Rosyth Royal Dockyard Limited Annual report and financial statements for the year ended 31 March 2022

Registered number: SC101959

COMPANY INFORMATION

Directors S Doherty

DMJones JADonaldson ACoyle WR Watson

Company secretary JMWood

Registered Number SC101959

Registered office Babcock International

RosythBusiness Park

Rosyth Dunfemline

Fife

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Strategic report	3
Directors' report	11
Directors' Responsibility statement	15
Independent Auditor's report	16
Income Statement	21
Statement of comprehensive income	22
Statement of Financial Position	23
Statement of chaSEina tt	

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Rosyth Royal Dockyard Limited

Strategic report for the year ended 31 March 2022

The Directors present their Strategic report on the Company for the year ended 31 March 2022.

Principal activities

The principal activities of the Company are the design, construction and repair of ships, the provision of specialised design and manufacturing services for the energy and defence sectors, carrying out the Submanine Dismanfling Project (SDP), leasing of surplus property to commercial tenants and cargo handling carried out by the commercial port business.

On 1st April 2020, the Company purchased the trade and assets of Babcock Marine (Rosyth) Limited, its immediate parent, for consideration of £118,021,000 being the net book value of the assets, satisfied by the issue of 50 £1 ordinary shares at a premium of £118,020,950 or £2,360,419 per share.

Business review

	2022	Restated
		2021
	£000	£000
Revenue	286,820	244,734
Loss for the financial year	(32,307)	(17,369)

Strategic report for the year ended 31 March 2022 (continued)

Business review(continued)

The Company continues to participate in a wide range of initiatives that are intended to deliver key elements of the MoDs maritime change programme. This programme seeks to deliver improvements in both cost effectiveness and performance across the joint industrial MoD enterprise, whilst ensuing that important

Strategic report for the year ended 31 March 2022 (continued)

Key performance indicators

The Company's activities are managed on a divisional basis. The following financial and non-financial key performance indicators (KPIs) have been identified. These reflect the internal benchmarks that are used to measure the success of the business and strategy.

	2022	2021	
Revenue Growth from continuing	17.2%	603%	Incease intumover for continuing
operations			operations when compared to that in
			the previous year:
			The increase reflects higher levels
			of activity on the T3tE design and
			build programme &Indonesia
Operating Return on Turnover from continuing operations	(277)%		

Strategic report for the year ended 31 March 2022 (continued

S172(1) statement and stakeholder engagement

This statement contains an overview of how the Directors have performed their duty to promote the success of the Company as set out in Section 172(1) of the Companies Act 2006. That section requires a director of the Company to have acted in a way that they consider; in good faith, would most likely promote the success of the Company for the benefit of the shareholders. Indoing this, the director must have regard, amongs to the matters, to

a) the Bely consequences of any decision in the larg term.

Strategic report for the year ended 31 March 2022 (continued)

S172(1) statement and stakeholder engagement (continued)

Suppliers (continued)

Howthe Company engages

Regular open and honest two way communications

Supplier Code of Conduct

Supplier conferences, workshops and funch and learn's essions

Supplier due d'iligence

IndvenertinSecurity supply drain development programme SC21

Regulators

Whytheynattertous

We manage complex assets in a highly regulated sectors: nuclear and defence. We are committed to providing safe and effective operations. We must maintain positive and constructive relationships with regulators to be able to operate, to help shape policy in our markets and to position for future opportunities.

What matters desibitem" sions

Regulations, policies and standards Governance and transparency Trust and ethics Safety and compliance of operations Sustainability Site specific issues

Howthe Company engages

Regular engagement (national, local and official level)

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Directors report for the year ended 31 March 2022 (continued)

Going concern (continued)

from the other group companies these amounts are due to confirming this position. Additionally, the Company is expected to be in a position to obtain finance via intercompany loans to continue to operate for at least twelve months from when the financial statements are authorised for issue and the Company has received a letter of support from Babcock International Group Plc confirming this position. In completing this analysis, the Directors have considered the ability of Babcock International Group Plc to provide such finance.

The Directors are not aware of any material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Financial risk management

The applicable financial risk management policies and exposure to financial risks including price, credit,

Directors report for the year ended 31 March 2022 (continued)

Statement of disclosure of information to auditors

Each director; as at the date of this report, has confirmed that inso fair as they are aware there is no relevant audit information of which the Company's auditors are unaware, and they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of this information

This confirmation is given and should be interpreted in accordance with the provisions of the s418 of the

Directors' Responsibility statement

The Directors are responsible for preparing the Armual Report and the financial statements in accordance with applicable law and regulations.

Company lawrequires 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 'Reduced Disclosure Framework'. Undercompany 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 and then apply them consistently,
- Make judgments and accounting estimates that are reasonable and prudent;
- State whether applicable UKAccounting Standards have been followed, subject to any material
 departures disclosed and explained in the financial statements; and
- Prepare the financial statements on the going concembasis urless 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 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 fiaud and other inegalarities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Rosyth Royal Dockyard Limited

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPNON

Incurreprine financial statements of Rosyth Royal Docksand Limited (the 'company'):

give a true and fair view of the state of the company's affairs as at 31 March 2022 and of its loss for the year then ended

have been properly prepared in accordance with United Kingthom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and have been prepared in accordance with the requirements of the Companies Act 2006

We have audited the financial statements which comprise

the income statement; the statement of compehensive income; the statement of financial position; the statement of changes in equity;

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Independent auditor's report to the members of Rosyth Royal Dockyard Limited

EXTENT TO WHICH THE AUDIT WAS CONSIDERED CAPABLE OF DETECTING IRREGULARITIES, INCLUDING FRAUD (CONTINUED)

Incommon with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of narragement ovenide. In addressing the risk of fiaud through management ovenide of controls, we tested the appropriateness of journal entries and other adjustments, assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual croutside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following

Independent auditor's report to the members of Rosyth Royal Dockyard Limited

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 the min an auditor's report and for moother 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.

Statement of comprehensive income for the year ended 31 March 2022

		2022	Restated 2021
	Note	£000	£000
Loss for the financial year		(32,307)	(17,369)
Other comprehensive income/(expense):			
Items that may be subsequently reclassified to income statement:			
Fairvalue adjustment of interestrate and foreign exchange		3,403	(3,408)
hedges Taximpactof movement in derivatives		(647)	647
liens that will not be subsequently reclassified to income statement:			
Gain/(loss) on remeasurement of net defined benefit obligation	24	38,84 5	(68,067)
Taxonnet defined benefit obligation	10	(5,183)	12,932
Total comprehensive income/(expense) for the year		4111	(75,260)

Statement of financial position as at 31 March 2022 (continued)

The financial statements on pages 21-63 were approved by the board of Directors on 12th September 2023 and signed on its behalf by:

A Coyle Director

Registered number: SC101959

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Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

- 2 Summary of significant accounting policies (continued) Basis of preparation (continued)
 - m) The requirements of IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group
 - r) Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(e) to 135(e) of IAS 36 Impairment of Assets.

The accounting policies set out belowhave, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

The Company intends to continue to prepare its financial statements in accordance with FRS 101.

The Company is exempt under Section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Babcock International Group Pic, a company cia *

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Classification UNCLASSIFIED

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

Going concern

The Company's business activities, together with the factors likely to affect it future development and financial position are set out within the Strategic and Directors report. In addition, within the Directors' Report there are details of the financial risks that the Directors have highlighted as significant to the business.

As the Company is part of a larger group it participates in the group's centralised treasury an argements and so shares banking an argements with it parents and fellow subsidiaries. The Company is in a net current liabilities position of \$402m but is not expected to settle the intercompany amounts due to parent and group

Classification UNCLASSIFED

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

Revenue recognised over time (continued)

rendered, a contract liability is recognised. See section (h) for further details on how contract assets and liabilities are recognised.

Revenue recognised at a point in time

Foortial of the goods arservices is not transferred to the automer over time, then revenue is recognised at the point in time that control is transferred to the automer:

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Classification UNCLASSIFIED

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

Revenue (continued)

(h) Contract assets and liabilities

Contract assets represent amounts for which the Company has a conditional right to consideration in exchange for goods or services that the Company has transferred to the customer: Contract liabilities represent the obligation to transfer goods or services to a customer for which consideration has been received, or consideration is due, from the customer:

Payment terms are set out in the contract and reflect the timing and performance of service delivery. For substantially all contracts the payment terms are broadly in line with satisfaction of performance obligations, and therefore recognition of revenue, such that each contract has either a contract asset or contract liability, however these are not overly material in the context of the contract.

Intangible assets

Intangible assets are stated at cost less accumulated amortisation. The intangible assets are amortised on a straight line basis as follows:

a) Goodwill

Goodwill relating to acquisitions prior to transition date is maintained at its net book value on the date of transition to FRS 101.

Goodwill is reviewed annually for impairment.

b) Intellectual property

The intellectual assets refer to the intellectual property, which are held on the balance sheet at cost. The carrying value of the intellectual property is amortised straight line over a useful life of 10 years.

c) Acquired intangibles

Acquired intangibles are the estimated fair value of customer relationships and brands which are in part Gortractual, represented by the value of the acquired order book, and impart non-contractual, represented by the risk adjusted value of future orders expected to arise from the relationships.

The carrying value of the contracted element is amortised straight line over the remaining period of the orders that are improcess or the future period in which the orders will be fulfic ced

Notes to the financial statements (continued)

Classification UNCLASSIFED

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

Contingent liabilities

A contingent liability is a possible obligation arising from past events whose existence will be confirmed only on the occurrence or non-occurrence of uncertain future events outside the Company's control, or a present obligation that is not recognised because it is not probable that an outflow of economic benefits will occur or

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

2 Summary of significant accounting policies (continued)

Trade and other receivables

Trade and other receivables are stated at their cost less provision for bad debts. A provision for bad debts is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables.

The Company writes off a trade receivable when there is objective evidence that the debtor is in significant

Classification

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

5 Operating loss

Operating loss is stated after draiging

	2022	2021
	£000	£000
Depreciation of property, plant and equipment (Note 12)	5,078	4,899
Right of use depreciation (Note 13)	10	11
Amortisation of intangible assets (Note 11)	76 5	63
Operating lease charges – short termleases (Note 13)	28	16
Operating leases charges - lowvalue leases (Note 13)	96	5 6
Audit fees payable to the Company's auditor	200	108

Fees paid to the company's auditors, Deloitte IIP and its associates (2022), PricevaterhouseCoopers IIP and its associates (2021) are disclosed on a consolidated basis in the financial statements of the ultimate parent undertaking Babcock International Group Ptc.

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

8 Directors' remuneration (continued)

The above amounts include the following invespect of the highest paid Director:

The emoluments of the directors which was paid by the Company	2022	2021
was as follows:	£000	£000
Remmeration (including benefits in kind)	220	264
	220	264

The highest paid Director did not exercise shares under long term incentive plans (2021: did not exercise shares under long term incentive plans).

The highest paid Director's defined benefit accrued pension and accrued lump sum at 31 March 2022 was \$69,975 (2021: \$61,437) and \$nil (2021: \$Nil), respectively.

9 Share based payments

The charge to the income statement is based on the amount charged from Babcock International Group Plc. This charge represents an allocation of the total charge based on the proportion which relates to Rosyth Royal Dodyard Limited. The total charge has been based on the assumptions belowand is based on the binomial model as adjusted, allowing for a closed form numerical integrated solution, which makes it analogous to the Monte Carlo simulations, including performance conditions. The detailed description of the plans below is included within the Remuneration report in the Babcock International Group Plc Annual to a Nil), m. Carlo

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

9 Share based payments (continued)

The expected volatility is based on historical volatility over the last one to three years. The expected life is the average expected period to exercise. The risk free rate of return is the yield on zero coupon government bonds of a term consistent with the assumed option life.

The Group also operates the Babcock Employee Share Planwhich allows employees to contribute up to £150 permorth to the fund, which then purchases shares on the open market on the employees' behalf. The Group provides matching shares, purchased on the open market, of one share for every 10 purchased by the employee. During the year the Group bought 159,494 matching shares (2021: 180,175 matching shares) at a cost of £0.5 million (2021: £0.5 million).

The Group also operates the Babcock Employee Share Plan International which reflects the structure of the UKPlan During the year 4,784 matching shares were purchased on the open market (2021: 5,000 matching shares) and 2,823 matching shares vested (2021: 1,193 matching shares) leaving a balance of 6,973

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

11 Intangible assets

	Intellectual Property	Goodwill	Total
a .	£000	£000	£000
Cost			
At 1 April 2021	11,605	115,65 3	127,25

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

12 Property, plant and equipment

	Freehold property £000	Investmen t property £000	Plant and equipme nt £000	Specialis ed Marine Facilities £000	Assets under constructi on £000	Total £000
Cost						
At 1 April 2021	29,056	1,483	26,222	50,597	32,947	140,305
Additions	-	-	-	-	29,264	29,264
Reclassification	862	-	2,548	-	(3410)	<u>-</u>
At 31 March 2022	29918	1,483	28,770	50,597	58,801	169,569
Accumulated depreciation						
At 1 April 2021	(11,855)	(1,483)	(18)077)	(24,801)	-	(56,216)
Charge for the year	(702)	-	(1,276)	(3100)	-	(5,078)
At 31 March 2022	(12,557)	(1,483)	(19353)	(27,901)	-	(61,294)
Net book value						
At 31 March 2022	17,361	-	9417	22,696	58,801	108,275
At 31 March 2021	17,201	-	8145	25,796	32,947	84,089

Notes to the financial statements (continued)
14 Inventories

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

17 Prioryearrestatements (continued)

31 March 2021 - Statement of financial position (extract)

	31 March 2021 (previously published) \$000	(i) Persions 2000	(ii) Reclas sification of Novated contracts \$000	(ii) Amounts Due from Parent and Group Undertakings Restatement	(iv) Classification of split between HMRL and RRUL	(v) Group intercorp any payaine \$1000	(vi) Tax inpact on movement in derivatives £000	31 March 2021 (restated)
Assets								
Defened Tax	30,262	(1,135)	-	-	-	-	647	29,774
Other							-	
receivables due								
afterone year		-	1,208	127,441	-	-		128,649
Total non							-	
current assets*	237,655	(1,135)	1,208	127,441	-	-		365,816
Trade and other	92,023	-	(2,792)	(127,441)	111,104		-	72,894
receivables	40.000				(44.000)	-		1.001
Cashandcash	12,379	-	-	-	(11,358)		-	1,021
equivalents Total current	104545		(2792)	(127,441)	99746	-		74358
assets*	IU-gas-D	•		(12,4 41)	96, 74 0		-	4,305
Trade and other	(139762)	_	451	-	(167,774)	17.825	_	(289,260)
payables	(100,100,				(10), 114	1,,00		(——,——,
Barkoverdraft	(40,019)	-	-	-	40,019	-	-	-
Total current	(186992)	-	451	-	(127,755)	17,825	-	(296471)
Liabilities						,		
Non current								
<i>liabilities</i>								
Retirement	(153,845)	5,974	-	-	-	-	-	(147,871)
benefit deficits								
Total non						-	-	
current								
liabilities*	(154,024)	5,974	-	-	-			(148,050)
Equity Control								
Capital redemption and								
other reserves	147,169	_	_	_	_	_	647	147.816
Retained	(145,68	-	_	17 662	-	-		1-7,010
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Classification: UNCLASSIFIED Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

18 Provisions for liabilities The company had the following provisions during the year:

	Contract/ wantanty £000	Other	Total £000
At 1 April 2021	132	-	132
Charged to the income statement	-	753	753
Unused amounts reversed to the income statement	(132)	-B	h(13 2) snr
At 31 March 2022	-	75 3	753

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

20 Share capital (continued)

On 1st April 2020, the Company purchased the trade and assets of Babcock Marine (Rosyth) Limited, its immediate parent, for consideration of £118,021,000 being the net book value of the assets, satisfied by the issue of 50 £1 ordinary shares at a premium of £118,020,950 or £2,360,419 per share.

21 Dividends

Dividents declared and paid were nil (2021: nil). There are no plans for a final dividend

22 Guarantees and financial commitments

a) Capital Commitments

At 31 March 2022 the Company had capital commitments of £1,597,000 (2021: £28,030,460) for the purchase of various plant and equipment.

b) Lease Connitnents

At 31 March 2022 the Company had lease commitments of ril for leases not yet commenced (2021: ril).

23 Related party disclosures

The Company has taken advantage of the exemptions within FRS 101 not to disclose transactions and balances with Babcock International Gry sclos° Miteta minimplositQ ° ob Q

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

24 Pension commitments

Pension costs for defined contributions chemes are as follows:

31 Merch 31 Merch 2022 2021

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

24 Pension commitments (continued)

In the last financial year; the Babcock International Group Pension Scheme was closed to future accord for some employees. These members moved from active to active defenred members of the scheme, retaining a final salary link

Rosyth Royal Dockyard Pension scheme

The IAS 19 valuation has been updated at 31 March 2022 by an independent qualified actuary using revised assumptions that are consistent with the requirements of IAS 19 The date of the last full actuarial valuation was 31 March 2020 The major assumptions used for the IAS 19 valuation were:

The Company's cash contribution rates payable to the schemes are expected to be as follows:

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666
47
71.3

The expected total employer contributions to be made by participating employers to the scheme in 2022/23 are \$666m (2021/22 \$67.5m). The future service rate is nil (2021/22 nil). The above level of furning is expected to continue until the next actuarial valuation, with valuations carried out every 3 years. The Company's share of this is allocated based on the percentage of active members of the scheme that it employs.

The changes to the Babcock International Group Pic balance sheet at March 2022 and the changes to the Babcock International Group Pic income statement for the year to March 2022, if the assumptions were sensitised by the Qamoult stake if the 2ensitis he chand £ chanf

Rosyth Royal Dockyard Limited

Notes to the financial statements (continued)

24 Pension commitments (continued)

Analysis of movement in the Group statement of financial position

Araysis of novement in the Goup statement of intaritial position		
-	2022	2021
		Restated
	£000	£000
Fairvalue of plan assets		
At 1 April	877,967	850,784
Interest conassets	18,279	17,367
Actuarial gain on assets*	34,21 4	52,69 4
Employercontributions	75,46 6	26,962
Employee contributions	-	4
Benefits paid	(65,960)	(69,844)
At 31 Mach	939,966	877,967
Present value of benefit obligations		
At 1 April	1,004,525	904,973
Service cost	-	1,946
Incured expenses	1,544	1,48 6
Interest cost	19412	18,930
Employee contributions	-	4
Experience loss	10,967	2,194
Actuarial gain- demographics	(22,630)	(1,366)
Actuarial (gair)/loss - financial	(49,356)	138,499
Berefits paid	(65,960)	(69,814)
Past service costs	-	206
Cutainent	-	7,500
At 31 March	898,505	1,004,525
Net surplus/(deficit) at 31 March	41,461	(126,562)

The deficit