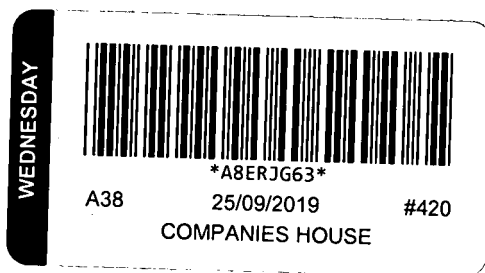


Registered number: 01994993

RVL AIRTECH LIMITED

ANNUAL REPORT

FOR THE YEAR ENDED 31 DECEMBER 2018



RVL AIRTECH LIMITED

COMPANY INFORMATION

Directors	Mr S Guynan Mr S D Smith Mr M Adamson (appointed 4 April 2019) Mr D J Connor (appointed 4 April 2019)
Company secretary	Mr S Guynan
Registered number	01994993
Registered office	RVL House Building 21, Anson Road East Midlands Airport Castle Donington Derby DE74 2SA
Independent auditor	PKF Cooper Parry Group Limited Chartered Accountants & Statutory Auditor Argosy Road East Midlands Airport Castle Donington Derby DE74 2SA

RVL AIRTECH LIMITED

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RVL AIRTECH LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their report and the financial statements for the year ended 31 December 2018.

Review of year

The company is a member of the Reconnaissance Ventures Limited Group (RVLG). A full review of the Group's activities is contained in the Strategic Report of the RVLG financial statements.

The company is engaged in the provision of aircraft repair and maintenance. All services are performed for other members of the RVL Group.

Directors' responsibilities statement

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

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

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

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £1,530 (2017: profit £24,736).

The directors have not recommended the payment of a dividend (2017: £nil).

Directors

The directors who served during the year are as stated on the company information page.

RVL AIRTECH LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2018**

Disclosure of information to auditor

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

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

The directors' report has been prepared taking advantage of the small companies' exemption of section 415A of the Companies Act 2006.

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

Mr S D Smith
Director



Date:

8th May 2019

RVL AIRTECH LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RVL AIRTECH LIMITED

Opinion

We have audited the financial statements of RVL Airtech Limited (the 'company') for the year ended 31 December 2018, which comprise the profit and loss account, the balance sheet and the related notes, 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 Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

RVL AIRTECH LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RVL AIRTECH LIMITED (CONTINUED)

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 this regard.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In 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 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.

Responsibilities of directors

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

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

RVL AIRTECH LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RVL AIRTECH LIMITED (CONTINUED)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of 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.

PKF Cooper Parry Group Limited

Peter Sterling (Senior Statutory Auditor)

for and on behalf of

PKF Cooper Parry Group Limited

Chartered Accountants
Statutory Auditor

Argosy Road
East Midlands Airport
Castle Donington
Derby
DE74 2SA

Date: *15 May 2019*

RVL AIRTECH LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Note	2018 £	2017 £
Turnover	1	3,293,161	3,074,815
Cost of sales		(3,028,615)	(2,825,682)
Gross profit		<u>264,546</u>	<u>249,133</u>
Administrative expenses		(284,622)	(278,566)
Operating loss		(20,076)	(29,433)
Interest receivable		106,709	122,002
Interest payable		(85,103)	(67,833)
Profit before tax		1,530	24,736
Tax on profit		-	-
Profit after tax		<u>1,530</u>	<u>24,736</u>
Retained earnings at the beginning of the year		(1,371,618)	(1,396,354)
Profit for the year		1,530	24,736
Retained earnings at the end of the year		<u>(1,370,088)</u>	<u>(1,371,618)</u>

There were no recognised gains and losses for 2018 or 2017 other than those included in the profit and loss account.

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

RVL AIRTECH LIMITED
REGISTERED NUMBER: 01994993

BALANCE SHEET
AS AT 31 DECEMBER 2018

	Note	2018 £	2017 £
Fixed assets			
Tangible assets	3	61,757	74,780
		<u>61,757</u>	<u>74,780</u>
Current assets			
Stocks	4	678,373	751,101
Debtors: amounts falling due within one year	5	1,650,266	1,291,447
		<u>2,328,639</u>	<u>2,042,548</u>
Creditors: amounts falling due within one year	6	(751,078)	(477,224)
Net current assets		<u>1,577,561</u>	<u>1,565,324</u>
Total assets less current liabilities		<u>1,639,318</u>	<u>1,640,104</u>
Creditors: amounts falling due after more than one year	7	(9,406)	(11,722)
Net assets		<u><u>1,629,912</u></u>	<u><u>1,628,382</u></u>
Capital and reserves			
Called up share capital	8	3,000,000	3,000,000
Profit and loss account		(1,370,088)	(1,371,618)
		<u><u>1,629,912</u></u>	<u><u>1,628,382</u></u>

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

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

Mr S D Smith
 Director



Date: 8th May 2019

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

RVL AIRTECH LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1. Accounting policies

1.1 Basis of preparation of financial statements

RVL Airtech Limited (the company) is a limited liability company incorporated and domiciled in the United Kingdom. The address of its registered office is disclosed on the company information page.

The financial statements are produced in Sterling (£), which is the functional currency of the company. The financial statements are for the year ended 31 December 2018 (2017: year ended 31 December 2017).

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with Financial Reporting Standard (FRS) 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland, including section 1A of FRS 102, and the Companies Act 2006.

The group, of which the company is a part, has incurred a loss before tax for the year of £2,517,480 (2017: £1,290,257) as it completed flight testing for the major Research and Development project on which it has been working since 2014. Both the losses and the development project have to date been funded by a mixture of bank loans and loans from the group's principal investor Business Growth Fund plc ("BGF"). Both remained supportive of the business and BGF provided a further £250,000 during 2018 to assist the project to conclusion. The bank funding has in 2018 been repaid in full and repayments have started to be made on the BGF funding. The project received certification from EASA, the European regulator, in August 2018, having already received approval from the FAA in the United States earlier in the year. Following the introduction into service of the first system with the UK MCA, which is expected to take place early in 2019, we will have a reference site to support increased levels of marketing which are expected to develop further interest already expressed by a number of global customers. Combined with a number of opportunities for the core business which are also under discussion, the directors believe that this puts the group and its subsidiaries onto a firm footing for growth and that it is appropriate for the financial statements of the group and its individual subsidiaries to be prepared on a going concern basis.

The following accounting policies have been applied:

1.2 Disclosure exemptions

The company has adopted the following disclosure exemptions:

As the company is a wholly owned subsidiary of a company whose consolidated accounts include the results of the subsidiary and are publicly available, the company has taken advantage of the FRS 102 section 1A exemption from disclosing transactions with group undertakings.

1.3 Turnover

Turnover is recognised to the extent that it is probable that economic benefits will flow to the company and the revenue can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, value added tax and other sales taxes.

Turnover is recognised on goods and services when earned.

RVL AIRTECH LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1. Accounting policies (continued)

1.4 Tangible fixed assets

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

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the profit and loss account during the period in which they are incurred.

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

Depreciation is provided on the following basis:

Leasehold property	- 4% - 25% straight line
Plant and machinery	- 20% straight line
Motor vehicles	- 20% straight line
Fixtures and fittings	- 20% straight line

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the profit and loss account.

1.5 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the profit and loss account.

1.6 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties and trading and loan balances with related parties.

All financial assets and liabilities are initially measured at transaction price and subsequently measured at amortised cost.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

RVL AIRTECH LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1. Accounting policies (continued)

1.7 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is Sterling (£).

Transactions and balances

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

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

1.8 Finance costs

Finance costs are charged to the profit and loss account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.9 Pensions

The company operates 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 payments 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.

1.10 Operating leases

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

1.11 Interest income

Interest income is recognised in the profit and loss account using the effective interest method.

RVL AIRTECH LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1. Accounting policies (continued)

1.12 Taxation

Tax is recognised in the profit and loss account, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining the associated tax allowances have been met.

2. Average number of employees

The average number of employees for the year, including directors, was 24 (2017: 24).

RVL AIRTECH LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

3. Tangible fixed assets

	Leasehold property £	Plant and machinery £	Motor vehicles £	Fixtures and fittings £	Total £
Cost					
At 1 January 2018	64,986	131,533	12,155	25,507	234,181
Additions	-	-	-	1,489	1,489
At 31 December 2018	64,986	131,533	12,155	26,996	235,670
Depreciation					
At 1 January 2018	19,177	112,355	12,155	15,714	159,401
Charge for the year	2,790	5,736	-	5,986	14,512
At 31 December 2018	21,967	118,091	12,155	21,700	173,913
Net book value					
At 31 December 2018	43,019	13,442	-	5,296	61,757
At 31 December 2017	45,809	19,178	-	9,793	74,780

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2018 £	2017 £
Plant and machinery	9,781	13,327

4. Stocks

	2018 £	2017 £
Finished goods and goods for resale	678,373	751,101

RVL AIRTECH LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

5. Debtors

	2018 £	2017 £
Amounts owed by group undertakings	1,457,805	1,179,776
Other debtors	158,976	78,703
Prepayments and accrued income	33,485	32,968
	<u>1,650,266</u>	<u>1,291,447</u>

6. Creditors: Amounts falling due within one year

	2018 £	2017 £
Trade creditors	724,700	351,220
Obligations under finance lease and hire purchase contracts	3,139	3,139
Accruals and deferred income	23,239	122,865
	<u>751,078</u>	<u>477,224</u>

7. Creditors: Amounts falling due after more than one year

	2018 £	2017 £
Net obligations under finance leases and hire purchase contracts	<u>9,406</u>	<u>11,722</u>

Secured loans

The hire purchase liability is secured against the asset to which it relates.

8. Share capital

	2018 £	2017 £
Allotted, called up and fully paid		
3,000,000 Ordinary shares of £1 each	<u>3,000,000</u>	<u>3,000,000</u>

RVL AIRTECH LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

9. Commitments under operating leases

At 31 December 2018 the company had future minimum lease payments under non-cancellable operating leases as follows:

	2018 £	2017 £
Not later than 1 year	343,972	343,972
Later than 1 year and not later than 5 years	1,375,888	1,375,888
Later than 5 years	4,442,972	4,786,944
Total	<u><u>6,162,832</u></u>	<u><u>6,506,804</u></u>

10. Controlling party

The company is a wholly owned subsidiary of RVL Aviation Limited, its immediate parent company which is incorporated within the United Kingdom. RVL Aviation Limited is controlled by its ultimate parent company, Reconnaissance Ventures Limited, which is in turn controlled by its directors.

The parent undertaking for the largest and smallest group for which consolidated accounts are prepared is Reconnaissance Ventures Limited. Consolidated accounts in respect of the group are available from Companies House, Crown Way, Cardiff, CF14 3VZ.