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Registered number 08003962

Hitachi Zosen Inova UK Ltd
Report and Financial Statements
31 March 2019

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Hitachi Zosen Inova UK Ltd Company Information

Directors

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Mr T Murie (resigned 27 November 2018)

Mr D B Else-Jack (resigned 20 February 2019)

Dr G P Banham

Mr B-F Baudouin (appointed 27 November 2018, resigned 8 April 2019)

Mr V Spandri (appointed 27 November 2018, resigned 8 April 2019)

Mr H Wiesner (appointed 8 April 2019)

Secretary

Dr G P Banham

Auditors

Keith Graham, Chartered Accountants Suite 2, Wesley Chambers Queens Road Aldershot Hampshire GU11 3JD

Bankers

HSBC Bank Plc Reading Broad Street 26 Broad Street Reading Berkshire RG1 2BU

Registered office

The Hub, Fowler Avenue Farnborough Business Park Farnborough Hampshire GU14 7JF

Registered number

08003962

Hitachi Zosen Inova UK Ltd

Registered number:

08003962

Directors' Report

The directors present their report and financial statements for the year ended 31 March 2019.

Principal activities

Hitachi Zosen Inova UK Ltd is a support company of HZI AG for all UK and Ireland projects amongst others where required. This support includes corporate service activities and matters related to regulatory and administrative areas including accounting, taxes, finance, controlling, information technology, legal compliance, supply management, industrial relations matters, health, safety and environment and human resources.

Events since the balance sheet date

There are no events since the balance sheet date that require disclosure.

Directors

The following persons served as directors during the year:

Mr T Murie (resigned 27 November 2018)

Mr D B Else-Jack (resigned 20 February 2019)

Dr G P Banham

Mr B-F Baudouin (appointed 27 November 2018, resigned 8 April 2019)

Mr V Spandri (appointed 27 November 2018, resigned 8 April 2019)

Mr H Wiesner (appointed 8 April 2019)

Directors' responsibilities

The directors are responsible for preparing the report and 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 (Financial Reporting Standard 102 and applicable law). 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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards 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.

Hitachi Zosen Inova UK Ltd

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Registered number:

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Directors' Report

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Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Dr G P Banham

Director

Hitachi Zosen Inova UK Ltd Strategic Report

The directors present their Strategic Report for the year ended 31 March 2019.

Review of the year

Hitachi Zosen Inova UK Ltd (HZI UK) is 100% owned by HZI AG. HZI AG is a global leader in thermal and biological plants worldwide, acting as engineering, procurement and construction (EPC) contractor delivering complete turnkey plants and system solutions for our clients. Solutions are based on efficient and environmentally sound technology, are thoroughly tested, can be flexibly adapted to user requirements, and cover the entire plant life cycle.

The HZI AG's customers range from experienced waste management companies to up-and-coming partners in new markets worldwide. HZI AG's innovative and reliable waste and flue gas treatment solutions have been part of over 600 reference projects delivered since 1933.

HZI AG has had a challenging year but with so many projects in the pipeline it has been a busy year and continues to do so. During the period the Edinburgh project was commissioned and handed to the client on time, Ferrybridge 2 project is ongoing combined with a challenging environment it has now entered the commissioning phase. In terms of projects that HZI UK has supported, this has grown to include Istanbul and Moscow making the UK office a truly international hub supporting all projects of the HZI group.

Further, the HZI UK company has supported the group in administration with regard to new service activities of the group and the establishment of joint venture in the UK.

Financial and other risks

The principal risks and uncertainties the HZI UK company face are the principally same as its holding company. HZI UK derives all its trading activities from its Holding Company. These risks and uncertainies are disclosed in the Holding Company's accounts. The risks relating to the company are given below.

The Company's principal financial instruments are amounts receivable from customers, cash and bank balances and amounts payable to suppliers.

Credit and cash flow risk

The Company places its emphasis on good credit management in its mitigation of these risks. The Company's credit risk is primarily attributable to its Holding Company's debtor.

Interest rate risk

The Company does not have significant borrowings and thus does not consider there is significant exposure to cash flow interest rate risk.

Liquidity risk

Due to the availability of cash from the Holding Company and strong operating cash flows, the Company does not consider there is significant exposure to liquidity risk.

Foreign currency risk

The Company has projects in UK, Turkey, Slovakia and Moscow. The exposure is not significant to warrant the use of other measures to control this risk.

Future developments

The company will continue to support the group with existing projects both in the UK and internationally. The holding company has confirmed that it will continue to use the services of HZI UK for the foreseeable future.

Hitachi Zosen Inova UK Ltd Strategic Report

Environment

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The Company's policy regarding the environment is to ensure proper understanding and effective management of the actual and potential environmental impact of its activities. The Company's trading activities are conducted in such a way that complies with all legal requirements relating to the environment in all areas where the business undertakes activities. During the year, the Company has not incurred any fines or penalties or been investigated for any breach of environmental regulations.

Equal Opportunities

HZI UK is committed to be a successful, caring and welcoming place for all employees.

We want to create a supportive and inclusive environment where our employees can reach their full potential, without prejudice and discrimination. We are committed to a culture where respect and understanding is fostered, and the diversity of people's backgrounds and circumstances will be positively valued.

The policy aims to achieve equality by removing any potential discrimination in the way that our employees are treated by fellow employees or others.

The company has implemented consultative and negotiating practises which best meet the staff's particular requirements. Staff are kept informed of matters concerning them by means of briefing meetings, notices and direct communication.

It is the company's policy to provide employment opportunities and retraining, where possible, for disabled people and also to care for people who become disabled whilst in the company's employment. HZI UK is committed to taking positive and proactive steps throughout the recruitment process and the ongoing employment of our workforce to ensure appropriate and effective adjustments are put in place. The company operates on an equal opportunities employment.

This report was approved by the board on A&C Oclober 2019 and signed on its behalf.

Dr G P Banham

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Director

Hitachi Zosen Inova UK Ltd Independent auditor's report to the members of Hitachi Zosen Inova UK Ltd

Opinion

We have audited the financial statements of Hitachi Zosen Inova UK Ltd for the year ended 31 March 2019 which comprise the Income Statement, the Statement of Financial Position, the Statement of Changes in Equity 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 the Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

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.

In our opinion the financial statements:

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

Basis of 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.

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 other information comprises the information included in the report and financial statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Hitachi Zosen Inova UK Ltd Independent auditor's report to the members of Hitachi Zosen Inova UK Ltd

Matters on which we are required to report by exception

In the 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 strategic report or 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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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 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 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 website at www.f.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Simon Pusey

(Senior Statutory Auditor) for and on behalf of

Keith Graham, Chartered Accountants

and Statutory Auditors

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Suite 2, Wesley Chambers Queens Road

Aldershot

Hampshire

GU11 3JD

Hitachi Zosen Inova UK Ltd Income Statement for the year ended 31 March 2019

	Notes	2019 £	2018 £
Turnover	3	31,769,496	17,840,269
Cost of sales		(30,343,768)	(16,614,661)
Gross profit		1,425,728	1,225,608
Administrative expenses		(1,227,402)	(1,091,334)
Operating profit	4	198,326	134,274
Interest payable	7	(644)	-
Profit on ordinary activities before taxation		197,682	134,274
Tax on profit on ordinary activities	8	(30,897)	(26,665)
Profit for the financial year		166,785	107,609

Hitachi Zosen Inova UK Ltd **Statement of Financial Position** as at 31 March 2019

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	Notes		2019 £	•	2018 £
Fixed assets			£		L
Intangible assets	9		17,361		25,000
Tangible assets	10		2,150		2,999
Tangible addeta	10	_	19,511		27,999
Current assets					
Debtors	11	3,709,650		4,801,761	
Cash at bank and in hand		594,891		1,110,713	
	•	4,304,541		5,912,474	•
Creditors: amounts falling du	e				
within one year	12	(2,892,241)		(4,675,447)	
Net current assets			1,412,300		1,237,027
Net assets		-	1,431,811	 -	1,265,026
Capital and reserves					
Called up share capital	13		50,000		50,000
Profit and loss account	14		1,381,811		1,215,026
Total equity		- -	1,431,811		1,265,026

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Dr G P Banham

Director

Approved by the board on 784 Ochlow 2019

Hitachi Zosen Inova UK Ltd Statement of Changes in Equity for the year ended 31 March 2019

•	Share capital	Profit and loss	Total
	£	account £	£
At 1 April 2017	50,000	1,107,417	1,157,417
Profit for the financial year		107,609	107,609
At 31 March 2018	50,000	1,215,026	1,265,026
At 1 April 2018	50,000	1,215,026	1,265,026
Profit for the financial year		166,785	166,785
At 31 March 2019	50,000	1,381,811	1,431,811

Share capital consists of 50,000 ordinary shares of £1 each and are issued, allotted and fully paid.

1 Summary of significant accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services. Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer. Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs.

Intangible fixed assets

Intangible fixed assets are measured at cost less accumulative amortisation and any accumulative impairment losses.

Tangible fixed assets

Tangible fixed assets are measured at cost less accumulative depreciation and any accumulative impairment losses. Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Plant and machinery

over 3 years

Debtors

Short term debtors are measured at transaction price (which is usually the invoice price), less any impairment losses for bad and doubtful debts. Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment losses for bad and doubtful debts.

Creditors

Short term creditors are measured at transaction price (which is usually the invoice price). Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

Taxation

A current tax liability is recognised for the tax payable on the taxable profit of the current and past periods. A current tax asset is recognised in respect of a tax loss that can be carried back to recover tax paid in a previous period. Deferred tax is recognised in respect of all timing differences between the recognition of income and expenses in the financial statements and their inclusion in tax assessments. Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference, except for revalued land and investment property where the tax rate that applies to the sale of the asset is used. Current and deferred tax assets and liabilities are not discounted.

Provisions

Provisions (ie liabilities of uncertain timing or amount) are recognised when there is an obligation at the reporting date as a result of a past event, it is probable that economic benefit will be transferred to settle the obligation and the amount of the obligation can be estimated reliably.

Foreign currency translation

Transactions in foreign currencies are initially recognised at the rate of exchange ruling at the date of the transaction.

At the end of each reporting period foreign currency monetary items are translated at the closing rate of exchange. Non-monetary items that are measured at historical cost are translated at the rate ruling at the date of the transaction. All differences are charged to profit or loss.

Leased assets

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. All other leases are classified as operating leases. The rights of use and obligations under finance leases are initially recognised as assets and liabilities at amounts equal to the fair value of the leased assets or, if lower, the present value of the minimum lease payments. Minimum lease payments are apportioned between the finance charge and the reduction in the outstanding liability using the effective interest rate method. The finance charge is allocated to each period during the lease so as to produce a constant periodic rate of interest on the remaining balance of the liability. Leased assets are depreciated in accordance with the company's policy for tangible fixed assets. If there is no reasonable certainty that ownership will be obtained at the end of the lease term, the asset is depreciated over the lower of the lease term and its useful life. Operating lease payments are recognised as an expense on a straight line basis over the lease term.

Pensions

Contributions to defined contribution plans are expensed in the period to which they relate.

2 Critical accounting estimates and judgements

The preparation of the financial statements requires management and the Board to make judgements, estimates and assumptions that affect the applications of the accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. During the year, it has been necessary for the board to assess the manpower resourcing of both new and existing projects at 31 March 2019. As a result of this, in the view of the directors, no assumptions concerning the future or estimation uncertainty affecting assets or liabilities at the balance sheet date are likely to result in a material adjustment to their carrying amounts in the next financial year.

3	Analysis of turnover	2019 £	. 2018 £
	Services rendered	31,769,496	17,840,269
	By geographical market:		
	Europe	31,769,496	17,840,269
4	Operating profit	2019 £	2018 £
	This is stated after charging:		
	Depreciation of owned fixed assets	2,035	1,619
	Amortisation of intangible	7,639	-
	Operating lease rentals - plant and machinery	24,400	7,001
	Operating lease rentals - land and buildings	39,648	40,453
	Auditors' remuneration for audit services	12,500	12,500
	Auditors' remuneration for other services	2,830	2,830
	Contributions to defined benefit pension plans	250,748	70,081

5	Directors' emoluments	2019 £	2018 £
		_	_
	Emoluments Company contributions to defined contribution pension plans	254,811 17,768	108,968 16,693
	Company contributions to defined contribution pension plans	272,579	125,661
	•		
	Highest paid director:		
	Emoluments	147,351	94,208
	Company contributions to defined contribution pension plans	10,267	8,983
		157,618	103,191
	Number of directors to whom retirement benefits accrued:	2019	2018
		Number	Number
	Defined contribution plans	2	1
6	Staff costs	2019	2018
		£	£
	Wages and salaries	13,470,112	4,420,699
	Social security costs	1,447,893	49,601
	Other pension costs	250,748	70,081
		15,168,753	4,540,381
	Average number of employees during the year	Number	Number
	Average number of employees during the year	Namber	Hamber
	Administration	5	4
	Manufacturing	211 216	62
7	Interest payable	2019	2018
•		£	£
	Other Interest Charges	644	-
	-		

8 Taxation	2019 £	2018 £
Analysis of charge in period Current tax:		
UK corporation tax on profits of the period	38,660	26,318
Adjustments in respect of previous periods	(7,763)	347
	30,897	26,665
Tax on profit on ordinary activities	30,897	26,665
Factors affecting tax charge for period The differences between the tax assessed for the period and the are explained as follows:	standard rate of co	prporation tax
are explained as tenewer.		
	2019 £	2018 £
Profit on ordinary activities before tax	197,682	134,274
Standard rate of corporation tax in the UK	19%	19%
	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	37,560	25,512
Effects of: Expenses not deductible for tax purposes and provision based		
tax charge	251	349
Capital allowances for period not in excess of depreciation	849	457
Adjustments to tax charge in respect of previous periods	(7,763)	
•	(.,/	347

9	Intangible fixed assets Training software:	£
	Cost	
	At 1 April 2018	25,000
	At 31 March 2019	25,000
	Amortisation	
	Provided during the year	7,639
	At 31 March 2019	7,639
	Carrying amount	
	At 31 March 2019	17,361
	At 31 March 2018	25,000

The intangible is being written off in equal annual instalments over its estimated economic life of 3 years.

10 Tangible fixed assets

	Plant and machinery At cost £
Cost or valuation	5 647
At 1 April 2018 Additions	5,617 1,186
Disposals	(330)
At 31 March 2019	6,473
Depreciation	
At 1 April 2018	2,618
Charge for the year	2,035
On disposals	(330)
At 31 March 2019	4,323
Carrying amount	
At 31 March 2019	2,150
At 31 March 2018	2,999

11	Debtors			2019 £	2018 £
	Amounts owed by group undertakings the company has a participating intere Other debtors		gs in which	2,532,319 1,177,331 3,709,650	2,603,690 2,198,071 4,801,761
12	Creditors: amounts falling due with	in one year		2019 £	2018 £
	Trade creditors Corporation tax Other taxes and social security costs Other creditors			1,666,777 9,800 193,475 1,022,189 2,892,241	2,758,276 26,318 74,731 1,816,122 4,675,447
13	Share capital	Nominal value	2019 Number	2019 £	2018 £
	Allotted, called up and fully paid: Ordinary shares	£1 each	50,000	50,000	50,000
14	Profit and loss account			2019 £	2018 £
	At 1 April Profit for the financial year			1,215,026 166,785	1,107,417 107,609
	At 31 March			1,381,811	1,215,026

15 Other financial commitments

Total future minimum lease payments under non-cancellable operating leases:

Land and buildings 2019 £	Land and buildings 2018 £	Other 2019 £	Other 2018
30 648	40.453	18 005	7.001
	buildings	buildings buildings 2019 2018 £ £	buildings buildings Other 2019 2018 2019 £ £ £

16 Related party transactions

Hitachi Zosen Inova AG

The company has taken advantage of the exemption in Financial Reporting Standards 102 not to disclose related party transactions with wholly owned group undertakings.

17 Controlling party

At the year end the company was a wholly owned subsidiary of Hitachi Zosen Inova AG, a company registered in Switzerland. The ultimate controlling party is Hitachi Zosen Corporation, a company registered in Japan.

18 Presentation currency

The financial statements are presented in Sterling.

19 Legal form of entity and country of incorporation

Hitachi Zosen Inova UK Ltd is a private company limited by shares and incorporated in England.

20 Principal place of business

The address of the company's principal place of business and registered office is:

The Hub, Fowler Avenue Farnborough Business Park Farnborough Hampshire GU14 7JF