UNAUDITED ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

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COMPANIES HOUSE

COMPANY INFORMATION

Directors Mr Victor Creixell de Villalonga

Grupo Tradebe Medio Ambiente, S.L.

Mr Oriol Segarra

Secretary Mr Jordi Creixell Sureda

Company number SC302160

Registered office Davidson House

Miller Street Aberdeen AB11 5AN

Accountants RSM UK Tax and Accounting Limited

Chartered Accountants

Davidson House Forbury Square Reading

Berkshire RG1 3EU

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their annual report and financial statements for the year ended 31 December 2022.

Principal activities

The company did not trade in the current or preceding year.

Results and dividends

The results for the year are set out on page 4.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr Victor Creixell de Villalonga Grupo Tradebe Medio Ambiente, S.L. Mr Kristian Dales Mr Oriol Segarra

(Resigned 27 April 2023) (Appointed 27 April 2023)

Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the reporting date.

Going concern

It is the directors' intention that the company will be wound down over the medium to long term. As a result, it is not appropriate to prepare the financial statements on a going concern basis. There has been no amounts adjusted for in the balance sheet due to the preparation on a non-going concern basis.

Exemption from audit

The company was entitled to exemption for the audit under section 479A of the Companies Act 2006 and members have not required the company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board

..... Mr Oriol Segarra

Director Date:17/07/23

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101: Reduced Disclosure Framework ("FRS 101").

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 those financial statements, the directors are required to:

- · select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards, including FRS 101, have been followed, subject to any
 material departures disclosed and explained in the financial statements;
- 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 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.

ACCOUNTANT'S REPORT TO THE BOARD OF DIRECTORS OF TRADEBE HEALTHCARE (SOUTH WEST) LIMITED ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

In order to assist you to fulfil your duties under the Companies Act 2006 ("the Act"), we prepared for your approval the financial statements of Tradebe Healthcare (South West) Limited which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes in accordance with the financial reporting framework set out therein from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at http://www.icaew.com/en/members/regulations-standards-and-guidance.

This report is made solely to the Board of Directors of Tradebe Healthcare (South West) Limited, as a body, in accordance with the terms of our engagement letter dated 14 March 2023. Our work has been undertaken solely to prepare for your approval the financial statements of Tradebe Healthcare (South West) Limited and state those matters that we have agreed to state to them in accordance with ICAEW Technical Release 07/16 AAF. This report should not therefore be regarded as suitable to be used or relied on by any other party wishing to acquire any rights against RSM UK Tax and Accounting Limited for any purpose or in any context. Any party other than the Board of Directors which obtains access to this report or a copy and chooses to rely on this report (or any part of it) will do so at its own risk. To the fullest extent permitted by law, RSM UK Tax and Accounting Limited will accept no responsibility or liability in respect of this report to any other party and shall not be liable for any loss, damage or expense of whatsoever nature which is caused by any person's reliance on representations in this report.

It is your duty to ensure that Tradebe Healthcare (South West) Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of Tradebe Healthcare (South West) Limited under the Act. You consider that Tradebe Healthcare (South West) Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of Tradebe Healthcare (South West) Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

RSM UK TOX & Accounting Limited

RSM UK Tax and Accounting Limited Chartered Accountants Davidson House Forbury Square Reading Berkshire RG1 3EU

17/07/23

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022

	Notes	2022 £'000	2021 £'000
Revenue Cost of sales		<u>-</u>	(350)
Gross profit/(loss)		-	(350)
Administrative expenses		(2)	377
Operating (loss)/profit	4	(2)	27
Tax on (loss)/profit	5	(24)	1
(Loss)/profit and total comprehensive (loss)/ income for the financial year	12	(26)	

The statement of comprehensive income has been prepared on the basis that all operations are discontinuing operations.

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2022

-		·	
	Notes	2022 £'000	2021 £'000
Non-current assets			
Property, plant and equipment	6	-	-
Current assets			
Trade and other receivables	7	4,705	4,705
Deferred tax asset	8	· -	24
Cash and cash equivalents		583	86
			4.015
		5,288 ———	4,815 ———
Current liabilities Trade and other payables	9	1,997	1,498
Trade and Other payables	3		
Net current assets		3,291	3,317
Het danent assets			
Total assets less current liabilities		3,291	3,317
			<u>·</u>
Net assets		3,291	3,317
		·	
Equity			
Called up share capital	10	_	-
Capital reserve	11	138	138
Retained earnings	12	3,153	3,179
Total equity		 3,291	3,317
• •		<u> </u>	

For the year ending 31 December 2022 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 financial statements for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

STATEMENT OF FINANCIAL POSITION (CONTINUED) AS AT 31 DECEMBER 2022

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on $\frac{17/07/23}{17/07/23}$ and are signed on its behalf by:

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Mr Oriol Segarra

Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

	Share capital	Capital redemption reserve	Retained earnings	Total
	£'000	£'000	£'000	£'000
Balance at 1 January 2021	-	138	3,151	3,289
Year ended 31 December 2021:				
Profit and total comprehensive income for the year	-	-	28	28
Balance at 31 December 2021		138	3,179	3,317
			.	<u> </u>
Year ended 31 December 2022:				
Loss and total comprehensive income for the year	-	-	(26)	(26)
Balance at 31 December 2022	-	138	3,153	3,291
		=		

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

Company information

Tradebe Healthcare (South West) Limited is a private company limited by shares incorporated in Scotland. The registered office is Davidson House, Miller Street, Aberdeen, AB11 5AN.

The company's principal activities and nature of its operations are disclosed in the Directors' Report.

Accounting convention

The financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") and in accordance with applicable accounting standards.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £1,000.

The financial statements have been prepared on the historical cost basis. In preparing these financial statements, the company applies the measurement and recognition of International Financial Reporting Standards in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006. The principal accounting policies adopted are set out below.

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures:
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of: (i) paragraph 79(a) (iv) of IAS 1, and (ii) paragraph 73(e) of IAS 16 Property Plant and Equipment;
- the requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 39 to 40 ,111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- · the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between 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;
- the requirements of paragraph 58 of IFRS 16 Leases to disclose a maturity analysis of lease liabilities; and
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

Where required, equivalent disclosures are given in the group accounts of Tradebe Environmental Services Limited. The group accounts of Tradebe Environmental Services Limited are available to the public and can be obtained as set out in note 13.

Going concern

It is the directors' intention that the company will be wound down over the medium to long term. As a result, it is not appropriate to prepare the financial statements on a going concern basis. However, the directors have reviewed the existing accounting policies and they believe these to remain appropriate. No amounts have been adjusted for in the balance sheet due to the preparation on a non-going concern basis.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies (Continued)

Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Plant and equipment

5 - 20 years straight line

Motor vehicles

3 - 5 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

Cash and cash equivalents

Cash and cash equivalents include cash in hand and deposits held at call with banks.

Financial assets

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. Financial assets are classified into specified categories, depending on the nature and purpose of the financial assets.

At initial recognition, financial assets classified as fair value through profit and loss are measured at fair value and any transaction costs are recognised in profit or loss. Financial assets not classified as fair value through profit and loss are initially measured at fair value plus transaction costs.

Loans and receivables

Receivables are initially measured at fair value plus transaction costs.

Receivables are held to collect the contractual cash flows which are solely payments of principal and interest. Therefore, these receivables are subsequently measured at amortised cost using the effective interest rate method.

Impairment of group receivables

ECLs were calculated based on cash flow forecasts of the relevant group entities. There is no impairment of intercompany receivables as there is sufficient cash forecast to support the full recovery of intercompany receivables.

Financial liabilities

The company recognises financial debt when the company becomes a party to the contractual provisions of the instruments. Financial liabilities are classified as either 'financial liabilities at fair value through profit or loss' or 'other financial liabilities'.

Other financial liabilities

Trade and other payables

Trade, group and other payables are initially measured at fair value, net of direct transaction costs and subsequently measured at amortised cost.

Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies (Continued)

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tov

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

Leases

On commencement of a contract (or part of a contract) which gives the company the right to use an asset for a period of time in exchange for consideration, the group recognises a right-of-use asset and a lease liability unless the lease qualifies as a 'short-term' lease or a 'low-value' lease.

Right-of-use assets

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs and an estimate of the cost of obligations to dismantle, remove, refurbish or restore the underlying asset and the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently measured at cost less accumulated depreciation and any accumulated impairment losses. The depreciation methods applied are as follows:

Leased plant and equipment Leased motor vehicle

On a straight-line basis over the length of the lease On a straight-line basis over the length of the lease

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies (Continued)

Initial measurement of the lease liability

The lease liability is initially measured at the present value of the lease payments during the lease term discounted using the interest rate implicit in the lease, or the incremental borrowing rate if the interest rate implicit in the lease cannot be readily determined.

The lease term is the non-cancellable period of the lease plus extension periods that the company is reasonably certain to exercise and termination periods that the company is reasonably certain not to exercise.

Lease payments include fixed payments, less any lease incentives receivable, variable lease payments dependant on an index or a rate (such as those linked to LIBOR) and any residual value guarantees.

Variable lease payments are initially measured using the index or rate when the leased asset is available for

Termination penalties are included in the lease payments if the lease term has been adjusted because the company reasonably expects to exercise an option to terminate the lease.

Subsequent measurement of the lease liability

The lease liability is subsequently increased for a constant periodic rate of interest on the remaining balance of the lease liability and reduced for lease payments.

Interest on the lease liability is recognised in the statement of comprehensive income.

2 Critical accounting estimates and judgements

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount 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 estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are outlined below.

Key sources of estimation uncertainty

Lease accounting

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, or is not applicable, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the company:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received;
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the company, which does not have recent third party financing; and
- makes adjustments specific to the lease, e.g. term, currency and security.

The company used incremental borrowing rates specific to each lease or portfolio of leases and the rates range between 0.83% - 6.37% (2021: 0.55% - 4.94%) translating to an average rate of 2.76% (2021: 2.40%). A 100-basis point increase/(decrease) in the rate would cause the lease liabilities and the right-of-use assets to change by a minimal amount.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

3 Employees

The company did not have any employees in the current or comparative period.

Directors' remuneration during the year was £nil (2021: £nil) as these costs are borne by a fellow group company.

	company.		
4	Operating (loss)/profit		
		2022	2021
		£'000	£'000
	Operating (loss)/profit for the year is stated after charging/(crediting):		
	Depreciation of property, plant and equipment	-	347
	Profit on disposal of property, plant and equipment	-	(367)
			
5	Taxation		
	(MAGIOTI	2022	2021
		£,000	£'000
	Deferred tax	2 000	2 000
			5
	Origination and reversal of temporary differences	_	
	Changes in tax rates	-	(7)
	Adjustment in respect of prior periods	24	1
		24	(1)
	The credit for the year can be reconciled to the (loss)/profit per the income state	ement as follows:	
		2022	2021
		£'000	£'000
	(Loss)/profit before taxation	(2)	27
			==
	Expected tax charge based on a corporation tax rate of 19.00% (2021:		
	19.00%)	-	5
	Group relief	-	(1)
	Deferred tax adjustments in respect of prior years	24	1
	Remeasurement of deferred tax for changes in tax rates	-	(6)
	Taxation charge/(credit) for the year	24	(1)
	•		` '

In the budget on 3 March 2021, the UK Government announced an increase in the main UK corporation tax rate from 19% to 25% with effect from 1 April 2023. The change in rate was substantively enacted on 24 May 2021. Deferred tax assets and liabilities at 31 December 2022 have been measured using these newly enacted tax rates.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

c	Droposty, alout and againment			
6	Property, plant and equipment	Plant and	Motor	Total
		equipment £'000	vehicles £'000	£'000
	Cost	2 000	2 000	2 000
	At 31 December 2021	352	31	383
	At 31 December 2022	352	31	383
	Accumulated depreciation and impairment			
	At 31 December 2021	352	31	383
	At 31 December 2022	352	31	383
	Carrying amount			
	At 31 December 2022	-	-	-
	A4.04 Danasahar 0004		====	=
	At 31 December 2021			
	Property, plant and equipment includes right-of-use assets, as follows:			
	Right-of-use assets		2022	2021
			£,000	£'000
	Net values			
	Plant and equipment		-	-
	Motor vehicles		-	-
				
	Additions		-	-
	Depreciation charge for the year			
	Plant and equipment		-	-
	Motor vehicles			
				
7	Trade and other receivables			
			2022	2021
			£'000	£'000
	Other receivables		84	89
	VAT recoverable		2	51 4 565
	Amounts due from fellow group undertakings		4,619 ——	4,565 ——
			4,705	4,705

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

8 Deferred taxation

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

	Accelerated capital allowances £'000
Deferred tax asset at 1 January 2021	(24)
Deferred tax movements in prior year Charge to profit or loss	-
Deferred tax asset at 1 January 2022	(24)
Deferred tax movements in current year Charge to profit or loss	24
Deferred tax asset at 31 December 2022	
Deferred tax assets and liabilities are offset where the company has a legally enforceable right following is the analysis of the deferred tax balances (after offset) for financial reporting purpose 2022 £'000	t to do so. The ss: 2021 £'000
Deferred tax assets -	(24)
Trade and other payables 2022 £'000	2021 £'000
Trade payables - Amounts owed to fellow group undertakings 1,778 Accruals 155 Other payables 64	76 1,216 202 4
1,997	====
Share capital 2022 £'000 Ordinary share capital	2021 £'000
Issued and fully paid 1 Ordinary shares of £1 each -	
The company's ordinary shares carry the right to one vote at general meetings of the company.	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

11 Capital reserve

In 2011, dividends were paid to SRCL Limited, the previous parent company, and closing shareholders' funds were £nil. In the year ended 31 December 2012 the company was acquired by Tradebe Environmental Services Limited. The capital reserve was created due to a loan being written off which was payable to SRCL Limited.

12 Retained earnings

Cumulative profit and loss net of distributions to owners.

13 Controlling party

The company's immediate parent undertaking is Tradebe Healthcare (Holdings) Limited by virtue of its 100% holding of the company's issued share capital.

The parent of the smallest group preparing consolidated financial statements including the results of the company is Tradebe Environmental Services Limited, a company incorporated in England and Wales. The consolidated financial statements of Tradebe Environmental Services Limited can be obtained from its registered office at: Atlas House, Third Avenue, Globe Park, Marlow, Buckinghamshire, SL7 1EY.

The parent of the largest group preparing consolidated financial statements including the results of the company is Grupo Tradebe Medio Ambiente, S.L., a company incorporated in Spain. The consolidated financial statements of Grupo Tradebe Medio Ambiente, S.L. can be obtained from its registered office at: Grupo Tradebe Medio Ambiente, S.L., Av. Barcelona, 109, Planta 5, E-08970, Sant Joan Despi, Barcelona, Spain.

The company's ultimate parent undertaking is Grupo Tradebe Medio Ambiente, S.L., a company registered in Spain. Grupo Tradebe Medio Ambiente, S.L. has its registered office at: Grupo Tradebe Medio Ambiente, S.L., Av. Barcelona, 109, Planta 5, E-08970, Sant Joan Despi, Barcelona, Spain.

The ultimate controlling party is Josep Creixell Sureda by virtue of his majority ownership of Grupo Tradebe Medio Ambiente, S.L..