

REBEL ENERGY LIMITED

UNAUDITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2021



REBEL ENERGY LIMITED
REGISTERED NUMBER: 10952085

BALANCE SHEET
AS AT 30 SEPTEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Investments	4	25,000	25,000
		<u>25,000</u>	<u>25,000</u>
Current assets			
Debtors	5	1,582,927	167,550
Cash at bank and in hand		24,947	27,435
		<u>1,607,874</u>	<u>194,985</u>
Creditors: amounts falling due within one year	6	(285,345)	(44,381)
Net current assets		<u>1,322,529</u>	<u>150,604</u>
Total assets less current liabilities		<u>1,347,529</u>	<u>175,604</u>
Creditors: amounts falling due after more than one year	7	(186,551)	(194,661)
Net assets/(liabilities)		<u><u>1,160,978</u></u>	<u><u>(19,057)</u></u>
Capital and reserves			
Called up share capital		1,314,089	864
Profit and loss account		(153,111)	(19,921)
		<u><u>1,160,978</u></u>	<u><u>(19,057)</u></u>

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

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

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

The Company has opted not to file the statement of comprehensive income in accordance with 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:

DocuSigned by:

Dan Bates

D A Bates

Director

Date: 30 June 2022

The notes on pages 2 to 6 form part of these financial statements.

REBEL ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2021

1. General information

Rebel Energy 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.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The financial statements have been prepared in sterling (£), and are prepared for the year ended 30 September 2021 (2020: year ended 30 September 2020).

The following principal accounting policies have been applied:

2.2 Going concern

Notwithstanding that the company has made a loss after taxation for the year of £133,190 (2020: £19,921) the financial statements have been prepared on a going concern basis. The directors believe that adequate funding to ensure the company can meet its financial obligations as they fall due will be available to the company for the foreseeable future. In June 2022, the company has raised £824,620 in a funding round, in exchange for equity. Please see note 9 for further information.

2.3 Revenue

Revenue relates to management recharges and is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes.

2.4 Research and Development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. Development costs are not capitalised.

It is not possible to distinguish between the research phase and the development phase of an internal project, and so therefore the expenditure is treated as if it were all incurred in the research phase and expensed.

REBEL ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2021

2. Accounting policies (continued)

2.5 Foreign currency translation

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.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit and loss account within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2.6 Finance costs

Finance costs are charged to profit or loss 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.

2.7 Pensions

Defined contribution pension plan

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 payment obligations.

The contributions are recognised as an expense in profit or loss 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.

2.8 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

REBEL ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2021

2. Accounting policies (continued)

2.9 Financial instruments

The company has applied the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments which are classified as basic.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts present in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

2.10 Taxation

Tax is recognised in profit or loss except that a charge 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.

3. Employees

The average monthly number of employees, including directors, during the year was 2 (2020: 0).

REBEL ENERGY LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021

4. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 October 2020 and 30 September 2021	25,000

5. Debtors

	2021 £	2020 £
Amounts owed by group undertakings	1,477,884	154,076
Other debtors	72,269	9,372
Called up share capital not paid	864	864
Prepayments and accrued income	31,910	3,238
	<u>1,582,927</u>	<u>167,550</u>

6. Creditors: Amounts falling due within one year

	2021 £	2020 £
Trade creditors	217,632	44,381
Other creditors	1,417	-
Accruals and deferred income	66,296	-
	<u>285,345</u>	<u>44,381</u>

REBEL ENERGY LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021****7. Creditors: Amounts falling due after more than one year**

	2021 £	2020 £
Convertible loan notes	186,551	194,661

The Company has 2 foreign currency Convertible Loan Notes in issue as follows:

Loan 1 - \$200,000

Loan 2 - \$50,000

The amounts are included in Creditors: Amounts Falling Due After More Than One Year.

Interest is not paid during the term of the loan but accrues on a monthly compound basis at the following rates:

Loan 1 (USD 200,000): 1% above USA CPI

Loan 2 (USD 50,000): 1% above USA CPI

The convertible loan notes have been treated as a financial liability due to the fact they are denominated in USD.

8. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £8,558 (2020: £0). Contributions totalling £255 (2020: £0) were payable to the fund at the balance sheet date and are included in creditors.

9. Post balance sheet events

In June 2022 the company completed a funding round with 82,462 shares being issued raising a total of £824,620 which came from existing and new investors.

10. Controlling party

The directors do not consider there to be an ultimate controlling party.