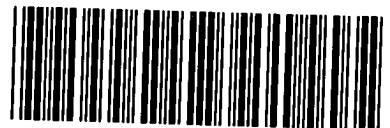


Registered number: SC458298

DISTRICT ENERGY ABERDEEN LIMITED

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2022**

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COMPANIES HOUSE

DISTRICT ENERGY ABERDEEN LIMITED

COMPANY INFORMATION

DIRECTORS

Janice Lyon
Ramsay Milne
Jennifer Ritchie (appointed 21 September 2022)

COMPANY SECRETARY

Brodies Secretarial Services Limited

REGISTERED NUMBER

SC458298

REGISTERED OFFICE

c/o Brodies LLP
Capital Square
58 Morrison Street
Edinburgh
EH3 8BP

INDEPENDENT AUDITORS

Anderson Anderson & Brown Audit LLP
Kingshill View
Prime Four Business Park
Kingswells
Aberdeen
AB15 8PU

DISTRICT ENERGY ABERDEEN LIMITED

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DISTRICT ENERGY ABERDEEN LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2022

The directors present their report and the financial statements for the year ended 31 March 2022.

PRINCIPAL ACTIVITY

DEAL (the "Company") was set up in July 2013 as a wholly owned subsidiary of Aberdeen Heat and Power Company Ltd (AH&P). Any retained profits from DEAL are remitted back to AH&P. The principal activity of the Company is to retail heat that is generated by AH&P to the Commercial (non domestic, non Council) sector. There are currently seven customers assigned to DEAL.

DEAL can introduce potential heat customers to the network however these have to form part of strategy plans, and adhere to the connection selection policy, for the heat network that is designed and operated by AH&P, and therefore DEAL has to proceed at a pace that can be sustained through deliverable growth.

Through a strategic planned approach DEAL continue to work on a list of potential heat customers, outside of the Council sector, who can be approached to connect to the AH&P network.

DEAL has identified other potential customers, the connection of which would be possible in conjunction with other projects being considered between AH&P and Aberdeen City Council. The potential heat link from Energy from Waste through to the City Centre network will prove a commercial opportunity for DEAL to attract new heat connections.

DEAL are also in continued discussions with our partners at the University of Aberdeen and NHS Grampian with regards to potential Energy Centre and network connections.

DEAL will continue to work hand in hand with AH&P to ensure that the district network is designed and operated correctly in terms of efficiency and sustainability.

Given the current issues with regards to Energy Tariff increases, DEAL is working closely with AHP to ensure that connections to the network remain an attractive option for commercial clients.

DIRECTORS

The directors who served during the year were:

Derek Dunn (resigned 31 July 2022)
Janice Lyon
Ramsay Milne

DISCLOSURE OF INFORMATION TO AUDITORS

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 auditors are 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 auditors are aware of that information.

AUDITORS

The auditors, Anderson Anderson & Brown Audit LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

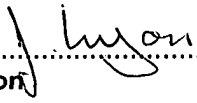
SMALL COMPANIES NOTE

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

DISTRICT ENERGY ABERDEEN LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2022**

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


.....
Janice Lyon
Director

Date: 8 November 2022

DISTRICT ENERGY ABERDEEN LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 MARCH 2022

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 judgments 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.

DISTRICT ENERGY ABERDEEN LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DISTRICT ENERGY ABERDEEN LIMITED

OPINION

We have audited the financial statements of District Energy Aberdeen Limited (the 'Company') for the year ended 31 March 2022, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity 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 March 2022 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 Auditors' 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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

OTHER INFORMATION

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

DISTRICT ENERGY ABERDEEN LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DISTRICT ENERGY ABERDEEN LIMITED (CONTINUED)

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DISTRICT ENERGY ABERDEEN LIMITED
(CONTINUED)**

AUDITORS' 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 Auditors' 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.

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 obtained an understanding of the legal and regulatory frameworks within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and Taxation legislation.

We identified the greatest risk of material impact on the financial statements from irregularities including fraud to be:

- Timing of recognition of commercial income.
- Posting of unusual journals along with complex transactions.
- Management override of controls to manipulate the company's key performance indicators to meet targets
- Compliance with relevant laws and regulations which directly impact the financial statements and those that the company needs to comply with for the purpose of trading

Our audit procedures to respond to these risks included:

- Reviewing and testing income reconciliations prepared to ensure correctly recorded.
- Testing of journal entries and other adjustments for appropriateness.
- Reviewing judgements made by management in their calculation of accounting estimates for potential management bias.
- Enquiries of management about litigation and claims and inspection of relevant correspondence.
- Reviewing legal and professional fees to identify indications of actual or potential litigation, claims and any non-compliance with laws and regulations.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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 Auditors' Report.

DISTRICT ENERGY ABERDEEN LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DISTRICT ENERGY ABERDEEN LIMITED
(CONTINUED)**

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 Auditors' 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.

Anderson Anderson + Brown Audit LLP

Ian McPherson (Senior Statutory Auditor)

for and on behalf of

Anderson Anderson & Brown Audit LLP

Statutory Auditor

Kingshill View
Prime Four Business Park
Kingswells
Aberdeen
AB15 8PU

Date: *8 November 2022*

DISTRICT ENERGY ABERDEEN LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2022

| | 2022 £ | 2021 £ |
|--|---------------------|-------------------|
| Turnover | 394,333 | 296,943 |
| Cost of sales | (374,343) | (282,081) |
| Gross profit | <u>19,990</u> | <u>14,862</u> |
| Administrative expenses | (18,563) | (14,339) |
| Operating profit | <u>1,427</u> | <u>523</u> |
| Interest receivable and similar income | 6 | 21 |
| Profit before tax | <u>1,433</u> | <u>544</u> |
| Tax on profit | (272) | (104) |
| Profit for the year | <u><u>1,161</u></u> | <u><u>440</u></u> |

There was no other comprehensive income for 2022 (2021:£NIL).

The notes on pages 11 to 13 form part of these financial statements.

DISTRICT ENERGY ABERDEEN LIMITED
REGISTERED NUMBER: SC458298

BALANCE SHEET
AS AT 31 MARCH 2022

| | Note | 2022 £ | 2021 £ |
|--|------|----------------|----------------|
| Current assets | | | |
| Debtors: amounts falling due within one year | 4 | 48,858 | 55,043 |
| Cash at bank and in hand | 5 | 65,092 | 100,557 |
| | | <u>113,950</u> | <u>155,600</u> |
| Creditors: amounts falling due within one year | 6 | (108,310) | (151,121) |
| | | <u></u> | <u></u> |
| Net current assets | | 5,640 | 4,479 |
| Total assets less current liabilities | | <u>5,640</u> | <u>4,479</u> |
| | | <u></u> | <u></u> |
| Net assets | | <u>5,640</u> | <u>4,479</u> |
| Capital and reserves | | | |
| Called up share capital | 7 | 1 | 1 |
| Profit and loss account | | 5,639 | 4,478 |
| | | <u>5,640</u> | <u>4,479</u> |

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

.....
Janice Lyon
 Director

.....
Ramsay Milne
 Director

Date: 8 November 2022

The notes on pages 11 to 13 form part of these financial statements.

DISTRICT ENERGY ABERDEEN LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2022**

| | Called up share capital £ | Profit and loss account £ | Total equity £ |
|--|---------------------------------|---------------------------------|-------------------|
| At 1 April 2020 | 1 | 4,038 | 4,039 |
| Comprehensive income for the year | | | |
| Profit for the year | - | 440 | 440 |
| At 1 April 2021 | 1 | 4,478 | 4,479 |
| Comprehensive income for the year | | | |
| Profit for the year | - | 1,161 | 1,161 |
| At 31 March 2022 | 1 | 5,639 | 5,640 |

The notes on pages 11 to 13 form part of these financial statements.

DISTRICT ENERGY ABERDEEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

1. GENERAL INFORMATION

The Company is a private limited company, which is incorporated and registered in Scotland (no. SC458298). The address of the registered office is 58 Morrison Street, Edinburgh, EH3 8BP. The principal activity of the Company is that of supplying retail heat that is generated by AH&P to the non domestic, non Council sector.

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 following principal accounting policies have been applied:

2.2 GOING CONCERN

The directors, having made due and careful enquiry, are of the opinion that the Company has adequate working capital to execute its operations over the next 12 months. The directors, therefore, have made an informed judgement, at the time of approving the financial statements, that there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

The company has operated resiliently through the COVID-19 pandemic. As noted in the Directors' Report, DEAL is working closely with AHP to ensure that connections to the network remain an attractive option for commercial clients.

The wider group also have significant retained reserves and cash balances which will allow the Company to continue to meet its obligations as they fall due and operate as a going concern. As a result, the directors have continued to adopt the going concern basis of accounting in preparing the annual financial statements.

2.3 REVENUE

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. Revenue from a contract to provide services is recognised in the period in which the services are provided.

2.4 INTEREST INCOME

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

2.5 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.

DISTRICT ENERGY ABERDEEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

2. ACCOUNTING POLICIES (CONTINUED)

2.6 DEBTORS

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.7 CASH AND CASH EQUIVALENTS

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.8 CREDITORS

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.9 FINANCIAL INSTRUMENTS

The Company only enters into basic financial instrument 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, loans to related parties and investments in ordinary shares.

3. EMPLOYEES

The average monthly number of employees, including directors, during the year was 3 (2021 - 3).

4. DEBTORS

| | 2022 £ | 2021 £ |
|--------------------------------|---------------|---------------|
| Trade debtors | 48,857 | 55,042 |
| Prepayments and accrued income | 1 | 1 |
| | <u>48,858</u> | <u>55,043</u> |

5. CASH AND CASH EQUIVALENTS

| | 2022 £ | 2021 £ |
|--------------------------|---------------|----------------|
| Cash at bank and in hand | 65,092 | 100,557 |
| | <u>65,092</u> | <u>100,557</u> |

DISTRICT ENERGY ABERDEEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2022 £ | 2021 £ |
|------------------------------------|----------------|----------------|
| Trade creditors | - | 576 |
| Amounts owed to group undertakings | 81,219 | 118,163 |
| Corporation tax | 272 | 104 |
| Other taxation and social security | 23,466 | 18,875 |
| Accruals and deferred income | 3,353 | 13,403 |
| | <u>108,310</u> | <u>151,121</u> |

7. SHARE CAPITAL

| | 2022 £ | 2021 £ |
|---|-----------|-----------|
| Allotted, called up and fully paid | | |
| 1 (2021 - 1) Ordinary share of £1.00 | <u>1</u> | <u>1</u> |

8. RELATED PARTY TRANSACTIONS

Control

During the year the Company was controlled by the directors.

Transactions

The Company has taken advantage of the exemptions within Financial Reporting Standard 102 section 33.1A (Related Party Disclosure) which allows exemption from the disclosure of related party transactions with other wholly owned group companies.

9. CONTROLLING PARTY

The immediate and ultimate parent company is Aberdeen Heat and Power Company Limited, a company registered in Scotland.

**The following statement does not form part of the
audited statutory financial statements of the company**

DISTRICT ENERGY ABERDEEN LIMITED**DETAILED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2022**

| | 2022 £ | 2021 £ |
|----------------------------|---------------------|-------------------|
| Turnover | 394,333 | 296,943 |
| Cost Of Sales | (374,343) | (282,081) |
| Gross profit | <u>19,990</u> | <u>14,862</u> |
| Less: overheads | | |
| Administration expenses | (18,563) | (14,339) |
| Operating profit | <u>1,427</u> | <u>523</u> |
| Interest receivable | 6 | 21 |
| Profit for the year | <u><u>1,433</u></u> | <u><u>544</u></u> |

DISTRICT ENERGY ABERDEEN LIMITED**SCHEDULE TO THE DETAILED ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2022**

| | 2022 £ | 2021 £ |
|------------------------------|----------------|----------------|
| Turnover | | |
| Commercial heat sales | 392,380 | 295,872 |
| Commercial electricity sales | 1,953 | 1,071 |
| | <u>394,333</u> | <u>296,943</u> |

| | 2022 £ | 2021 £ |
|---------------------------------------|----------------|----------------|
| Cost of sales | | |
| Direct costs - commercial heat | 372,683 | 281,163 |
| Direct costs - commercial electricity | 1,660 | 918 |
| | <u>374,343</u> | <u>282,081</u> |

| | 2022 £ | 2021 £ |
|--------------------------------|---------------|---------------|
| Administration expenses | | |
| Legal and professional | 388 | 388 |
| Auditors' remuneration | 3,550 | 2,511 |
| Accountancy fees | 1,600 | 920 |
| Bank charges | 25 | 20 |
| Management charge | 13,000 | 10,500 |
| | <u>18,563</u> | <u>14,339</u> |

| | 2022 £ | 2021 £ |
|----------------------------|-----------|-----------|
| Interest receivable | | |
| Bank interest receivable | 6 | 21 |
| | <u>6</u> | <u>21</u> |