

# Financial Statements

## Advanced Fuel Technologies UK Limited

**For the financial year ended 31 March 2019**

**Registered number: 07179967**



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## Independent auditor's report to the members of Advanced Fuel Technologies UK Limited

### Opinion

We have audited the financial statements of Advanced Fuel Technologies UK Limited, which comprise the the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity for the financial financial year ended 31 March 2019, and the related notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, Advanced Fuel Technologies UK Limited's financial statements:

- give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice of the financial position of the company as at 31 March 2019 and of its financial performance for the financial year then ended; 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') and applicable law. Our responsibilities under those standards are further described in the 'responsibilities of the auditor 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, namely FRC's Ethical Standard concerning the integrity, objectivity and independence of the auditor. We have fulfilled our 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.

## Independent auditor's report to the members of Advanced Fuel Technologies UK Limited (continued)

### **Other information**

Other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's report thereon, including the Directors' report. The directors are responsible for the other information. Our opinion on the financial statements does not cover the 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 in the financial statements, 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.

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

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; or
- the directors were not entitled to take advantage of the small companies' exemptions from the requirement to prepare a strategic report or in preparing the Directors' report.

### **Responsibilities of management and those charged with governance for the financial statements**

Management is responsible for the preparation of the financial statements which give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS102 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, management is 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 management either intend to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the company's financial reporting process.

## Independent auditor's report to the members of Advanced Fuel Technologies UK Limited (continued)

### **Responsibilities of the auditor for the audit of the financial statements**

The objectives of an auditor 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.

As part of an audit in accordance with ISAs (UK), the auditor will exercise professional judgment and maintain professional scepticism throughout the audit. They will also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If they conclude that a material uncertainty exists, they are required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify their opinion. Their conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.

The auditor shall communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that may be identified during the audit.



## Independent auditor's report to the members of Advanced Fuel Technologies UK Limited (continued)

### **The purpose of our audit work and to whom we owe our responsibilities**

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.

A handwritten signature in black ink, appearing to read "Aidan Connaughton", written over a horizontal line.

Aidan Connaughton (Senior Statutory Auditor)

for and on behalf of  
**Grant Thornton**

Chartered Accountants  
Registered Auditors  
13 - 18 City Quay  
Dublin 2

Date:

18/02/2019

## Statement of financial position

As at 31 March 2019

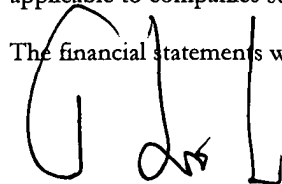
	Note	2019 £	2018 £
<b>Current assets</b>			
Debtors: amounts falling due within one year	5	8,577	10,675
Cash at bank and in hand	6	254	29,180
		<u>8,831</u>	<u>39,855</u>
Creditors: amounts falling due within one year	7	(152,256)	(171,578)
<b>Net current liabilities</b>		<b>(143,425)</b>	<b>(131,723)</b>
Creditors: amounts falling due after more than one year	8	(79,039)	(75,539)
<b>Net liabilities</b>		<b>(222,464)</b>	<b>(207,262)</b>
<b>Capital and reserves</b>			
Called up share capital	9	24	24
Share premium account	10	99,992	99,992
Profit and loss account	10	(322,480)	(307,278)
<b>Shareholders deficit</b>		<b>(222,464)</b>	<b>(207,262)</b>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

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



.....  
**John Lister**  
Director

Date: 18/12/19

The notes on pages 7 to 12 form part of these financial statements.

## Statement of changes in equity

For the financial year ended 31 March 2019

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 April 2018	24	99,992	(307,278)	(207,262)
<b>Comprehensive loss for the financial year</b>				
Loss for the financial year	-	-	(15,202)	(15,202)
<b>At 31 March 2019</b>	<b>24</b>	<b>99,992</b>	<b>(322,480)</b>	<b>(222,464)</b>

The notes on pages 7 to 12 form part of these financial statements.

## Statement of changes in equity

For the financial year ended 31 March 2018

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 April 2017	24	99,992	(293,306)	(193,290)
<b>Comprehensive loss for the year</b>				
Loss for the financial year	-	-	(13,972)	(13,972)
<b>At 31 March 2018</b>	<b>24</b>	<b>99,992</b>	<b>(307,278)</b>	<b>(207,262)</b>

The notes on pages 7 to 12 form part of these financial statements..

# Notes to the financial statements

For the financial year ended 31 March 2019

## 1. General information

Advanced Fuel Technologies UK Limited, is a limited company incorporated in England and Wales with a registered office at Shipton Mill, Long Newnton, Tetbury, Gloucestershire, GL8 8RP.

## 2. Accounting policies

### 2.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including section 1A of Financial Reporting Standard 102 - 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' (FRS102), and the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain instruments as specified in the accounting policies below.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The financial statements are prepared in Sterling (£).

The following principal accounting policies have been applied:

### 2.2 Going concern

The financial statements have been prepared on a going concern basis because the company's parent undertaking, Coinstone Limited, has provided assurances that it will continue to provide the financial resources necessary to enable the company to continue in its normal course of business for a period of at least twelve months from the date of signing the financial statements.

### 2.3 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

### 2.4 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

### 2.5 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

# Notes to the financial statements

For the financial year ended 31 March 2019

## 2. Accounting policies (continued)

### 2.6 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the income statement in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

### 2.7 Government Grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the Statement of comprehensive income at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of comprehensive income in the same period as the related expenditure.

## Notes to the financial statements

For the financial year ended 31 March 2019

### 2. Accounting policies (continued)

#### 2.8 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

#### 2.9 Dividends

Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

#### 2.10 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

### 3. Judgments in applying accounting policies and key sources of estimation uncertainty

Management were not required to exercise any judgement in order to apply the above stated accounting policies. All figures in the primary financial statements are fully supportable and no estimation techniques were used.

### 4. Employees

The average monthly number of employees, including directors, during the financial year was 1 (2018 - 1).

# Notes to the financial statements

For the financial year ended 31 March 2019

## 5. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	-	2,901
Other debtors	8,577	7,774
	<u>8,577</u>	<u>10,675</u>

All amounts are repayable within one year.

## 6. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	254	29,180
	<u>254</u>	<u>29,180</u>

## 7. Creditors: Amounts falling due within one year

	2019 £	2018 £
Trade creditors	6,926	-
Amounts owed to group undertakings	144,621	170,212
Other taxation and social security	-	1,006
Accruals	709	360
	<u>152,256</u>	<u>171,578</u>

Trade creditors are payable at various dates over the coming months in accordance with the suppliers' usual and customary credit terms.

Amounts owed to group undertakings are unsecured, interest free and repayable on demand except those which are finance in nature which have a market rate of interest applied.

Corporation tax and other taxes including social insurance are repayable at various dates over the coming months in accordance with the applicable statutory provisions.

The terms of the accruals are based on the underlying contracts.

# Notes to the financial statements

For the financial year ended 31 March 2019

## 8. Creditors: Amounts falling due after more than one year

	2019 £	2018 £
Amounts owed to group undertakings	22,590	19,867
Accruals	6,454	5,677
Share capital treated as debt	49,995	49,995
	<u>79,039</u>	<u>75,539</u>

## 9. Share capital

	2019 £	2018 £
<b>Shares classified as equity</b>		
<b>Allotted, called up and fully paid</b>		
24 (2018 - 24) Ordinary shares of £1.00 each	<u>24</u>	<u>24</u>
	2019 £	2018 £
<b>Shares classified as debt</b>		
<b>Allotted, called up and fully paid</b>		
49,995 (2018 - 49,995) Preference shares of £1.00 each	<u>49,995</u>	<u>49,995</u>

The preference shares are cumulative convertible redeemable shares with a cumulative dividend rate of 7 per cent per annum. The preference dividend shall accrue from day to day from the date of allotment down to and including the date on which any such preference shares are redeemed.

The holders of the cumulative convertible redeemable preference shares shall be entitled to receive notice of, attend and speak at any general meetings of the company and will have no voting rights until the date falling six months from the date of allotment of such preference shares if they are not redeemed.

The company shall redeem the preference shares on (a) the date falling six months from the date of allotment of the preference shares or (b) immediately prior to an exit event or (c) immediately prior to the appointment of a receiver, manager, administrator or administrative receiver over the company or all or any part of its assets, whichever is earliest. The company shall pay on each preference share redeemed a sum equal to the amount paid up, or credited as paid up, together with a sum equal to all arrears, deficiencies or accruals of the preference dividend.

The preference shares have a fixed cumulative preference dividend attached and as such, are accrued but not paid until the company has sufficient available profits for distribution.

## Notes to the financial statements

For the financial year ended 31 March 2019

### 10. Reserves

**Called-up share capital**

Represents the nominal value of shares that have been issued.

**Share premium account**

Represents any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

**Profit and loss account**

Represents all current and prior period retained profits and losses.

### 11. Comparative Information

Comparative information has been reclassified where necessary to conform to current financial year presentation.

### 12. Related party transactions

At 31 March 2019, the company owed Coinstone Limited, the parent company of Advanced Fuel Technologies UK Limited, £118,243 (2018: £170,212). Market interest is charged on the loan, with a total of £1,820 being charged during the period.

At 31 March 2019, the company owed Shiptinvest Limited, a company related by virtue of common director and common shareholder, £26,363 (2018: £Nil), due to advances received during the year. Market interest is charged on the loan, with a total of £1,146 being charged during the period.

At 31 March 2019, the company owed Shipton Mill Limited, a company related by virtue of common director and common shareholder, £13 (2018: £2,901 Dr). Shipton Mill Limited recharged payroll costs of £Nil (2018: £11,649).

There were no other transactions which occurred during the period which require disclosure under Financial Reporting Standard 8, "Related Party Disclosures".

### 13. Ultimate parent undertaking and controlling party

The company's parent undertaking is Coinstone Limited, a company incorporated in England and Wales, with a registered office at Shipton Mill, Long Newnton, Tetbury, Gloucestershire.

The smallest and largest group which the results of Advanced Fuel Technologies UK Limited are consolidated is that headed by Coinstone Limited. The consolidated financial statements of Coinstone Limited are available from the Companies House.

The ultimate controlling party is Shipton Mill Settlement Trust 2001.

### 14. Approval of financial statements

The board of directors approved these financial statements for issue on 18/12/19