

Registration number: 08443239

Air Products Renewable Energy Limited

Annual Report and Financial Statements

for the Year Ended 30 September 2021



Air Products Renewable Energy Limited

Contents

Company Information	1
Directors' Report	2 to 3
Statement of Directors' Responsibilities	4
Independent Auditor's Report to the members of Air Products Renewable Energy Limited	5 to 8
Profit and Loss Account	9
Balance Sheet	10
Statement of Changes in Equity	11
Notes to the Financial Statements	12 to 17

Air Products Renewable Energy Limited

Company Information

Directors	D. Meadows
	M. Sambrook
	J. Escorihuela
Registered office	Hersham Place Technology Park Molesey Road Walton-on-Thames Surrey KT12 4RZ
Auditor	Deloitte LLP Statutory Auditor Reading United Kingdom

Air Products Renewable Energy Limited

Directors' Report for the Year Ended 30 September 2021

The directors present their report and the financial statements for the year ended 30 September 2021.

Directors of the company

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

D. Leney (resigned 15 February 2022)

D. Meadows

M. Sambrook

The following director was appointed after the year end:

J. Escorihuela (appointed 15 February 2022)

Principal activity

On 29 March 2016, the Board of Directors of the Company's ultimate parent, Air Products and Chemicals, Inc., confirmed the Air Products Group's exit from its Energy-from-Waste (EfW) business. As a result, efforts to start up and operate the Company's EfW project located in Tees Valley, United Kingdom, have been discontinued. The decision to exit the business and stop development of the EfW projects was based on continued difficulties encountered with the Company's project; and the conclusion, based on testing and analysis completed during 2016, that significant additional time and resources would be required to make the projects operational. As a result of this the company ceased its development of the technology and has not traded subsequently, with the intention of liquidating the entity in the future.

On that basis the entity did not trade in the year and these accounts have been prepared on a basis other than that of a going concern.

Results and dividends

The loss for the year ended 30 September 2021 was £149,000 (2020: loss of £133,000). The Directors do not recommend the payment of a dividend (2020: £nil).

Strategic Report

The company has taken advantage of the exemption contained in section 414B of the Companies Act 2006 not to prepare a Strategic Report and from certain information in the Directors Report.

Air Products Renewable Energy Limited

Directors' Report for the Year Ended 30 September 2021

Financial risk management

The company aims to manage financial risks to avoid potential negative impacts on the results of business operations.

Cash flow risks

The company participates in a group cash pooling arrangement to minimise cash flow-based risks.

Credit risk

The company's principal financial assets are bank balances and other receivables. The company has no significant concentration of credit risk.

Going concern

As detailed above, the Board of Directors of the Company's ultimate parent, Air Products and Chemicals, Inc, confirmed the Air Products Group's exit from its Energy-from-Waste (EfW) business in 2016. Following this decision, given the construction of an Energy-from-Waste facility was the company's sole business and the intention to ultimately liquidate the company, the directors have decided to prepare the financial statements on a basis other than that of a going concern.

Auditors

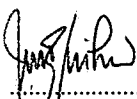
Each of the person who is a director at the date of approval of this report confirms that:

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board on 30 June 2022 and signed on its behalf by:



J. Escorihuela
Director

Hersham Place Technology Park
Molesey Road
Walton-on-Thames
Surrey
KT12 4RZ

Air Products Renewable Energy Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual 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 FRS 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 and 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 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.

Independent Auditor's Report to the Members of Air Products Renewable Energy Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Air Products Renewable Energy Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 30th September 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

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 Financial Reporting Council's (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 - Financial statements prepared other than on a going concern basis

We draw attention to note 2 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

Independent Auditor's Report to the Members of Air Products Renewable Energy Limited

Other information

The directors are responsible for the other information. The other information comprises the information included 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 respect of these matters.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities, 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Independent Auditor's Report to the Members of Air Products Renewable Energy Limited

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

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.

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 any material misstatements in the directors' report.

Independent Auditor's Report to the Members of Air Products Renewable Energy Limited

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our 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.



Andy Hornby FCA (Senior Statutory Auditor)
For and on behalf of Deloitte LLP,
Statutory Auditor
Reading
United Kingdom

30 June 2022

Air Products Renewable Energy Limited

Profit and Loss Account for the Year Ended 30 September 2021

	Note	2021 £ 000	2020 £ 000
Administrative expenses		<u>(54)</u>	<u>(7)</u>
Operating loss		(54)	(7)
Interest payable and similar expenses	4	<u>(95)</u>	<u>(124)</u>
Loss before tax		(149)	(131)
Taxation	7	<u>-</u>	<u>-</u>
Loss for the financial year		<u><u>(149)</u></u>	<u><u>(131)</u></u>

All results derive from discontinued operations.

There are no recognised gains or losses in the current or prior year other than those charged to the profit and loss account, accordingly, no separate statement of other comprehensive income has been presented.

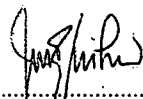
The notes on pages 12 to 17 form an integral part of these financial statements.

Air Products Renewable Energy Limited

(Registration number: 08443239)
Balance Sheet as at 30 September 2021

	Note	2021 £ 000	2020 £ 000
Current assets			
Debtors	8	518	-
Cash at bank and in hand		807	884
		<u>1,325</u>	<u>884</u>
Creditors: Amounts falling due within one year	9	<u>(9,186)</u>	<u>(8,596)</u>
Total assets less current liabilities		<u>(7,861)</u>	<u>(7,712)</u>
Provisions for liabilities	10	<u>(2,105)</u>	<u>(2,105)</u>
Net liabilities		<u>(9,966)</u>	<u>(9,817)</u>
Capital and reserves			
Profit and loss account		<u>(9,966)</u>	<u>(9,817)</u>
Total equity		<u>(9,966)</u>	<u>(9,817)</u>

Approved and authorised by the Board on 30 June 2022 and signed on its behalf by:



J. Escorihuela
Director

Air Products Renewable Energy Limited

Statement of Changes in Equity for the Year Ended 30 September 2021

	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 October 2019	-	(9,686)	(9,686)
Loss and total comprehensive expense for the year	-	(131)	(131)
At 30 September 2020	-	(9,817)	(9,817)
	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 October 2020	-	(9,817)	(9,817)
Loss and total comprehensive expense for the year	-	(149)	(149)
At 30 September 2021	-	(9,966)	(9,966)

The notes on pages 12 to 17 form an integral part of these financial statements.

Air Products Renewable Energy Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

1 General information

Air Products Renewable Energy Limited (the company) is a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales.

The address of its registered office is:
Hersham Place Technology Park
Molesey Road
Walton-on-Thames
Surrey
KT12 4RZ

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The company has applied the amendments to FRS102 issued by the FRC in December 2017 with effect from 1st January 2019.

The functional and presentational currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

Measurement convention

These financial statements have been prepared using the historical cost convention.

Exemptions for qualifying entities under FRS 102

The consolidated financial statements of Air Products and Chemicals Inc are prepared in accordance with US Generally Accepted Accounting Principles and are available to the public. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- The company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its parent company, Air Products and Chemicals Inc, includes the company's cash flows in its own consolidated financial statements.
- The company has taken advantage of the exemption, available under FRS 102 para 33.7 for disclosing total compensation of key management personnel.
- The company has taken advantage of the exemption for qualifying entities from certain financial instrument disclosures, on the basis that the equivalent disclosures are included in the consolidated financial statements of Air Products and Chemicals Inc, the ultimate parent company.
- The company has taken advantage of the exemption, available under FRS 102 33.1 (a), for disclosing related party transactions as they are all with other companies that are wholly owned by Air Products and Chemicals Inc.

Air Products Renewable Energy Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

The consolidated financial statements of ultimate parent Air Products and Chemicals Inc, within which this company is included, can be obtained from the company's registered office (Corporate Secretary, Air Products and Chemicals, Inc., 7201 Hamilton Boulevard, Allentown, Pennsylvania 18195 - 1501).

Going concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Directors Report on page 2. The Board of Directors of the Company's ultimate parent, Air Products and Chemicals, Inc, confirmed the Air Products Group's exit from its Energy-from-Waste (EfW) business in 2016. Following this decision, given the construction of an Energy-from-Waste facility was the company's sole business, directors have decided to prepare the financial statements on a basis other than that of a going concern. The company is non-trading.

No adjustments arose as a result of the company no longer being a going concern.

Basic financial instruments

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as a finance cost.

Interest Payable

Interest payable is recognized in profit or loss as it accrues using the effective interest method.

Air Products Renewable Energy Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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 taxable income.

Unrelieved tax losses are recognised when 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.

3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 2, the directors are 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. No critical accounting judgements or sources of estimation uncertainty have been identified.

4 Interest payable and similar expenses

	2021 £ 000	2020 £ 000
Interest payable on loans from group undertakings	95	124

5 Auditor remuneration

	2021 £ 000	2020 £ 000
Audit of the financial statements	2	2

6 Staff and Directors costs

The company has no employee costs as it relies on Air Products PLC for the provision of operational, administrative and management services. No salaries or wages have been paid to employees during the current year or prior year as staff costs are borne by Air Products PLC.

Air Products Renewable Energy Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

Directors received £nil emoluments in connection with their services as a director of the company during the year (2020: £nil).

7 Taxation

Tax charged/(credited) in the income statement

	2021 £ 000	2020 £ 000
Current taxation		
UK corporation tax	-	-
Total current income tax	-	-
Deferred taxation		
Total deferred taxation	-	-
Tax expense/(receipt) in the income statement	-	-
	-	-

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2020 - higher than the standard rate of corporation tax in the UK) of 19% (2020 - 19%).

The differences are reconciled below:

	2021 £ 000	2020 £ 000
Loss before tax	(149)	(131)
Corporation tax at standard rate	(28)	(25)
Effect of expense not deductible in determining taxable profit (tax loss)	10	1
Tax increase arising from group relief	18	24
Total tax charge/(credit)	-	-

Air Products Renewable Energy Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

Tax rate changes

The standard rate of corporation tax in the UK is 19% and will remain at the same rate for the tax year beginning 1st April 2021. The changes introduced in Finance Bill 2021 to set the main rate of corporation tax at 25% for financial year 2023, which will apply to profits above £250,000; and introduce a small profits rate of 19% for profits below £50,000, were substantially enacted on the 24th of May 2021. Marginal relief provisions will be introduced so that, where a company's profits fall between the lower and upper limits, it will be able to claim an amount of marginal relief that bridges the gap between the lower and upper limits providing a gradual increase in the Corporation Tax rate. Deferred tax balances presented in these financial statements have been measured at the rates specified above given that these were substantively enacted as of the balance sheet date.

8 Debtors

	2021 £ 000	2020 £ 000
Other debtors	518	-
	<u>518</u>	<u>-</u>

Other debtors represent receivables related to operating lease of the land initially intended to be used for the EfW project.

9 Creditors

	2021 £ 000	2020 £ 000
Due within one year		
Amounts due to group undertakings	9,179	8,594
Accrued expenses	7	2
	<u>9,186</u>	<u>8,596</u>

Related party transactions are at arm's length at interest rates equivalent to market rate.

10 Provisions

	Asset retirement obligation £ 000	Total £ 000
At 1 October 2020	2,105	2,105
At 30 September 2021	<u>2,105</u>	<u>2,105</u>

Asset retirement obligations

Air Products Renewable Energy Limited

Notes to the Financial Statements for the Year Ended 30 September 2021

Following the decision to exit the Energy from Waste (EfW) business, the company has recognised an asset retirement obligation in relation to the demolition and removal of plant assets. Currently, the exact future of the plant has not yet been determined, therefore no estimation exists of the date of utilisation for the retirement obligation.

11 Share capital

Allotted, called up and fully paid shares

	2021		2020	
	No.	£ 000	No.	£ 000
Ordinary shares of £1 each	<u>2</u>	<u>-</u>	<u>2</u>	<u>-</u>

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

As amounts in these financial statements are rounded to the nearest £1,000, the allocated, called up and fully paid share capital comprising of 2 ordinary shares of £1 each is presented as Nil.

12 Related Party Disclosures

The company's immediate parent undertaking is Air Products PLC, a company incorporated in United Kingdom.

The largest and smallest group in which the results of the company are consolidated is headed by Air Products and Chemicals, Inc., the ultimate parent company and controlling party, incorporated in the State of Delaware, USA. The consolidated financial statements of this group are available to the public and may be obtained from its registered address:

Corporate Secretary
Air Products and Chemicals, Inc.
7201 Hamilton Boulevard
Allentown
Pennsylvania 18195 – 1501