# FOOD & BEVERAGE (RRL) LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Registered number: NI008214

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## **DIRECTORS AND OTHER INFORMATION**

Directors: Orla Cooper (Appointed 17 July 2020)

Cathy Coyle (Appointed 17 July 2020) Fergal O'Dwyer (Resigned 17 July 2020) Gerard Whyte (Resigned 17 July 2020)

Company Secretary: Orla Cooper (Appointed 2 October 2020)

Gerard Whyte (Resigned 2 October 2020)

Registered Number: NI008214

Registered Office: c/o DCC Energy Limited

Airport Road West Sydenham Belfast BT3 9ED United Kingdom

Auditor: KPMG

**Chartered Accountants** 

1 Stokes Place St. Stephen's Green

Dublin 2

Republic of Ireland

Solicitors: William Fry

2 Grand Canal Square

Dublin 2

Republic of Ireland

## **STRATEGIC REPORT**

## **Principal Activity**

The Company is an investment company which was formerly engaged in the distribution of food and beverages.

## **Review of the Business**

The Company did not trade during the year ended 31 March 2021 or in the preceding financial year.

On Behalf of the Board:

Cathy Coyle Director

Orla Cooper Director

28 July 2021

## **DIRECTORS' REPORT**

The Directors have pleasure in presenting their Report and the Audited Financial Statements for the year ended 31 March 2021.

## **Dividends**

The Directors do not recommend the payment of a dividend on the ordinary shares (2020: Nil).

## Covid-19 Pandemic

The Covid-19 situation which emerged in March 2020 is being monitored on an ongoing basis by the Board. Covid-19 has not had a significant impact on the results of the Company or the wider Group for the year ended 31 March 2021. The Board have given particular consideration as to the impact of Covid-19 on the carrying value of investments and intercompany receivables and no indicators of impairment were identified. Covid-19 has had no impact on the Company's ability to continue as a going concern.

## **Directors and Secretary**

The Directors and Company Secretary who held office at the date of signing the financial statements are listed on page 2. On 17 July 2020, Fergal O'Dwyer and Gerard Whyte resigned as Directors and Cathy Coyle and Orla Cooper were appointed as Directors. On 2 October 2020, Gerard Whyte resigned as Secretary and Orla Cooper was appointed as Secretary.

## <u>Statement of Directors' Responsibilities in respect of the Directors' Report, the Strategic Report and the Financial</u> Statements

The Directors are responsible for preparing the Directors' Report, the Strategic 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 they have elected to prepare the financial statements in accordance with FRS 101 Reduced Disclosure Framework.

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

- · select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal controls as they determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

## **DIRECTORS' REPORT - continued**

## **Disclosure of Information to Auditor**

Each person who is a Director at the date of approval of this report confirms that:-

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware and:
- each Director has taken the steps he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

## **Political and Charitable Contributions**

No disclosable political or charitable contributions were made during the year (2020: Nil).

## **Post Balance Sheet Events**

There were no significant post balance sheet events that would require adjustment to, or disclosure in, the Company's financial statements.

## <u>Auditor</u>

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG will therefore continue in office.

On Behalf of the Board:

Catriy Coy

Orla Cooper

Director

Registered Office: c/o DCC Energy Ltd Airport Road West Sydenham Belfast BT3 9ED United Kingdom

28 July 2021



**KPMG** Audit 1 Stokes Place St. Stephen's Green

## DO2 DE03 INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF **FOOD & BEVERAGE (RRL)**

## Report on the audit of the financial statements

We have audited the financial statements of Food & Beverage (RRL) ('the Company') for the period ended 31 March 2021 set out on pages 10 to 16, which comprise the Statement of Profit and Loss and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is UK Law and FRS 101 Reduced Disclosure Framework.

#### In our opinion:

- the financial statements give a true and fair view of the state of the Company's affairs as at 31 March 2021 and of its result for the period then ended;
- the financial statements have been properly prepared in accordance with FRS 101 Reduced Disclosure Framework; and
- the financial statements have been prepared in accordance with the requirements of the Companies

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council (FRC)'s Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Conclusions relating to going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.



# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FOOD & BEVERAGE (RRL) - continued

## Conclusions relating to going concern (continued)

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

## **Detecting irregularities including fraud**

We identified the areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements and risks of material misstatement due to fraud, using our understanding of the entity's industry, regulatory environment and other external factors and inquiry with the directors. In addition, our risk assessment procedures included: inquiring with the directors as to the Company's policies and procedures regarding compliance with laws and regulations and prevention and detection of fraud; inquiring whether the directors have knowledge of any actual or suspected non-compliance with laws or regulations or alleged fraud; inspecting the Company's regulatory and legal correspondence; and reading Board minutes.

We discussed identified laws and regulations, fraud risk factors and the need to remain alert among the audit team.

The Company is subject to laws and regulations that directly affect the financial statements including companies and financial reporting legislation. We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items, including assessing the financial statement disclosures and agreeing them to supporting documentation when necessary.

The Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, anti-bribery, employment law and environmental law.

Auditing standards limit the required audit procedures to identify non-compliance with these non-direct laws and regulations to inquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. These limited procedures did not identify actual or suspected non-compliance.

We assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. As required by auditing standards, we performed procedures to address the risk of management override of controls. On this audit we do not believe there is a fraud risk related to revenue recognition. We did not identify any additional fraud risks.

In response to risk of fraud, we also performed procedures including: identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation; evaluating the business purpose of significant unusual transactions; assessing significant accounting estimates for bias; and assessing the disclosures in the financial statements.



# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FOOD & BEVERAGE (RRL) - continued

## Detecting irregularities including fraud (continued)

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

#### Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the strategic report and the directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

## Opinions on other matters prescribed by the Companies Act 2006

Based solely on our work on the other information undertaken during the course of the audit:

- we have not identified material misstatements in the directors' report or the strategic report;
- in our opinion, the information given in the directors' report and the strategic report is consistent with the financial statements;
- in our opinion, the directors' report and the strategic report have been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.



# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FOOD & BEVERAGE (RRL) - continued

## Respective responsibilities and restrictions on use

## Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on pages 4 and 5, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud, other irregularities or error, and to issue an opinion in an auditor's report. 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, other irregularities or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A fuller description of our responsibilities is provided on the FRC's website at <a href="https://www.frc.org.uk/auditorsresponsibilities">www.frc.org.uk/auditorsresponsibilities</a>.

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

Our 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.

Conall O'Halloran Senior Statutory Auditor

for and on behalf of KPMG Statutory Auditor

1 Stokes Place St. Stephen's Green

Dublin 2 Ireland

28 July 2021

## STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

## **FOR THE YEAR ENDED 31 MARCH 2021**

During the financial year and the preceding financial year, the Company has not traded and has received no income and incurred no expenditure. Consequently, during these years the Company has made neither a profit nor loss. Additionally there are no recognised gains or losses that impact the statement of comprehensive income.

## **BALANCE SHEET**

## **AS AT 31 MARCH 2021**

	· Notes	2021 £	2020 £
Current assets			
Debtors	3	11,000	11,000
Total assets		11,000	11,000
Capital and reserves			
Called up share capital	4	11,000	11,000
Revenue reserves	•		
Shareholder funds		11,000	11,000

The financial statements on pages 8 to 16 were approved by the Board of Directors on 28 July 2021 and were signed on its behalf by:

Cathy Coyle

Onle Cooper

Orla Cooper Director

Food & Beverage (RRL) Limited Registered Number: NI008214

## STATEMENT OF CHANGES IN EQUITY

## FOR THE YEAR ENDED 31 MARCH 2021

Balance at 1 April 2019	Called up share capital £ 11,000	Profit and loss account £	Total equity £ 11,000
Total comprehensive income for the year Result for the financial year Other comprehensive income	·	<u>.</u>	-
Total comprehensive income for the year	-		
Transactions with owners, recorded directly in equity: Issue of shares Dividends payable	<u>-</u>		-
Total contributions by and distributions to owners	_		
Balance at 31 March 2020	11,000	<u>.</u>	11,000
Balance at 1 April 2020	11,000	-	11,000
Total comprehensive income for the year Result for the financial year Other comprehensive income		- 	<u>-</u>
Total comprehensive income for the year		-	
Transactions with owners, recorded directly in equity: Issue of shares Dividends payable	<u> </u>	<u>-</u>	<u> </u>
Total contributions by and distributions to owners			
Balance at 31 March 2021	11,000	_	11,000

## NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2021

## 1. ACCOUNTING POLICIES

#### **Reporting Entity**

Food & Beverage (RRL) Limited (the "Company") is a private company incorporated, domiciled and registered in Northern Ireland. The registered number is NI008214 and the registered address is Airport Road West, Sydenham, Belfast BT3 9ED, United Kingdom.

The Company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

#### **Statement of Compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

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

The Company's ultimate parent undertaking, DCC plc, includes the Company in its consolidated financial statements. The consolidated financial statements of DCC plc are prepared in accordance with International Financial Reporting Standards. These are available to the public and may be obtained from DCC House, Leopardstown Road, Foxrock, Dublin 18, Ireland.

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

- a Cash Flow Statement and related notes;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

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

- IFRS 2 Share Based Payments in respect of group settled share based payments;
- Certain disclosures required by IAS 36 *Impairment of assets* in respect of the impairment of goodwill and indefinite life intangible assets;
- Certain disclosures required by IFRS 3 Business Combinations in respect of business combinations undertaken by the Company: and
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

#### NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2021 - continued

#### 1. ACCOUNTING POLICIES (continued)

## Statement of Compliance (continued)

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

#### Accounting judgements and estimates

No judgements have been made by the Directors, in the application of these accounting policies, that have a significant effect on the financial statements and there are no estimates with a significant risk of material adjustment in the next year.

#### 1.1 Measurement convention

The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: share-based payments, post employment benefit obligations and certain financial assets and liabilities including derivative financial instruments.

#### 1.2 Going concern

On the basis of their assessment of the Company's financial position and of any enquiries made of the directors of the parent company, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

## 1.3 Presentation of the financial statements

The financial statements are presented in Sterling, denoted by the symbol £. This currency represents the primary economic environment in which the company operates. Certain comparative figures may have been reclassified in order to present information on a basis consistent with the current year.

#### 1.4 Foreign currency transactions

Assets and liabilities denominated in foreign currencies are translated into Sterling at the exchange rates ruling at the balance sheet date or at contracted rates where appropriate.

Profits and losses arising on transactions in foreign currencies during the year are included in the profit and loss account at the exchange rate ruling at the date of the transactions.

## 1.5 Financial assets

Financial assets are stated at cost less provision for any permanent diminution in value.

## 1.6 Impairment of financial assets

Financial assets not carried at fair value through the profit and loss account are assessed to determine whether there is objective evidence of impairment. For financial assets measured at cost less impairment, impairment is calculated as the difference between the recoverable amount of the investment and its carrying amount. Impairment losses are recognised through the profit and loss account. Where subsequent events cause the amount of the impairment loss to decrease, the decrease is reversed through the profit and loss account.

## 1.7 Debtors

Trade receivables are carried at amortised cost at the transaction price less expected credit losses. For trade receivables, the Company applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance. Trade receivables are considered impaired when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the arrangement.

## 1.8 Creditors

Trade creditors are initially recognised at fair value and are subsequently measured at amortised cost, which approximates fair value given the short term nature of these liabilities.

#### NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2021 - continued

#### 1. ACCOUNTING POLICIES (continued)

#### 1.9 Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term deposits. Bank overdrafts are classified as borrowings except where repayable on demand and or where they form an integral part of the Company's cash management strategy.

#### 1.10 Financial instruments

The Company has adopted IFRS 9 which became effective from 1 January 2018 and which replaced IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39").

## 1.11 Income and expenses

Dividend Income

Dividend income is recognised in the profit and loss account on the date at which the Company's right to receive payment is established and it is probable that economic benefits will flow to the Company and the amount of revenue can be reliably measured.

#### Interest receivable and interest payable

Interest income on funds invested and on loans to Group companies is credited to the profit and loss account on an accruals basis. Interest payable arising on borrowings and on loans from Group companies is also charged to the profit and loss account on an accruals basis.

Interest payable and similar charges may include finance charges.

#### 1.12 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates and laws enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates and laws enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

## 2. STATUTORY INFORMATION

The Company has no employees. The remuneration of the Company's auditor is dealt with in the financial statements of DCC plc, the ultimate parent company.

The Directors received no remuneration from the Company.

## NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2021 - continued

## 3. DEBTORS

	2021 £	2020 - £
Amounts due from Group company	11,000	11,000
4. CALLED UP SHARE CAPITAL	2021	2020
Authorised:	£	£
50,000 ordinary shares of £1 each Issued:	50,000	50,000
11,000 ordinary shares of £1 each	11,000	11,000

## 5. <u>ULTIMATE PARENT COMPANY</u>

The Company regards DCC plc, a company incorporated in the Republic of Ireland, as its ultimate parent company. The largest and smallest group in which the results of the Company are consolidated is that headed by DCC plc. Copies of the Group financial statements of DCC plc are available from its registered office, DCC House, Leopardstown Road, Foxrock, Dublin 18, Republic of Ireland.

## 6. RELATED PARTY DISCLOSURES

FRS 101.8(k) exempts the requirement of IAS 24 "Related Party Disclosures" to disclose related party transactions between wholly owned subsidiaries. Consequently, these financial statements do not contain disclosures of transactions with entities in the DCC plc Group.

## 7. SUBSEQUENT EVENTS

There were no significant post balance sheet events that would require adjustment to, or disclosure in, the Company's financial statements.

## 8. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved by the Board of Directors on 28 July 2021.