUNTING POLICIES (continued)**

**Restoration and rehabilitation costs (continued)** Restoration provisions are also adjusted for changes in estimates, which are accounted for as a change in the corresponding capitalised cost, except where a reduction in the provision is greater than the unamortised capitalised cost of the related assets, in which case the capitalised cost is reduced to nil and the remaining adjustment is recognised in the statement of comprehensive income. Changes to the capitalised cost result in an adjustment to future amortisation and financial charges.

Given the significant judgements and estimates involved, adjustments to the estimated amount and timing of future restoration and rehabilitation cash flows are a normal occurrence. Factors influencing those changes include but are not limited to revisions to estimated reserves and site operations, planning requirements and management's development plans, changes in the estimated cost and scope of anticipated activities.

**Leases**

Rentals payable under operating leases are charged to income on a straight-line basis over the term of the relevant lease.

Assets held under finance leases are recognised as assets of the group at their fair value or, if lower, at the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the group's general policy on borrowing costs (see below). Contingent rentals are recognised as expenses in the periods in which they are incurred.

**Inventories**

Inventories relate to coal stocks and are valued at the lower of cost and net realisable value. Cost is primarily on the basis of average production costs and comprises direct materials, plant costs, labour and relevant overheads or, with regard to purchased coal, cost of acquisition, and includes transport and port costs where applicable. Appropriate allowances are made for slow-moving and obsolete inventories.

**Trade receivables**

Trade receivables, which generally have 30 to 60-day terms, are recognised and carried at the lower of their original invoiced value and recoverable amount. Where the time value of money is material, receivables are carried at amortised cost. Provision is made when there is objective evidence that the company will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**1 STATEMENT OF ACCOUNTING POLICIES (continued)**

**Cash and cash equivalents**

Cash and cash equivalents in the statement of financial position comprise cash at bank and in hand and short-term deposits

**Trade payables**

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method

**Financial instruments**

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the relevant instrument. Financial assets are derecognised when the rights to receive benefits have expired or been transferred, and the company has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognised when the obligation is extinguished.

Non-derivative financial assets are classified as either receivables or cash and cash equivalents. They are stated at amortised cost using the effective interest method, subject to reduction for allowances for estimated irrecoverable amounts. A provision for impairment of trade receivables 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 those receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, and is recognised in the statement of comprehensive income. For interest-bearing assets, their carrying value includes accrued interest receivable.

Cash and cash equivalents include cash in hand and deposits held on call, together with other short-term highly liquid investments.

Non-derivative financial liabilities are stated at amortised cost using the effective interest method. For borrowings, their carrying value includes accrued interest payable, as well as any unamortised issue costs.

**Taxation**

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the statement of financial position date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Temporary differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded as probable that they will be recovered. Deferred tax assets and liabilities are not discounted.

**Pensions**

The company operates a defined contribution pension scheme. The amount charged to the statement of comprehensive income in respect of pension costs and other post-retirement benefits is the amount payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the statement of financial position.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 May 2013

## 1. STATEMENT OF ACCOUNTING POLICIES (continued)

**Critical accounting judgements**

In the application of the company's accounting policies, which are described above, the directors are 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 historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. 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 the revision and future periods if the revision affects both current and future periods.

## 2. REVENUE

The analysis of revenue by geographical area is as follows

	2013 £'000	2012 £'000
United Kingdom	42,424	5,807
Rest of Europe	294	-
	<u>42,718</u>	<u>5,807</u>

## 3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2013 £'000	2012 £'000
The profit on ordinary activities before taxation is stated after charging		
Auditor's remuneration – audit fees	27	14
Depreciation of property, plant and equipment	9,849	171
Operating lease rentals – land and buildings	231	39
Costs of inventories recognised as an expense	<u>22,348</u>	<u>1,795</u>

## 4. AUDITOR'S REMUNERATION

	2013 £'000	2012 £'000
The analysis of the auditor's remuneration is as follows		
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	25	12
Fees payable to the company's auditor and its associates for other services to the group		
- The audit of the company's subsidiaries	<u>2</u>	<u>2</u>
<b>Total audit fees</b>	<u>27</u>	<u>14</u>

The audit fee of the subsidiary of £2,000 was borne by the parent company in the current financial year (2012 - £nil)

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 May 2013

## 5. DIRECTORS' REMUNERATION

The directors have been remunerated by their immediate employers. It is not practicable to allocate their services to the company from the services provided to their immediate employer's and group companies of their immediate employers.

## 6. STAFF COSTS

	2013 No.	2012 No.
<b>Group</b>		
Average number of persons employed by the company, including directors, during the year		
Directors	9	9
Administration	5	5
Security	10	9
	<u>24</u>	<u>23</u>

Staff costs incurred during the year in respect of these employees (excluding directors)

	£'000	£'000
Wages and salaries	357	177
Social security costs	32	18
Other pension costs	1	1
	<u>390</u>	<u>196</u>

## 7. FINANCE COST

	2013 £'000	2012 £'000
Related party loan interest	1,667	477
Bank interest	1,569	96
Discount unwind on provisions	470	-
	<u>3,706</u>	<u>573</u>

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**8. TAX ON PROFIT ON ORDINARY ACTIVITIES**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
Corporation tax	1,722	-
Deferred taxation (see note 18)	983	55
	<u>2,705</u>	<u>55</u>
<b>Reconciliation of tax charge</b>		
	<b>£'000</b>	<b>£'000</b>
Profit on ordinary activities before taxation	9,813	270
Tax at the UK corporation tax rate of 23.83% (2012 – 20%)	2,339	54
Taxes not deductible	16	-
Deferred tax on pension accrual	-	1
Adjustment to deferred tax in respect of prior period	23	-
Other deferred tax movements	327	-
Total tax charge	<u>2,705</u>	<u>55</u>

The forthcoming change in the corporation tax rate to 20% in future years will not materially affect the future tax charge

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**9. PROPERTY, PLANT AND EQUIPMENT**

<b>Group</b>	<b>Freehold land £'000</b>	<b>Mining assets £'000</b>	<b>Plant, equipment &amp; motor vehicles £'000</b>	<b>Total £'000</b>
<b>Cost</b>				
At 1 June 2011	1,046	1,536	2,167	4,749
Additions	-	12,832	19,174	32,006
At 31 May 2012 (as restated – see note 31)	1,046	14,368	21,341	36,755
Additions	55	7,449	18,563	26,067
At 31 May 2013	1,101	21,817	39,904	62,822
<b>Accumulated depreciation</b>				
At 1 June 2011	-	-	-	-
Charge for the year	-	-	171	171
At 31 May 2012 (as restated – see note 31)	-	-	171	171
Charge for the year	-	6,034	3,815	9,849
At 31 May 2013	-	6,034	3,986	10,020
<b>Net book value</b>				
At 31 May 2013	1,101	15,783	35,918	52,802
At 31 May 2012 (as restated – see note 31)	1,046	14,368	21,170	36,584
At 31 May 2011	2,582	-	2,014	4,596

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 May 2013

## 9. PROPERTY, PLANT AND EQUIPMENT (continued)

Company	Freehold land £'000	Mining assets £'000	Plant, equipment & motor vehicles £'000	Total £'000
<b>Cost</b>				
At 1 June 2011	1,046	1,536	2,014	4,596
Additions	-	12,832	153	12,985
At 31 May 2012 (as restated – see note 31)	1,046	14,368	2,167	17,581
Additions	55	7,449	492	7,996
At 31 May 2013	1,101	21,817	2,659	25,577
<b>Accumulated depreciation</b>				
At 1 June 2011	-	-	-	-
Charge for the year	-	-	4	4
At 31 May 2012 (as restated – see note 31)	-	-	4	4
Charge for the year	-	6,034	356	6,390
At 31 May 2013	-	6,034	360	6,394
<b>Net book value</b>				
At 31 May 2013	1,101	15,783	2,299	19,183
At 31 May 2012 (as restated – see note 31)	1,046	14,368	2,163	17,577
At 31 May 2011	2,582	-	2,014	4,596

During the year, a review of the restoration provision (note 21) was undertaken and a revised policy put in place for providing for the cost of restoring site damage caused by ongoing mining during the production phase which has resulted in a restatement of the restoration asset which arises on creation of the related restoration provision. The impact of restating the group and parent prior year figures for changes in accounting policy is provided in note 31.

The group and company's obligations under finance leases (see note 19) are secured by the lessor's title to the leased assets, which have a carrying amount of £33,619,000 (2012 - £19,007,000).

## 10. INVESTMENTS

Details of the company's subsidiary at 31 May 2013 is as follows

	Place of incorporation and operation	Proportion of ownership interest %	Proportion of voting power held %
Tower Regeneration Leasing Limited	Great Britain	100	100

The cost and carrying value of the investment is £1 (2012 - £1)



**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**11. OTHER INVESTMENTS**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group and Company</b>		
Other non-current assets	9,500	-

**12. INVENTORIES**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group and Company</b>		
Finished goods	2,418	302

**13. TRADE AND OTHER RECEIVABLES**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group</b>		
Trade receivables	4,647	2,956
Receivables from related parties	2,000	325
Other receivables	-	10,186
Prepayments and accrued income	5,320	1,665
	11,967	15,132
	<b>£'000</b>	<b>£'000</b>
<b>Company</b>		
Trade receivables	4,647	2,956
Receivables from related parties	2,000	25
Other receivables	-	6,402
Prepayments and accrued income	5,320	1,664
Amounts receivable from group company	8,649	3,976
	20,616	15,023

**14. CASH AND CASH EQUIVALENTS**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group</b>		
Cash at bank and in hand	9,539	3,604
	<b>£'000</b>	<b>£'000</b>
<b>Company</b>		
Cash at bank and in hand	9,191	3,577

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**15. RETAINED EARNINGS**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group</b>		
Balance at beginning of year	215	-
Profit for the financial year,	7,108	215
	<u>7,323</u>	<u>215</u>
Balance at end of year	<u>7,323</u>	<u>215</u>
	<b>£'000</b>	<b>£'000</b>
<b>Company</b>		
Balance at beginning of year	215	-
Profit for the financial year	7,082	215
	<u>7,297</u>	<u>215</u>
Balance at end of year	<u>7,297</u>	<u>215</u>

**16. TRADE AND OTHER PAYABLES**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group</b>		
Trade payables	592	316
Amounts owed to related parties	16,587	15,951
Other taxation and social security	12	21
Other creditors and accruals	2,699	818
	<u>19,890</u>	<u>17,106</u>
	<b>£'000</b>	<b>£'000</b>
<b>Company</b>		
Trade payables	588	315
Amounts owed to related parties	16,587	12,115
Group relief payable	766	-
Other taxation and social security	12	21
Other creditors and accruals	2,332	770
	<u>20,285</u>	<u>13,221</u>

**17. CREDITORS: Amounts falling due after more than one year**

	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Group and Company</b>		
Amounts owed to related party	<u>16,447</u>	<u>12,294</u>

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 May 2013

### 18. DEFERRED TAX

The following are the deferred tax liabilities recognised by the group and the movements thereon during the current and prior reporting period

<b>Group</b>	<b>2013 £'000</b>	<b>2012 £'000</b>
<b>Deferred taxation</b>		
Accelerated capital allowances	<u>1,038</u>	<u>55</u>

All deferred taxation has been fully provided and the liability has been included within non-current liabilities

	<b>£'000</b>
At 1 June 2012	55
Charged to profit and loss	<u>983</u>
<b>At 31 May 2013</b>	<u><b>1,038</b></u>

The following are the deferred tax liabilities recognised by the company and the movements thereon during the current and prior reporting period

<b>Company</b>	<b>2013 £'000</b>	<b>2012 £'000</b>
<b>Deferred taxation</b>		
Accelerated capital allowances	<u>299</u>	<u>55</u>

All deferred taxation has been fully provided and the liability has been included within non-current liabilities

	<b>£'000</b>
At 1 June 2012	55
Charged to profit and loss	<u>244</u>
<b>At 31 May 2013</b>	<u><b>299</b></u>

## NOTES TO THE FINANCIAL STATEMENTS

### Year ended 31 May 2013

#### 19. OBLIGATIONS UNDER FINANCE LEASES

It is the group's policy to lease certain of its fixtures and equipment under finance leases. The average lease term is five years. For the year ended 31 May 2013, the average effective borrowing rate was 5.1 per cent (2012 - 5.1 per cent). Interest rates are fixed at the contract date. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

All lease obligations are denominated in sterling. The fair value of the group's lease obligations is approximately equal to their carrying amount. The group's obligations under finance leases are secured by the lessors' rights over the leased assets disclosed in note 9.

	Minimum lease payments	
	2013 £'000	2012 £'000
<b>Amounts payable under finance leases</b>		
Within one year	6,759	3,497
In the second to fifth years inclusive	21,024	13,887
	<hr/>	<hr/>
	27,783	17,384
Less: future finance charges	(2,835)	(2,126)
	<hr/>	<hr/>
Present value of lease obligations	24,948	15,258
	<hr/>	<hr/>
	<b>Present value of minimum lease payments</b>	
	2013 £'000	2012 £'000
<b>Amounts payable under finance leases</b>		
Within one year	5,609	2,784
In the second to fifth years inclusive	19,339	12,474
	<hr/>	<hr/>
Present value of lease obligations	24,948	15,258
	<hr/>	<hr/>

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 May 2013

### 20. BORROWINGS

Group	2013 £'000	2012 £'000
<b>Secured bank loans</b>		
Amount due in less than one year	6,479	6,348

Group	Interest %	2013 Amount £'000	Interest %	2012 Amount £'000
<b>Secured bank loans</b>				
Revolving credit facility	4.6%	6,479	5.02%	6,348

Company	2013 £'000	2012 £'000
<b>Secured bank loans</b>		
Amount due for settlement within 12 months	6,479	6,348

The principal features of the group's and company's borrowings are as follows

The group and company have a revolving loan facility of £8.5 million (2012 - £8.5 million). The loan was taken out on 2 May 2012 and is a 24-month facility. The loan carries an interest rate at 4% above three-month LIBOR. The loan is secured on the group's assets and the group is subject to financial and non-financial covenants.

### 21. PROVISIONS

Group and Company	2013 £'000	2012 £'000
<b>Provisions in respect of surface mine restoration</b>		
Carrying amount at the beginning of the year (restated)	4,345	-
Provisions made during the year	4,059	4,229
Unwinding of discount	470	117
Carrying amount at the end of the year (comparative restated)	8,874	4,346
Amounts due in less than one year (comparative restated)	286	145
Amounts due in more than one year	8,588	4,201
Carrying amount at the end of the year (comparative restated)	8,874	4,346

The above provision represents the restoration liability of the company to restore the Tower Surface Mine site to required specifications when coal mining operations cease. During the year, a review of the provision was undertaken and a revised policy put in place for providing for the cost of restoring site damage caused by ongoing mining during the production phase. The impact of restating the group and parent prior year figures for changes in accounting policy is provided in note 31.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 May 2013

## 22. OPERATING LEASES

At 31 May, the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows

	2013 £'000	2012 £'000
<b>Land and buildings</b>		
Within one year	226	233
In the second to fifth years inclusive	904	930
After five years	1,390	1,588
	<u>2,520</u>	<u>2,751</u>

## 23. CAPITAL COMMITMENTS

The group has, over time, contractually committed to the acquisition of plant and machinery with a total expected price of £nil (2012 - £18 million)

## 24. SHARE CAPITAL

	2013 £	2012 £
<b>Group and Company</b>		
Allotted, called up and fully paid	<u>200</u>	<u>200</u>

## 25. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2013 £'000	2012 £'000
<b>Group</b>		
Opening shareholders' funds	215	-
Profit for the financial year	7,108	215
Closing shareholders' funds	<u>7,323</u>	<u>215</u>

	2013 £'000	2012 £'000
<b>Company</b>		
Opening shareholders' funds	215	215
Profit for the financial year	7,082	-
Closing shareholders' funds	<u>7,297</u>	<u>215</u>

## 26. COMPANY STATEMENT OF COMPREHENSIVE INCOME

As permitted by section 408 of the Companies Act 2006, the statement of comprehensive income of the parent company is not presented as part of these financial statements. The parent company achieved a profit for the financial year of £7,082,000 (2012 - £215,000)

## NOTES TO THE FINANCIAL STATEMENTS

### Year ended 31 May 2013

#### 27. NOTES TO THE CASH FLOW STATEMENT

	2013 £'000	2012 £'000
<b>Group</b>		
Profit for the year	7,108	215
<i>Adjustment for</i>		
Depreciation	9,849	171
Interest income	(8)	-
Finance costs	3,706	573
Interest tax expense	2,705	55
Operating cash flows before movements in working capital	23,360	1,014
Increase in inventories	(2,116)	(302)
Increase in receivables	(6,335)	(15,132)
Increase in payables	6,937	24,804
Cash generated by operations	21,846	10,384
Income tax paid	(495)	-
Interest paid	(3,236)	(573)
Net cash from operating activities	18,115	9,811
	<b>£'000</b>	<b>£'000</b>
<b>Company</b>		
Profit for the year	7,082	215
<i>Adjustment for</i>		
Depreciation	6,390	171
Interest income	(315)	-
Finance costs	2,455	573
Interest tax expense	2,731	55
Operating cash flows before movements in working capital	18,343	1,014
Increase in inventories	(2,116)	(302)
Increase in receivables	(15,093)	(15,023)
Increase in payables	10,451	20,919
Cash generated by operations	11,585	6,608
Income tax paid	(495)	-
Interest paid	(1,984)	(573)
Net cash from operating activities	9,106	6,035

#### 28. FINANCIAL INSTRUMENTS

##### Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument, are disclosed in note 1 to the financial statements

Categories of financial instruments comprise short-term receivables and payables, bank loans and obligations under finance leases. Neither the group nor the company uses derivative financial instruments. The main purpose of these financial instruments is to raise finance for the group's and company's ongoing operations and manage the working capital requirements.

## NOTES TO THE FINANCIAL STATEMENTS

### Year ended 31 May 2013

#### 28. FINANCIAL INSTRUMENTS (continued)

##### Categories of financial instruments

Group	2013 £'000	2012 £'000
<b>Financial assets</b>		
Other non-current asset	9,500	-
Cash	9,539	3,604
Amount owed by related party	2,000	325
Trade receivables	4,647	2,956
Other receivables	-	10,186
Prepayments and accrued income	5,320	1,665
	<u>31,006</u>	<u>18,736</u>
<b>Financial liabilities at amortised cost</b>		
Trade payables	592	315
Borrowings	6,479	6,348
Finance leases	24,948	15,258
Amounts owed to related parties	33,034	28,245
	<u>65,053</u>	<u>50,166</u>
<b>Company</b>	<b>£'000</b>	<b>£'000</b>
<b>Financial assets</b>		
Other non-current asset	9,500	-
Cash	9,191	3,577
Trade receivables	4,647	2,956
Amounts receivable from group company	8,649	3,976
Other receivables	-	6,402
Amounts owed by related parties	2,000	25
Prepayments and accrued income	5,320	1,664
	<u>39,307</u>	<u>18,600</u>
<b>Financial liabilities at amortised cost</b>		
Trade payables	588	315
Borrowings	6,479	6,348
Amounts owed to related parties	32,034	24,409
	<u>39,101</u>	<u>31,072</u>

##### Financial risks

The company's activities expose it to various financial risks - liquidity risk, credit risk and market risk

##### *Liquidity risk*

Liquidity risk is the risk that the group and company will not be able to access the necessary funds to finance their operations. They finance their operations through a mix of short and medium-term facilities.

The group manages its liquidity risk by monitoring existing facilities and cash flows against forecast requirements based on rolling cash forecast.

The table below analyses the group's and parent company's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position date to the contractual maturity date. With the exception of finance leases, all the amounts disclosed in the table are equal to their carrying balances as the impact of



**NOTES TO THE FINANCIAL STATEMENTS**

**Year ended 31 May 2013**

discounting is not significant. The amounts disclosed for finance leases are the contractual undiscounted cash flows including interest and hence will not agree to the amount disclosed on the statement of financial position.

# NOTES TO THE FINANCIAL STATEMENTS

## Year ended 31 May 2013

### 28. FINANCIAL INSTRUMENTS (continued)

#### Financial risks (continued)

<b>Group</b>	<b>&lt;1 year</b>	<b>&lt;1-2 years</b>	<b>&lt;2-5 years</b>	<b>&gt;5 years</b>
<b>At 31 May 2013</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Non-interest bearing	3,302	-	-	-
Amounts due to related parties (non-interest-bearing)	12,572	-	-	-
Amounts due to related parties (interest-bearing)	4,020	13,152	3,294	-
Finance lease liability	6,759	6,759	14,265	-
Fixed interest instruments	6,479	-	-	-
<b>Total</b>	<b>33,132</b>	<b>19,911</b>	<b>17,559</b>	<b>-</b>
<b>At 31 May 2012</b>	<b>&lt;1 year</b>	<b>&lt;1-2 years</b>	<b>&lt;2-5 years</b>	<b>&gt;5 years</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Non-interest bearing	1,155	-	-	-
Amounts due to related parties (non-interest-bearing)	15,080	-	-	-
Amounts due to related parties (interest-bearing)	871	10,061	2,233	-
Finance leases	3,496	3,496	10,391	-
Fixed interest instruments	6,348	-	-	-
<b>Total</b>	<b>26,950</b>	<b>13,557</b>	<b>12,624</b>	<b>-</b>
<b>Company</b>	<b>&lt;1 year</b>	<b>&lt;1-2 years</b>	<b>&lt;2-5 years</b>	<b>&gt;5 years</b>
<b>At 31 May 2013</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Non-interest bearing	2,932	-	-	-
Amounts due to related parties (non-interest-bearing)	12,567	-	-	-
Amounts due to related parties (interest-bearing)	4,020	13,152	3,294	-
Borrowings	6,479	-	-	-
<b>Total</b>	<b>25,998</b>	<b>13,152</b>	<b>3,294</b>	<b>-</b>
<b>At 31 May 2012</b>	<b>&lt;1 year</b>	<b>&lt;1-2 years</b>	<b>&lt;2-5 years</b>	<b>&gt;5 years</b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Non-interest bearing	1,106	-	-	-
Amounts due to related parties (non-interest-bearing)	11,244	-	-	-
Amounts due to related parties (interest-bearing)	871	10,061	2,233	-
Borrowings	6,348	-	-	-
<b>Total</b>	<b>19,569</b>	<b>10,061</b>	<b>2,233</b>	<b>-</b>

## NOTES TO THE FINANCIAL STATEMENTS

### Year ended 31 May 2013

#### 28. FINANCIAL INSTRUMENTS (continued)

##### Financial risks (continued)

##### Credit risk

The group and parent company are at the risk of financial loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the group's receivables from customers. The group's risk is influenced by the nature of its customers. New customers are analysed for creditworthiness before the group's standard payment terms and conditions are offered and appropriate credit limits set. The group does not have any financial assets that are past due or impaired.

##### Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the group's or company's income or the value of its holdings of financial instruments.

##### Foreign currency risk

The group and company operate within the UK in GBP and therefore are not exposed to foreign exchange risk arising from various currency exposures.

##### Interest rate risk

The group and company are exposed to interest rate risk as they borrow funds on three-month revolving credit with interest rates fixed at time of drawdown. The group and company have no loans or receivables which have floating interest rates.

At the statement of financial position date the interest rate profile of the group's interest-bearing financial instruments was

<b>Group</b>	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Fixed rate instruments</b>		
Financial liabilities	45,414	28,423
<b>Variable rate instruments</b>		
Financial liabilities	6,479	6,348
<b>Company</b>	<b>2013</b>	<b>2012</b>
	<b>£'000</b>	<b>£'000</b>
<b>Fixed rate instruments</b>		
Financial liabilities	20,466	13,165
<b>Variable rate instruments</b>		
Financial liabilities	6,479	6,348

##### Sensitivity analysis

An increase of 1 basis point in interest rates throughout the period would have decreased profit by the amounts shown below. This calculation assumes that the change occurred at all points in the period and had been applied to the average risk exposure throughout the period.

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**28 FINANCIAL INSTRUMENTS (continued)**

This analysis assumes that all other variables, remain constant and considers the effect of financial instruments with variable interest rates

	2013 £'000	2012 £'000
<b>Group</b>		
Decrease profit	66	6
<b>Company</b>		
Decrease profit	66	6

**29. RELATED PARTY TRANSACTIONS**

Balances and transactions between the company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in the group disclosure below. The company is owned 50% by Forward Sound Limited, a 100% owned subsidiary of the Hargreaves Services Plc group, the remaining 50% is owned by Tower Colliery Limited, a 100% owned subsidiary of Goitre Tower Anthracite Limited. During the financial periods the company provided services to or was provided services by members of the group headed by Hargreaves Services Plc and Goitre Tower Anthracite Limited as follows

Companies entered into the following transactions with related parties

Group	2013		2012	
	Purchases/ Interest charges from £'000	Balance owed to £'000	Purchases/ Interest charges from £'000	Balance owed to £'000
Forward Sounds Limited	(1,667)	(18,486)	(455)	(14,160)
Tower Colliery Limited*	(3,781)	(8,558)	(3,843)	(4,594)
Hargreaves Surface Mining Limited	(21,513)	(48)	(3,308)	(1,505)
Hargreaves Services Plc	(750)	(1,980)	(900)	(4,914)
Hargreaves (UK) Services Limited	-	-	(525)	(525)
Hargreaves (UK) Limited	-	(2,170)	(2,113)	(2,546)
Hargreaves (UK) Services Limited - Transport	(603)	(427)	(1)	(1)
Hargreaves (UK) Services Limited – Minerals	(1,365)	(1,365)	-	-
	Balance Sales to £'000		Balance Sales to £'000	
	owed from £'000		owed from £'000	
Hargreaves Surface Mining Limited	5,016	-	250	301
Coal 4 Energy Limited	-	-	20	24

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 May 2013**

**29. RELATED PARTY TRANSACTIONS (continued)**

Company	2013		2012	
	Purchases/ Interest charges from £'000	Balance owed to £'000	Purchases/ Interest charges from £'000	Balance owed to £'000
Forward Sounds Limited	(1,667)	(18,486)	(455)	(14,160)
Tower Colliery Limited*	(3,781)	(8,558)	(3,843)	(4,594)
Hargreaves Surface Mining Limited	(21,513)	(43)	(3,308)	(1,505)
Hargreaves Services Plc	(750)	(1,980)	(900)	(1,078)
Hargreaves (UK) Services Limited	-	-	(525)	(525)
Hargreaves (UK) Limited	-	(2,170)	(2,113)	(2,546)
Hargreaves (UK) Services Limited - Transport	(603)	(427)	(1)	(1)
Hargreaves (UK) Services Limited – Minerals	(1,365)	1,365	-	-
	<b>Sales to £'000</b>	<b>Balance owed from £'000</b>	<b>Sales to £'000</b>	<b>Balance owed from £'000</b>
Hargreaves Surface Mining Limited	5,016	49	250	301
Coal 4 Energy Limited	-	-	20	24

\*All of the related parties listed above with the exception of Tower Colliery Limited are members of the group headed by Hargreaves Services Plc. Tower Colliery Limited is a member of the Goitre Tower Anthracite Limited group.

The company has provided a loan to a 100% subsidiary, Tower Regeneration Leasing Limited. Amounts repayable from Tower Regeneration Leasing Limited are short-term and non-interest-bearing. The outstanding amount at 31 May 2013 is £8,649,000 (2012 - £3,976,000).

**30. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY**

The company is owned 50% by Forward Sound Limited and 50% by Tower Colliery Limited. There is, therefore, no controlling party.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 May 2013

## 31. PRIOR YEAR RESTATEMENT

During the year the group made an amendment to its policy for the restoration and rehabilitation provision, resulting from a review of its methodology and assumptions for initial recognition. This change in accounting policy provides more reliable and relevant information. Further information regarding the amended policy is provided within note 1 to the accounts.

Under IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors, where a new standard requires it or where a change in accounting policy is applied voluntarily, a retrospective restatement of the prior period results is required, including the adjustment of the prior opening financial position. The resultant change has no impact on the group or company's previously reported net cash flows, financial position or total comprehensive income, accordingly no comparative statement of financial position at 1 June 2011 has been presented. The effects of this restatement are detailed in this note, and included throughout the financial statement comparatives, where appropriate.

The effects of the change are summarised below:

	As reported 2012 £'000	Accounting policy change £'000	Restated 2012 £'000
<b>Consolidated statement of financial position</b>			
Property, plant and equipment	56,358	(19,774)	36,584
Provisions	(24,120)	19,774	(4,346)

	As reported 2012 £'000	Accounting policy change £'000	Restated 2012 £'000
<b>Company statement of financial position</b>			
Property, plant and equipment	37,351	(19,774)	17,577
Provisions	(24,120)	19,774	(4,346)

There was no impact on the statement of comprehensive income or statement of changes in equity.