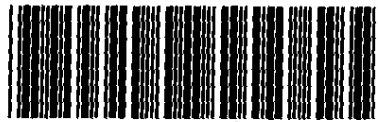


Senenergy Limited
Report and financial statements
for the 16 month period ended 31 October 2020

Company registration number: SC273506

WED MONDAY	
	<p>*SAWVKH30*</p> <p>SCT 31/01/2022 #104</p> <p>COMPANIES HOUSE</p>
WED	<p>*SAX0KC6R*</p> <p>SCT 02/02/2022 #111</p> <p>COMPANIES HOUSE</p>

Contents

	Page
Director and advisers	1
Director's report	2
Statement of the director's responsibilities in respect of the financial statements	3
Profit and loss account / Statement of comprehensive loss	4
Balance sheet	5
Statement of changes in equity	6
Notes to the financial statements	7-13

Director and advisers

Director

D M Clark

Secretary

G Megginson

Registered office

Kingswells Causeway
Prime Four Business Park
Kingswells
Aberdeen
Scotland
AB15 8PU

Bankers

National Westminster Bank
Corporate and Commercial Banking
250 Bishopsgate
London
EC2M 4AA

Registered number

SC273506

Director's report

The director presents his report and audited financial statements for the 16 month period ended 31 October 2020.

This report is prepared in accordance with the provisions applicable to companies entitled to the small companies exemption under s415(a) of the Companies Act 2006. The exemption available from the requirement to prepare a strategic report has been taken in line with s414B of the Companies Act 2006.

Board of directors

The directors of the Company during the period and subsequently were:

D M Clark

Principal activities

Senergy Limited provides subsurface and wells engineering services to the oil and gas industry.

Results

The loss for the period after taxation amounted to £0.9m, (12 months to June 2019: £0.4m)

Future developments

The director does not foresee any material change in the nature of the business or trading results.

Dividend

The director does not recommend a dividend (12 months to June 2019: none)

Branches

The Company has an overseas branch, as defined in section 1046(3) of the Companies Act 2006, which is outside the UK.

Parent and ultimate parent

The ultimate parent is Vysus Group Holdings Limited, a company registered in England and Wales. The immediate parent is Senergy Oil & Gas Limited, a company registered in Scotland.

Going concern

After making enquiries and considering the Company's current and forecast liquidity, the director of Senergy Limited has a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, he continues to adopt the going concern basis in preparing the financial statements.

By order of the Board



D M Clark

25 November 2021

Company registration number: SC273506

Statement of the director's responsibilities in respect of the financial statements

Company law requires the director to prepare financial statements for each financial period. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law, the director must not approve the financial statements unless he is 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 those financial statements, the director is required to:

- select suitable accounting policies and apply them consistently;
- make judgements and 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 director is responsible for keeping proper 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. He is also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention of fraud and other irregularities.

Profit and loss account for the 16 month period ended 31 October 2020

		16 months ended 31 October 2020	12 months ended 30 June 2019
	Note	£'000	£'000
Turnover	3	168	807
Cost of sales		(19)	(492)
Gross profit		149	315
Administrative expenses		(1,072)	(670)
Operating loss	4	(923)	(355)
Interest receivable and similar income		9	3
Interest payable and similar expenses		—	(6)
Loss before taxation		(914)	(358)
Taxation	6	(1)	—
Loss for the financial period		(915)	(358)

All items presented above relate to continuing operations.

Statement of comprehensive loss for the 16 month period ended 31 October 2020

	16 months ended 31 October 2020	12 months ended 30 June 2019
	£'000	£'000
Loss for the financial period	(915)	(358)
Currency translation differences on foreign currency net investments	56	(33)
Total comprehensive loss	(859)	(391)

Balance sheet as at 31 October 2020

	Note	31 October 2020 £'000	30 June 2019 £'000
Current assets			
Debtors	7	2,344	3,484
Cash at bank and in hand	12	1,191	1,201
		<u>3,535</u>	<u>4,685</u>
Creditors: amounts falling due within one year	8	(1,230)	(1,521)
Net current assets		<u>2,305</u>	<u>3,164</u>
Total assets less current liabilities		<u>2,305</u>	<u>3,164</u>
Total net assets		<u>2,305</u>	<u>3,164</u>
Capital and reserves			
Share capital	9	—	—
Profit and loss account		<u>2,305</u>	<u>3,164</u>
Total shareholder's funds		<u>2,305</u>	<u>3,164</u>

For the period ending 31 October 2020, the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies. The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476.

The director acknowledges his responsibility for ensuring that the Company keeps accounting records which comply with s386 of the Companies Act 2006, and for preparing financial statements which give a true and fair view of the state of affairs of the Company as at the end of the period, and of its result for the financial period in accordance with s393 and which otherwise comply with the requirements of the Companies Act 2006, so far as applicable to the Company.

The financial statements of Senergy Limited, company number SC273506 were approved by the Board of Directors on November 25, 2021 and signed on its behalf by:



D M Clark
Director

Statement of changes in equity for the period ended 31 October 2020

	Called up share capital	Profit and loss account	Total
	£'000	£'000	£'000
At 1 July 2018	—	3,555	3,555
Loss for the financial period	—	(358)	(358)
Currency translation differences on overseas branches	—	(33)	(33)
Total comprehensive loss	—	(391)	(391)
At 30 June 2019	—	3,164	3,164
Loss for the financial period	—	(915)	(915)
Currency translation differences on overseas branches	—	56	56
Total comprehensive loss	—	(859)	(859)
At 31 October 2020	—	2,305	2,305

Notes to the financial statements for the period ended 31 October 2020

1. Legal information, basis of accounting and accounting policies

Senergy Limited (the Company) is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006, registered in Scotland. Its registered office is disclosed on page 1 and its principal activities are disclosed within the Director's report.

- a. The financial statements are prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The director is satisfied that the going concern basis is appropriately applied to Senergy Limited. The Company has a surplus of assets over liabilities and is able to meet its liabilities as they fall due as explained in the director's report.

The functional currency of the reporting entity is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. These financial statements are also presented in pounds sterling and all values are rounded to the nearest thousand pounds (£000), except where otherwise indicated.

Senergy Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it. Exemptions have been taken in relation to financial instruments, intra-group transactions, presentation of a cash flow statement and remuneration of key management personnel.

- b. 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 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 in accordance with the stage of completion of the contract when all the following conditions are satisfied:

- i. the amount of revenue can be measured reliably;
 - ii. it is probable that the company will receive the consideration due under the contract;
 - iii. the stage of completion of the contract at the end of the reporting period can be measured reliably, and
 - iv. the costs incurred and the costs to complete the contract can be measured reliably
- c. Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax.

Deferred tax assets are recognised only to the extent that the director considers that it is more likely than not, that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Notes to the financial statements for the period ended 31 October 2020

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

- d. Foreign currencies are dealt with as follows:
 - i. Foreign currency denominated assets and liabilities of Senergy Limited and its overseas branches are translated at the rate of exchange ruling at the balance sheet date.
 - ii. Exchange differences arising on translation of the opening net assets and results of overseas branches are reported in other comprehensive income and accumulated in equity.
 - iii. Income and expenditure for the year are translated at the appropriate rates prevailing during the period, updated on a monthly basis.
- e. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially measured at transaction price (including transaction costs).
- f. Interest income is recognised in the profit and loss account in the year in which they are incurred.
- g. Short-term employee benefits are recognised as an expense in the period in which they relate.
- h. The company contributes to a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the profit and loss account when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the director is 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.

The following judgements and estimates have had the most significant impact on amounts recognised in the financial statements.

Revenue recognition

The Company has long-term customer contracts under which service delivery can extend over a number of years. In accounting for such long-term contracts, an estimate is required of the costs to complete the contract to determine the percentage of completion, which is used to determine the amount of revenue to be recognised. These estimates are used to forecast the ultimate profitability of each contract. If, at any time, these estimates indicate that a contract will be unprofitable, the entire estimated loss for the contract is recognised immediately. If these estimates indicate that any contract will be less profitable than previously forecast, work in progress may have to be written down to the extent that it is no longer considered being fully recoverable.

Notes to the financial statements for the period ended 31 October 2020

Recoverability of aged trade receivables

Judgement is required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered, or on more detailed reviews of individually significant balances. To the extent that actual recovery experience differs significantly from the historical trends of the Company or from the assumptions on recovery following the detailed reviews of individually significant balances, the income and expenditure account of the Company in future years may be materially affected.

2. Ownership of share capital

The issued share capital is held by Senergy Oil and Gas Limited, a company registered in Scotland. The ultimate beneficial interest in the issued share capital of the Company is held by Vysus Group Holdings Limited, a company registered in England and Wales.

3. Turnover

Turnover is attributable to providing subsurface and oil well management and engineering services to the global oil and gas industry. All income is recorded net of VAT and similar sales taxes. A geographical analysis of turnover is not included as the director considers it would be seriously prejudicial to the interests of the Company.

4. Operating loss

Operating loss is stated after charging

	16 months ended 31 October 2020	12 months ended 30 June 2019
	£'000	£'000
Depreciation of tangible fixed assets	—	6
Auditor's remuneration:		
Fees payable to Company's auditor for the audit of the Company's annual accounts	—	13

Notes to the financial statements for the period ended 31 October 2020

5. Staff costs

	16 months ended 31 October 2020	12 months ended 30 June 2019
	£'000	£'000
Wages and salaries	604	652
Other pension costs	31	78
Social security costs	13	4
	<u>648</u>	<u>734</u>
	Number	Number
Average monthly number of employees for the period	<u>3</u>	<u>4</u>
	<u>3</u>	<u>4</u>

The remuneration of the directors is borne by other entities within the Group; the directors received no remuneration in their role as directors of the Company in the current or prior period. Directors are not included within the average employee numbers above.

Notes to the financial statements for the period ended 31 October 2020

6. Taxation

	16 months ended 31 October 2020 £'000	12 months ended 30 June 2019 £'000
Current tax on loss		
Adjustment in respect of prior periods:		
• UK corporation tax	1	—
Total tax	1	—

The standard rate of tax applied to the reported loss is 19% (2019: 19%).

The differences between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax are as follows:

Factors affecting the charge for the period	16 months ended 31 October 2020 £'000	12 months ended 30 June 2019 £'000
Loss before taxation	(914)	(358)
Loss multiplied by average standard rate of United Kingdom corporation tax of 19% (2019: 19%)	(174)	(68)
Effects of:		
• Group relief surrendered for nil consideration	189	125
• Rate differences	10	1
• Non-taxable income	(153)	(152)
• Unprovided timing differences	128	94
• Adjustments in respect of previous periods	1	—
Total tax charge for the period	1	—

Deferred tax	16 months ended 31 October 2020 £'000	12 months ended 30 June 2019 £'000
At start of period	—	—
Charged in the period	—	—
At end of period	—	—

Notes to the financial statements for the period ended 31 October 2020

6. Taxation (continued)

Deferred tax liabilities on short-term timing differences are recognised whenever the treatment for tax purposes has enabled deductions to be taken in advance of the financial statements. Deferred tax assets on short-term timing differences and any losses have not been recognised unless the asset is expected to be recovered in the foreseeable future. Deferred tax assets not recognised amount to £14,000 (2019: £22,000). Unrecognised assets will potentially become recoverable against future profits generated.

7. Debtors

	31 October 2020	30 June 2019
	£'000	£'000
Trade debtors	64	464
Amounts due from Group undertakings	2,259	2,895
Other debtors	6	89
Prepayments and accrued income	12	36
Tax recoverable	3	—
	<u>2,344</u>	<u>3,484</u>

8. Creditors: amounts falling due within one year

	31 October 2020	30 June 2019
	£'000	£'000
Trade creditors	4	5
Amounts owed to Group undertakings	—	69
Accruals and deferred income	50	230
Other creditors	1,176	1,213
Other taxation and social security	—	4
	<u>1,230</u>	<u>1,521</u>

Notes to the financial statements for the period ended 31 October 2020

9. Share capital

	2020 £'000	2019 £'000
Issued, called up and fully paid		
600 ordinary shares of £0.01 each	—	—
	<u>—</u>	<u>—</u>

The company has one class of ordinary shares which carry no right to fixed income.

10. Related party transactions and parent entities

The ultimate parent is Vysus Group Holdings Limited, a company registered in England and Wales whose registered office is L4, 18 Hanover Street, London, W1S 1YN. The immediate parent is Senergy Oil and Gas Limited, a company registered in Scotland, whose registered office is Lloyd's Register, Kingswells Causeway, Prime Four Business Park, Kingswells, Aberdeen, AB15 8PU.

The Company has taken advantage of the exemption in Financial Reporting Standard 102, whereby transactions with fellow subsidiary companies ultimately 100% owned by the same parent are not required to be disclosed.

These financial statements are included in the consolidated financial statements of Vysus Group Holdings Limited, whose financial statements are available from L4, 18 Hanover Street, London, W1S 1YN.

The parent of the smallest group for which consolidated accounts are prepared of which this Company is a part is Vysus Group Holdings Limited, a Company registered in England and Wales. The financial statements of Vysus Group Holdings Limited are available from the above address.

11. Contingent liabilities, capital and financial commitments

There are no capital commitments and financial at 31 October 2020 (2019: none).

12. Cash at bank and in hand

Cash at bank and in hand includes £1.1m (2019: £1.2m) which is held in bank accounts controlled by the Company; however, access to the funds is currently restricted.