

# **ANCALA MIDSTREAM ACQUISITIONS MIDCO 1 LIMITED**

**Unaudited Financial Statements**

**For the Year Ended 31 December 2019**

Company Registration No: 122575

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**ANCALA MIDSTREAM ACQUISITIONS MIDCO 1  
LIMITED**

**CORPORATE INFORMATION**

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<b>DIRECTORS:</b>	Timothy Power Lee Mellor Spence Clunie
<b>REGISTERED OFFICE:</b>	22 Grenville Street St Helier Jersey JE4 8PX
<b>REGISTERED NUMBER:</b>	122575
<b>SECRETARY:</b>	Mourant Secretaries (Jersey) Limited 22 Grenville Street St Helier Jersey JE4 8PX

**ANCALA MIDSTREAM ACQUISITIONS MIDCO 1  
LIMITED**

**DIRECTORS' REPORT**

FOR THE YEAR ENDED 31 DECEMBER 2019

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The Directors present their report together with the financial statements of Ancala Midstream Acquisitions Midco 1 Limited for the year ended 31 December 2019.

**PRINCIPAL ACTIVITY**

The principal activity of the Company is investment holding.

**GOING CONCERN**

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. These enquiries recognised the current COVID-19 outbreak and the potential impact on subsidiary companies within the Group. The directors have reviewed scenario analysis showing potential albeit unlikely downside scenarios impacting subsidiary company revenue and cash. In all cases, sufficient confidence in the resilience in these Group companies to remain as going concern entities has been demonstrated. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

**DIVIDEND**

The directors do not recommend a final dividend. Interim dividends of £nil were paid during the year.

**DIRECTORS**

The directors who served the company during the year are shown on page 3.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The Directors are responsible for preparing the Financial Statements in accordance with applicable law and regulations.

Jersey Company law requires the Directors to prepare Financial Statements for each financial year in accordance with any generally accepted accounting principles. The Financial Statements of the Company are required by law to give a true and fair view of the state of affairs of the Company at the year end and of the profit or loss of the Company for the year then ended. In preparing these Financial Statements, the Directors should:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- specify which generally accepted accounting principles have been adopted in their preparation; 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 accounting records which are sufficient to show and explain its transactions and are such as to disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements prepared by the Company comply with the requirements of the Companies (Jersey) Law 1991. They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.



**Timothy Power, Director**  
16 September 2020

**PROFIT AND LOSS ACCOUNT**

FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	Year Ended 31 December 2019 £'000	Year Ended 31 December 2018 £'000
<b>Turnover</b>		-	-
Cost of sales		-	-
<b>Gross profit</b>		-	-
Administrative expenses		(7)	(15)
<b>Operating loss</b>	2	<b>(7)</b>	<b>(15)</b>
Finance income	3	9,548	9,995
Finance costs	4	(9,472)	(9,995)
<b>Profit/(Loss) before taxation</b>		<b>69</b>	<b>(15)</b>
Tax on profit	5	-	-
<b>Profit/(Loss) for the financial year</b>		<b>69</b>	<b>(15)</b>

The accompanying notes on Pages 8 to 11 form an integral part of the Financial Statements.

**ANCALA MIDSTREAM ACQUISITIONS MIDCO 1 LIMITED**

**BALANCE SHEET**

FOR THE YEAR ENDED 31 DECEMBER 2019

	<b>Note</b>	<b>Year Ended 31 December 2019 £'000</b>	<b>Year Ended 31 December 2018 £'000</b>
<b>Non current assets</b>			
Investment	6	<u>10,480</u>	<u>10,480</u>
		<b>10,480</b>	<b>10,480</b>
<b>Current assets</b>			
Debtors	7	<u>100,225</u>	<u>107,691</u>
		<b>100,225</b>	<b>107,691</b>
Creditors: Amounts falling due within one year	8	(6,783)	(9,142)
<b>Net current assets/(liabilities)</b>		<u><b>93,442</b></u>	<u><b>98,549</b></u>
<b>Total assets less current liabilities</b>		<u><b>103,922</b></u>	<u><b>109,029</b></u>
Creditors: Amounts falling due after one year	9	(93,220)	(98,396)
<b>Net assets</b>		<u><u><b>10,702</b></u></u>	<u><u><b>10,633</b></u></u>
<b>Capital and Reserves</b>			
Called-up share capital	10	-	-
Share premium		10,480	10,480
Capital contribution		244	244
Profit and loss account		(22)	(91)
<b>Shareholders' funds</b>		<u><u><b>10,702</b></u></u>	<u><u><b>10,633</b></u></u>

The Financial Statements were approved by the Board of Directors and authorised for issue on 16 September 2020.



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**Timothy Power, Director**

The accompanying notes on Pages 8 to 11 form an integral part of the Financial statements.

**STATEMENT OF CHANGES IN EQUITY**  
FOR THE YEAR ENDED 31 DECEMBER 2019

	Called-Up Share Capital £	Profit and Loss Account £	Total £
<b>As at 31 December 2017</b>	<b>10,480</b>	<b>168</b>	<b>10,648</b>
loss for the financial year	-	(15)	(15)
<b>Total comprehensive income</b>	<b>-</b>	<b>(15)</b>	<b>(15)</b>
<b>As at 31 December 2018</b>	<b>10,480</b>	<b>153</b>	<b>10,633</b>
Profit for the financial year	-	69	69
<b>Total comprehensive income</b>	<b>-</b>	<b>69</b>	<b>69</b>
	<b>10,480</b>	<b>222</b>	<b>10,702</b>

**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEAR ENDED 31 DECEMBER 2019

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**1. Accounting Policies**

**a. General Information and Basis of Accounting**

Financial statements for the company are prepared on a stand alone basis and not consolidated. Consolidated statements are prepared for the group company Ancala Midstream Acquisitions Limited.

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102').

Ancala Midstream Acquisitions Topco Limited is the controlling parent and the directors consider Ancala Partners LLP, a company registered in the United Kingdom, to be the ultimate controlling party.

**b. Going Concern**

The financial statements have been prepared using the going concern basis of accounting.

**c. Investment in subsidiaries**

Investments in subsidiaries are stated at cost less, where appropriate, provisions for impairment.

**d. Equity**

Equity instruments issued by the Group are recorded at the proceeds received, net of direct issue costs.



**NOTES TO THE FINANCIAL STATEMENTS**  
FOR THE YEAR ENDED 31 DECEMBER 2019

**2. Operating Loss**

This is stated after charging:

	Year Ended 31 December 2019 £'000	Year Ended 31 December 2018 £'000
Professional fees	7	15

**3. Finance Income**

	Year ended 31 December 2019 £'000	Year ended 31 December 2018 £'000
Intercompany interest	9,548	9,995
	<u>9,548</u>	<u>9,995</u>

**4. Finance Cost**

	Year Ended 31 December 2019 £'000	Year Ended 31 December 2018 £'000
Loan interest	9,472	9,995
	<u>9,472</u>	<u>9,995</u>

**5. Tax on Loss**

The tax charge/(credit) comprises:

	Year Ended 31 December 2019 £'000	Year Ended 31 December 2018 £'000
<b>Current tax on profit</b>		
UK corporation tax credit on profit	-	-
Adjustments in respect of previous periods	-	-
<b>Total current tax</b>	<u>-</u>	<u>-</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
Effect of changes in tax rates	-	-
<b>Total deferred tax</b>	<u>-</u>	<u>-</u>
<b>Total tax charge/(credit) on year</b>	<u>-</u>	<u>-</u>

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019**

The Company is tax resident in the United Kingdom, and accordingly, under Article 123(1) of the Income Tax (Jersey) Law 1961, the Company will not be regarded as tax resident in Jersey and therefore, will not be liable to Jersey income tax if, and for so long as, it satisfies the conditions set out in Article 123(1).

**6. Investment**

	<b>Year ended 31 December 2019 £'000</b>
<b>Cost or valuation:</b>	
1 January 2019	10,480
Additions during the year	-
<b>As at 31 December 2019</b>	<b>10,480</b>
<b>Impairment:</b>	
1 January 2019	-
Charge for the year	-
<b>As at 31 December 2019</b>	<b>-</b>
<b>Net book value:</b>	
<b>As at 31 December 2019</b>	<b>10,480</b>
<b>As at 31 December 2018</b>	<b>10,480</b>

**7. Debtors**

	<b>Year ended 31 December 2019 £'000</b>	<b>Year ended 31 December 2018 £'000</b>
Loans to subsidiary	99,981	107,447
Capital contribution	244	244
	<b>100,225</b>	<b>107,691</b>

**8. Creditors – Amounts Falling Due Within One year**

	<b>Year ended 31 December 2019 £'000</b>	<b>Year ended 31 December 2018 £'000</b>
Trade creditors	-	15
Accruals	1	-
Amounts owed to subsidiary	21	-
Amounts owed to parent company	6,761	9,127
	<b>6,783</b>	<b>9,142</b>

**ANCALA MIDSTREAM ACQUISITIONS MIDCO 1  
LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019**

**9. Creditors – Amounts Falling Due After One year**

	Year ended 31 December 2019 £'000	Year ended 31 December 2018 £'000
Amounts owed to parent company	93,220	98,396
	<u>93,220</u>	<u>98,396</u>

**10. Issued Share Capital Share Premium and Reserves**

	Year ended 31 December 2019 £'000	Year ended 31 December 2018 £'000
	Ordinary Shares £'000	Ordinary Shares £'000
2 Ordinary shares of £0.01 each	-	-
Share Premium	10,480	10,480
As at 31 December 2019	<u>10,480</u>	<u>10,480</u>

The Company's other reserves are as follows:

The profit and loss reserve represent cumulative profits or losses, net of dividends paid and other adjustments.