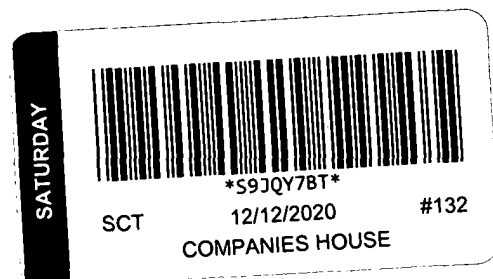


Polymer Logistics Scotland Ltd.

Registered number: SC192213

Annual Report

For the year ended 31 December 2019



POLYMER LOGISTICS SCOTLAND LTD.

COMPANY INFORMATION

Directors

G F De Roovere
S F J Stockmans
P K J Valkeniers

Registered number

SC192213

Registered office

Common Logistics Platform
Reddoch Road
Grangemouth
Stirlingshire
FK3 9XU

Independent auditor

Mazars LLP
Chartered Accountants & Statutory Auditor
100 Queen Street
Glasgow
G1 3DN

Bankers

Royal Bank of Scotland Plc
2 La Porte Precinct
Grangemouth
Stirlingshire
FK3 8AS

POLYMER LOGISTICS SCOTLAND LTD.

CONTENTS

	Page
Directors' Report	1 - 2
Independent Auditor's Report	3 - 5
Statement of Comprehensive Income	6
Statement of Financial Position	7
Notes to the Financial Statements	8 - 14

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2019**

The Directors present their report and the financial statements for the year ended 31 December 2019.

Directors' responsibilities statement

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are 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 to 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.

Principal activity

The principal activity of the Company during the year was the provision of plastic packaging services.

On 30 January 2020, the World Health Organisation (WHO) declared COVID-19 as a 'Public Health Emergency of International Concern'. The Directors have considered the impact of COVID-19 on the business with a major breakthrough for the Company being the signing of a new 3 +2 year contract with the Company's sole customer, Ineos, in January 2020. This new contract will provide a guaranteed minimum monthly income for the Company which will provide cover for staff and overhead costs in the event of unforeseen downtime of the plant. The new contract provides security to the Company to enable it to meet its financial obligations as they fall due. Since the year end, the plant continues to operate at anticipated capacity and, at the date of signing the financial statements, the outbreak of COVID-19 has had no impact on the Company's ability to continue to deliver its commercial contract in line with customer requirements.

Directors

The Directors who served during the year were:

G F De Roovere
S F J Stockmans
P K J Valkeniers

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019**

Disclosure of information to auditor

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

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

This report has been prepared in accordance with the small companies regime of the Companies Act 2006.

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

peter valkeniers
peter valkeniers (May 6, 2020)

P K J Valkeniers
Director

Date: 6/5/2020

Steven Stockmans
Steven Stockmans (May 6, 2020)

S F J Stockmans
Director

Date: 6/5/2020

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF POLYMER LOGISTICS SCOTLAND LTD.

Opinion

We have audited the financial statements of Polymer Logistics Scotland Ltd. (the 'Company') for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position and 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the 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.

Emphasis of matter – Impact of the outbreak of COVID-19 on the financial statements

In forming our opinion on the Company financial statements, which is not modified, we draw your attention to the Directors' view on the impact of the COVID-19 as disclosed on page 1, and the consideration in the going concern basis of preparation on page 8 and non- adjusting post balance sheet events on page 1.

Since the reporting date there has been a global pandemic from the outbreak of COVID-19. The potential impact of COVID-19 became significant in March 2020 and is causing widespread disruption to normal patterns of business activity across the world, including the UK.

The full impact following the recent emergence of the COVID-19 is still unknown. It is therefore not currently possible to evaluate all the potential implications to the Company's trade, customers, suppliers and the wider economy.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF POLYMER LOGISTICS SCOTLAND LTD.

Conclusions relating to going concern

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

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

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime, take advantage of the small companies' exemption in preparing the Directors' Report, and take advantage of the small companies exemption to prepare a Strategic Report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF POLYMER LOGISTICS SCOTLAND LTD.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement set out on page 1, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors 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 or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of the audit report

This report is made solely to the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body for our audit work, for this report, or for the opinions we have formed.

Craig Maxwell

Craig Maxwell (May 7, 2020)

Craig Maxwell (Senior statutory auditor)

for and on behalf of

Mazars LLP
Chartered Accountants and Statutory Auditor
100 Queen Street
Glasgow
G1 3DN

Date: 7 May 2020

POLYMER LOGISTICS SCOTLAND LTD.

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

	2019 £	2018 £
Revenue	1,491,974	1,262,758
Cost of sales	(969,242)	(1,221,541)
Gross profit	<u>522,732</u>	<u>41,217</u>
Administrative expenses	(359,166)	(511,221)
Operating profit/(loss)	<u>163,566</u>	<u>(470,004)</u>
Interest payable and similar expenses	(8,210)	(1,926)
Profit/(loss) before tax	<u>155,356</u>	<u>(471,930)</u>
Tax on profit/(loss)	6 -	-
Profit/(loss) for the financial year	<u><u>155,356</u></u>	<u><u>(471,930)</u></u>

There was no other comprehensive income for 2019 (2018 - £NIL).

The notes on pages 8 to 14 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Tangible fixed assets	7	35,512	6,213
Current assets			
Debtors: amounts falling due within one year	8	133,333	362,033
Cash and cash equivalents	9	419,377	222,454
		<u>552,710</u>	<u>584,487</u>
Creditors: amounts falling due within one year	10	(935,450)	(1,093,284)
Net current liabilities		<u>(382,740)</u>	<u>(508,797)</u>
Net liabilities		<u>(347,228)</u>	<u>(502,584)</u>
Capital and reserves			
Called up share capital		150,000	150,000
Profit and loss account		(497,228)	(652,584)
		<u>(347,228)</u>	<u>(502,584)</u>

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

Steven Stockmans
Steven Stockmans (May 6, 2020)

S F J Stockmans
Director

Date: 6/5/2020

peter valkeniers
peter valkeniers (May 6, 2020)

P K J Valkeniers
Director

Date: 6/5/2020

The notes on pages 8 to 14 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

1. General information

Polymer Logistics Scotland Ltd. is a private Company limited by shares, incorporated in Scotland. The address of its registered office and its registered number can be found in the Company Information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company accounting policies.

The functional and presentational currency of the Company is GBP.

The following principal accounting policies have been applied:

2.2 Going concern

On 30 January 2020, the World Health Organisation (WHO) declared COVID-19 as a 'Public Health Emergency of International Concern'. The Directors have considered the impact of COVID-19 on the business with a major breakthrough for the Company being the signing of a new 3 +2 year contract with the Company's sole customer, Ineos, in January 2020. This new contract will provide a guaranteed minimum monthly income for the Company which will provide cover for staff and overhead costs in the event of unforeseen downtime of the plant. The new contract provides security to the Company to enable it to meet its financial obligations as they fall due. Since the year end, the plant continues to operate at anticipated capacity and, at the date of signing the financial statements, the outbreak of COVID-19 has had no impact on the Company's ability to continue to deliver its commercial contract in line with customer requirements.

At the reporting date, the Company has cash reserves of £419,377 and net liabilities of £347,228. The Company is supported by its parent undertaking and has been provided with confirmation that its parent company will not recall the financial support that is currently in place for a period of at least 12 months from the date of signing of the financial statements. The parent undertaking has also undertaken to provide additional financial support to the Company if required. The Directors are confident that the Company can manage the cash resources available to it to ensure it can meet its liabilities as they may arise.

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided. Revenue is recognised on the provision of plastic packaging services provided the revenue can be measured reliably and it is probable that the Company will receive the consideration due under the contract.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.4 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Plant & machinery	- 20% straight line
Motor vehicles	- 25% straight line
Fixtures & fittings	- 20% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.5 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.

2.6 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.

2.7 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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.7 Financial instruments (continued)

2.8 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.

2.9 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'other operating income'.

2.10 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.11 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. Judgements in applying accounting policies and key sources of estimation uncertainty

The key source of estimation uncertainty in the Company is in relation to the recoverability of inter-company debtors. The Company monitors the ability of its counter-parties to make repayments of amounts due and makes provision for any amounts which it does not consider will be recoverable in full.'

4. Auditor's remuneration

	2019 £	2018 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	8,800	8,400
Fees payable to the Company's auditor and its associates in respect of:		
All other services	3,000	2,760

5. Employees

The average monthly number of employees, including Directors, during the year was 23 (2018 - 26).

No Directors received any remuneration during the year (2018 - £Nil).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

6. Taxation

	2019 £	2018 £
Total current tax	-	-

7. Tangible fixed assets

	Plant & machinery £	Motor vehicles £	Fixtures & fittings £	Total £
Cost				
At 1 January 2019	390,157	-	66,493	456,650
Additions	20,001	16,195	-	36,196
Disposals	(141,985)	-	(48,519)	(190,504)
At 31 December 2019	268,173	16,195	17,974	302,342
Depreciation				
At 1 January 2019	385,339	-	65,098	450,437
Charge for the year	3,075	2,429	1,394	6,898
Disposals	(141,985)	-	(48,520)	(190,505)
At 31 December 2019	246,429	2,429	17,972	266,830
Net book value				
At 31 December 2019	21,744	13,766	2	35,512
At 31 December 2018	4,818	-	1,395	6,213

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

8. Debtors

	2019 £	2018 £
Trade debtors	89,381	279,512
Amounts owed by group undertakings (note 12)	22,402	2,009
Other debtors	-	5,920
Prepayments and accrued income	21,550	74,592
	<u>133,333</u>	<u>362,033</u>

9. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	<u>419,377</u>	<u>222,454</u>

10. Creditors: amounts falling due within one year

	2019 £	2018 £
Trade creditors	34,495	35,336
Amounts owed to group undertakings (note 12)	569,817	466,926
Amounts owed to Logistics Engineering Contractors Limited (note 12)	24,000	255,000
Corporation tax	43	-
Other taxation and social security	96,568	63,102
Other creditors	2,573	4,594
Accruals and deferred income	207,954	268,326
	<u>935,450</u>	<u>1,093,284</u>

11. Commitments under operating leases

At 31 December 2019 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2019 £	2018 £
Plant & Machinery		
Not later than 1 year	<u>9,377</u>	<u>9,377</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

12. Related party transactions

The Company has taken advantage of the exemption offered in the Financial Reporting Standard 102 (FRS 102) not to disclose transactions entered into by two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

13. Controlling party

The immediate parent Company and ultimate controlling party is Katoen Natie International S.A, a Company incorporated in Luxembourg.

The smallest group in which the results of the Company are consolidated is that headed by Katoen Natie International SA. The address of this company is 15, Boulevard Joseph II, L-1840, Luxembourg.