

IDWAL MARINE SERVICES LIMITED

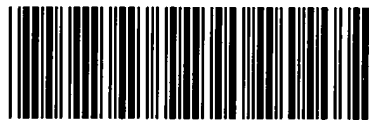
**IDWAL MARINE
SERVICES LIMITED**

Filleted Accounts

For the year ended 31 December 2022

Registered number: 07302506

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IDWAL MARINE SERVICES LIMITED

BALANCE SHEET

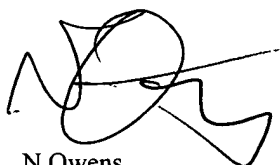
As at 31 December 2022

	Note	2022 \$	2021 \$
FIXED ASSETS			
Tangible assets	4	94,690	84,811
CURRENT ASSETS			
Debtors	5	1,618,304	1,805,601
Cash at bank and in hand		1,331,434	3,104,962
		2,949,738	4,910,563
CREDITORS: amounts falling due within one year	6	(1,797,580)	(1,997,860)
NET CURRENT ASSETS		1,152,158	2,912,703
TOTAL ASSETS LESS CURRENT LIABILITIES		1,246,848	2,997,514
CREDITORS: amounts falling due after more than one year	7	-	(297,792)
NET ASSETS		1,246,848	2,699,722
CAPITAL AND RESERVES			
Called-up share capital	8	1,980	1,980
Share premium account	8	210,651	210,651
Profit and loss account		1,034,217	2,487,091
SHAREHOLDERS' FUNDS		1,246,848	2,699,722

The filleted accounts are delivered in accordance with the provisions applicable to companies subject to small companies' regime. The company has chosen not to file a director's report or a profit and loss account.

The filleted accounts of Idwal Marine Services Limited, registered number 07302506, were approved by the Board of Directors and authorised for issue on 27th June 2022.

Signed on behalf of the Board of Directors



N Owens
Director

IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

1. ACCOUNTING POLICIES

These filleted accounts are prepared in accordance with the applicable United Kingdom accounting standards. The particular accounting policies adopted, which have been applied consistently throughout the current and the prior financial years, are described below.

General Information

Idwal Marine Services Limited is a privately owned company limited by shares and incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the registered office is given on page 1. The nature of the company's operations and principal activity are set out in the directors' report on page 2.

The particular accounting policies adopted, which have been applied consistently throughout the current and the prior financial year, are described below.

The financial statements are prepared in US\$, which is the functional currency of the company.

Accounting convention

The financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

Exemptions

The company has taken advantage of the following exemptions available under FRS 102 as equivalent disclosures have been given in the consolidated financial statements of Graig Shipping Plc which include the results of Idwal Marine Services Limited:

- the exemption from preparing a statement of cash flows;
- the exemption from disclosing key management personnel compensation; and
- the exemption from certain financial instrument disclosures.

Copies of the consolidated financial statements of Graig Shipping Plc can be obtained from the registered office at 1 Caspian Point, Caspian Way, Cardiff CF10 4DQ.

Basis of preparation

The financial statements have been prepared under the historical cost convention and modified to include certain items at fair value.

Going concern

The company was profitable in the year. The directors have considered forecast profit and associated cash flows for the next 12 months. The directors have considered the facilities available to the company and is of the opinion the company can operate within the facilities available for the period of the cash flow forecast.

IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

1. ACCOUNTING POLICIES (continued)

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when, there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the conditions of being 'basic' financial instruments as defined in paragraph 11.9 of FRS 102 are subsequently measured at amortised cost using the effective interest method.

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

With the exception of some hedging instruments, other debt instruments not meeting conditions of being 'basic' financial instruments are measured at fair value through profit or loss.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Equity instruments

Equity instruments issued by the company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

Turnover

Turnover represents amounts derived from the provision of consultancy services which fall within the company's ordinary activities after the deduction of value added tax. Turnover is recognised in line with shipping consultancy services provided. Inspection income is recognised on completion of the inspection. Project income is recognised through the life of the project.

IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

1. ACCOUNTING POLICIES (continued)

Government Grants

Government grants are treated on an accrual basis and recognised in the period of the incurred expenditure. The Company recognises Government Grants within Other Income of the profit or loss on a systematic basis over the periods in which the entity recognises expenses for the related costs for which the grants are intended to compensate.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered.

Foreign currency

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise except for exchange differences on transactions entered into to hedge certain foreign currency risks (see below under financial instruments/hedge accounting).

Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation and impairment and are depreciated at cost in equal annual instalments over their estimated useful lives. The rates of depreciation are as follows:

Office and Computer Equipment	- 25% per annum
Fixtures and Fittings	- 33% per annum
Leasehold improvements	- 33% per annum

Impairment of fixed assets

The Company review all fixed assets for impairment whenever events or circumstances indicate that the carrying value of the assets may not be fully recoverable based upon estimated cash flows. Provision for impairment in the value of the fixed assets is made in the profit and loss account.

2. AUDITORS REPORT

The company has chosen to file filleted accounts without a profit and loss account. Consequently, the company is not required to file and auditor's report. The auditor's report for the company's financial statements was unqualified and there were no matters to which the auditor drew attention by way of emphasis. The auditor was Deloitte LLP and the auditor's report was signed on its behalf by Andrew Woodhead as senior statutory auditor.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements to conform to generally accepted accounting practice requires management to make estimates and judgements that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period.

There are no critical accounting judgements and key sources of estimation uncertainty.

IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

4. TANGIBLE FIXED ASSETS

	Leasehold Property Improvements \$	Office and computer equipment \$	Fixtures and fittings \$	Total \$
Cost or valuation				
At 1 January 2022	901	122,660	2,116	125,677
Additions	-	44,730	1,423	46,153
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2022	901	167,390	3,539	171,830
	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation				
At 1 January 2022	125	39,971	770	40,866
Charge for the year	301	35,149	824	36,274
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At 31 December 2022	426	75,120	1,594	77,140
	<hr/>	<hr/>	<hr/>	<hr/>
Net book value				
At 31 December 2022	475	92,270	1,945	94,690
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2021	776	82,689	1,346	84,811
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IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

5. DEBTORS

	2022	2021
	\$	\$
Trade debtors	1,454,211	1,685,116
Corporation tax	29,092	-
Other debtors	-	54,120
VAT	16,609	-
Amounts owed by group undertakings	5,953	2,618
Prepayments and accrued income	112,439	63,747
	<u>1,618,304</u>	<u>1,805,601</u>

Amounts owed by group undertakings are not secured, accrue no interest and are repayable on demand.

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022	2021
	\$	\$
Bank loans	-	274,901
Trade creditors	758,294	1,037,989
Amounts owed to group undertakings	37,477	39,486
Deferred tax	21,731	20,384
Other taxation and social security	96,013	66,256
Other creditors	-	1,035
Accruals and deferred income	884,065	557,809
	<u>1,797,580</u>	<u>1,997,860</u>

7. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2022	2021
	\$	\$
Bank loans	<u>-</u>	<u>297,792</u>

There were two bank loans in place. A £400,000 loan drawn in October 2019 on a floating rate basis with a margin of 2.25% repayable over 36 months. A £300,000 Covid Business Interruption Loan drawn in August 2020 on a floating rate basis with a margin of 3% repayable over 54 months with repayment commencing 6 months after drawdown. A limited guarantee had been provided by the ultimate parent company Idwal Williams & Co Ltd for the Barclays loan of £400,000. Both outstanding loans were settled on 29th July 2022. Balance of £43,331 was paid in respect of the £400,000 loan and £245,464 paid in respect of the £300,000 CBILS loan.

IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

8. DERIVATIVE FINANCIAL INSTRUMENTS

	2022 \$	2021 \$
Assets:		
Forward foreign currency contracts	-	54,120

Forward foreign currency contracts are valued using quoted forward exchange rates and yield curves derived from quoted interest rates matching maturities of the contracts.

Forward foreign currency contracts

The following table details the forward foreign currency contracts outstanding as at the year-end:

Outstanding contracts	Average contractual exchange rate		Notional value		Fair value	
	2022	2021	2022	2021	2022	2021
			£	£	\$	\$
Purchase Sterling						
Less than three months	-	1.3386	-	3,600,000	-	54,120
					54,120	

The group's income, expense, gains and losses in respect of financial instruments are summarised below:

Fair value gains	2022 \$'000	2021 \$'000
On derivative financial assets measured at fair value through profit and loss (see note 6)		
Forward currency contracts	(353,043)	(18,983)

Idwal Marine Services Ltd enters into forward contracts to hedge against foreign currency fluctuations. There were no forward foreign currency contracts outstanding at 31 December 2022.

9. DEFERRED TAX

The following is the deferred tax liability recognised by the company and the movements thereon.

	Fixed Asset Timing Differences \$
At 1 January 2021	5,634
Charge to profit and loss	14,750
At 1 January 2022	20,384
Charge to profit and loss	1,347
At 31 December 2022	21,731

	2022 \$	2021 \$
Deferred tax liability	21,731	20,384

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

10. CALLED-UP SHARE CAPITAL AND RESERVES

	2022 \$	2021 \$
Allotted, called-up and fully paid		
100,000 £0.01 ordinary shares	1,519	1,519
33,333 £0.01 'A' ordinary shares	461	461
	<u>1,980</u>	<u>1,980</u>

There were no shares issued in 2022 (2021 – 18,633).

The profit and loss reserve represents cumulative profits or losses, net of dividends paid and other adjustments. Ordinary shares were translated to United States dollars at a historic rate of \$1.519.

The share premium account relates to the premium arising on issue of 'A' ordinary shares.

Ordinary shares have full voting rights and no restrictions on the distribution of dividends.

'A' Ordinary shares have no voting rights and are restricted on the distribution of dividends.

11. DIVIDENDS

Dividends of \$2,000,000 was paid February 2022 and \$1,500,000 was paid November 2022.

12. FOREIGN CURRENCIES

	2022	2021
The principal rate of exchange used for translation of foreign currencies to United States dollars at the year-end is as follows:		
£ sterling/United States dollar	<u>1.2102</u>	<u>1.3536</u>

13. POST BALANCE SHEET EVENTS

On the 22nd of March 2023, IMS Ltd was acquired by Indigo 123 Ltd. The terms and conditions of the sale remain confidential.

14. RELATED PARTY TRANSACTIONS

Idwal Marine Services Limited is a subsidiary of Graig Shipping plc which holds a 75% shareholding in FY22.

Graig Investments Ltd is a wholly owned subsidiary of Graig Shipping plc.

The amounts owed by and owed to associated undertakings are stated to show amounts owed to and from Group:

	Income		Expenditure		Amounts Owed		Amounts Due	
	2022	2021	2022	2021	2022	2021	2022	2021
	\$	\$	\$	\$	\$	\$	\$	\$
Graig Shipping plc	126,102	32,190	772,186	770,979	37,477	39,473	5,953	2,177
Graig Investments Ltd	12,336	1,201	284,020	173,585	118	13	1,033	441

IDWAL MARINE SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2022

15. ULTIMATE PARENT AND CONTROLLING COMPANY

The immediate parent and controlling company was Graig Shipping Plc at 31st December 2022, a company incorporated in the United Kingdom, with the ultimate parent company being Idwal Williams and Company Limited, also incorporated in the United Kingdom.

Graig Shipping Plc was the parent of the smallest group of which the company is a member and for which group financial statements are drawn up. Idwal Williams and Company Limited was the parent of the largest group of which the company is a member and for which group financial statements are drawn up.

The registered address of the ultimate parent company and immediate parent company is 1 Caspian Point, Caspian Way, Cardiff, CF10 4DQ.

Copies of the financial statements of Idwal Williams and Company Limited and Graig Shipping Plc are available from 1 Caspian Point, Caspian Way, Cardiff CF10 4DQ.

The immediate parent company of IMS as at 22nd March 2023 is Indigo 123 Ltd. There is no controlling Company.