

**Rosyth Royal Dockyard Limited**

**Annual report**

**For the year ended 31 March 2020**

**Company registration number:**

**SC101959**

# **Rosyth Royal Dockyard Limited**

## **Directors and advisors**

### **Current Directors**

I S Urquhart  
D M Jones  
J A Donaldson  
J W Howie  
B R Alexander  
W R Watson

### **Joint company secretaries**

J M Wood  
Babcock Corporate Secretaries Limited

### **Registered office**

Babcock International  
Rosyth Business Park  
Rosyth  
Dunfermline  
Fife  
KY11 2YD

### **Independent auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
141 Bothwell Street  
Glasgow  
G2 7EQ

# Rosyth Royal Dockyard Limited

## Strategic report for the year ended 31 March 2020

The directors present their Strategic report on the Company for the year ended 31 March 2020.

### Principal activities

The principal activities of the Company are the supply of employees and assets primarily to Babcock Marine Rosyth Limited, carrying out the Submarine Dismantling Project (SDP), leasing of surplus property to commercial tenants and cargo handling carried out by the commercial port business.

On 1<sup>st</sup> April 2020, RRDL purchased the trade and assets of BMRL, 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.

On 7<sup>th</sup> April 2020 a contract was novated to RRDL from Devonport Royal Dockyard Limited (DRDL), a sister company, for the Design & Build Contract relating to the Type 31e Programme for the Ministry of Defence (MoD). The contract duration extends through to 2030, at an initial value of £1,430m. The Arrowhead 140 design is based on the existing Danish Iver Huitfeldt class frigates, adapted to the Royal Navy T31e requirements for a modular, scalable, open and agile platform. A key objective for the overall programme is to enhance the export opportunities for this vessel, both in terms of the provision of Engineering support as well as build of the vessels.

### Review of the business

	<b>2020</b>	2019
	<b>£000</b>	£000
Revenue	<b>97,257</b>	102,890
Profit for the financial year	<b>5,123</b>	3,650
Net Liabilities	<b>(37,824)</b>	(77,001)

Over the course of the year, the Company's core business activities continued to perform in line with expectations.

The Company continued to make its employees and assets available primarily to Babcock Marine Rosyth Limited and is also engaged in leasing land and buildings to commercial tenants and is currently undertaking works in the MoD Submarine Dismantling Project. The Company continues to develop its port business with both bulk and specialist project cargoes.

The leasing of surplus buildings and land to commercial tenants continues to meet expectations with high occupancy levels and rental fees in line with current market pricing. The port business continues to attract new customers, and deliveries of aggregate have been in line with plans.

In relation to the Submarine Dismantling Project at Rosyth Dockyard, the removal of low level radioactive waste has been successfully completed on the second submarine in the programme, HMS Resolution. Over 111 tonnes of solid waste was removed and the submarine has now been returned to the main basin for safe and secure afloat storage. HMS Revenge was docked in No. 2 dock in March 2020 and the low level radioactive waste removal activities have commenced. The Concept design for removal of the intermediate level waste (the reactor pressure vessel) is commencing and it is anticipated that by the end of 2020 detailed design work will be started, with a view to commencing intermediate level waste removal in 2023.

## **Rosyth Royal Dockyard Limited**

### **Strategic report for the year ended 31 March 2020** *(continued)*

As 2019/20 ended, the impact of COVID-19 measures came into force. Working closely with customers we continue to implement government guidelines and review operational support priorities.

#### **Principal risks and uncertainties**

The management of the business and the execution of the Company's strategy are subject to a number of risks and uncertainties. These are managed through the operational review process supplemented at Group level by independent challenge and review by the Group Risk Manager and the Audit and Risk Committee.

The key risks and uncertainties affecting the Company are considered to relate to contractual performance, the political and regulatory environment, and exposure to defined benefit pension schemes. The directors manage this risk by meeting on a regular basis to discuss these risks.

Further discussion of these risks and uncertainties, in the context of the Group as a whole and including the expected impact of COVID-19 is provided on pages 80 to 92 of the annual report of Babcock International Group PLC, which does not form part of this report.

#### **Future developments**

The existing orderbook combined with the impact from the purchase of the trade and assets of BMRL, and the novation of the T31 contract, results in positions having been secured across a number of long term programmes. The company plans to continue to support these programmes, and to exploit its engineering and high integrity manufacturing capabilities by continuing to develop adjacent markets in the Nuclear, Oil & Gas and Commercial Marine sectors, and to develop additional business opportunities related to the exploitation of the Rosyth site.

In relation to the MoD T31 programme this will be delivered over the period to 2028. Opportunities for the export of the underlying design, and for further vessel builds at Rosyth are being explored.

Relative to the provision of support to the build of the UK Dreadnought and US Columbia class submarines the company secured a further contract during the year with a value of £47m which positions the company as a key strategic supplier into this programme, and opportunities for further growth are being progressed.

The MoD programme which includes all allocated Warship Upkeep, along with elements of Engineering Services design activities, is operated under a contractual framework set out in the 15 year Terms of Business Agreement ("ToBA") which commenced in April 2010, and has continued to operate successfully. The current operative contract of the ToBA framework, Maritime Support Delivery Framework ("MSDF"), has been modified through an interim agreement by the MoD to include an additional year of operation allowing sufficient time for its replacement, the Future Maritime Support Programme (FMSP), to be put in place. During 2020/21 the Company will continue to focus on developing and implementing efficiency improvements in order to deliver the committed savings in addition to ensuring contractual performance obligations are met or exceeded.

Recognising demonstrated capability in these markets, and the relationships that have been built with existing customers, the Company believes that it is in a strong position to pursue tenders and secure further orders.

The directors consider that the development of the additional business does not present any significant risks to the Company.

**Strategic report for the year ended 31 March 2020 (continued)**

**Financial risk management**

The Company's operations expose it to a variety of financial risks that include the effects of changes in price risk, credit risk, liquidity risk and interest rate risk. The Company has in place a risk management programme that seeks to limit adverse effects on the financial performance of the Company by monitoring levels of debt finance and the related finance costs. All treasury transactions are carried out only with prime rated counter-parties. Financial Risk is managed in accordance with Group policies and procedures which are discussed on pages 65 to 67 and Note 2 of the annual report of Babcock International Group PLC, which does not form part of this report.

Given the size of the Company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors of Babcock International Group PLC are implemented by the Group and Company's finance departments. The department has a policy and procedures manual that sets out specific guidelines to allow it to manage interest rate risk, credit risk and circumstances where it would be appropriate to use financial instruments to manage these.

*Price risk*

The Company is exposed to price risk as a result of its operations. This risk is mitigated by specific functions which assess pricing in respect of both selling and procurement activities. The Company has no exposure to equity securities price risks as it holds no listed equity investments.

*Credit risk*

The Company has implemented policies that require appropriate credit checks on potential customers before sales are made. The Company also monitors existing customer accounts on an on-going basis and takes appropriate action where necessary to minimise any potential credit risk. Cash and bank balances are held with banks that have been assigned satisfactory credit ratings by international credit rating agencies.

*Liquidity risk*

The Company retains access to pooled cash resources to ensure it has sufficient available funds for operations. The Company also has access to longer term funding from its ultimate parent undertaking if required.

*Interest rate cash flow risk*

The Company has both interest-bearing assets and interest-bearing liabilities. The interest-bearing assets earn interest at a fixed rate, with the exception of interest earned on cash balances which accrue interest at a floating rate. Interest-bearing liabilities accrue interest at a floating rate. The Company does not use derivative financial instruments to manage interest rate costs and, as such, no hedge accounting is applied.

## Rosyth Royal Dockyard Limited

### Strategic report for the year ended 31 March 2020 (continued)

#### Key performance indicators

The marine activities of the group 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.

	2020	2019	
Revenue Growth	<b>(5.4)%</b>	(0.8)%	Decrease in revenue when compared to that in the previous year.  <b>The movements reflects reduced revenues from the supply of employee and assets partially offset by an increased level of revenue from SDP.</b>
Operating Return on Revenue	<b>8.3%</b>	6.0%	Operating profit expressed as a percentage of revenue.  <b>The increased return is mainly due to 2020 containing a reduced IAS19 pension cost.</b>
Headcount growth	<b>(4.4%)</b>	(10.0)%	Decrease in the number of employees at the end of the year compared to the start of the year.  <b>The change reflects a reduction in the number of employees engaged by the Company's parent on the QEC aircraft carrier contract.</b>
Occupancy levels for leased properties	<b>85.0%</b>	94.1%	Area leased to external tenants compared with that available for leasing.  <b>Demonstrates continued high occupancy of available space. The reduction is due to loss of tenants related to the completion of the QEC project at the site.</b>
Total injuries per 100,000 hours worked	<b>1.07</b>	1.6	The data is for all reported injuries.  <b>Health and safety is a core value for the Company. The accident rate reflects continuing good performance.</b>
Number of Apprentices	<b>60</b>	69	Number at the end of the year.  <b>Apprentices are primarily engaged by the parent company in support to commercial contracts.</b>

## Rosyth Royal Dockyard Limited

### Strategic report for the year ended 31 March 2020 *(continued)*

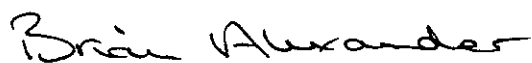
#### Key performance indicators *(continued)*

The growth and performance of Marine, a division of Babcock International Group PLC, which includes the Company, is discussed on pages 68 to 71 of the annual report of Babcock International Group PLC, which does not form part of this report.

#### **S172(1) statement and stakeholder engagement.**

The Directors have acted in a way that they consider, in good faith, to be most likely to promote the long-term success of the Company for the benefit of the Shareholders as a whole while having regard for all stakeholders. Stakeholder engagement is managed in accordance with Group policies and procedures which are discussed on pages 30 and 31 of the annual report of Babcock International group PLC, which does not form part of this report.

On behalf of the board



B R Alexander

Director

18 December 2020

## **Rosyth Royal Dockyard Limited**

### **Directors' report for the year ended 31 March 2020**

The directors present their report and the audited financial statements of the Company for the year ended 31 March 2020.

#### **Dividends**

No dividends were declared or paid during the financial year (2019: £nil).

#### **Future developments**

Information on the future developments of the Company can be found in the Strategic Report.

#### **Directors**

The directors who held office during the year and up to the date of signing the annual report were as follows:

I S Urquhart  
D M Jones  
J A Donaldson  
J W Howie  
B R Alexander  
W R Watson

#### **Employment of disabled persons**

The Company encourages an inclusive workplace culture and our policy is to give full consideration to applications for employment from disabled persons who have the aptitudes and abilities to meet the requirements of the job. An employee who is disabled, or becomes disabled, will continue to be employed where possible under the same terms and conditions and reasonable adjustments would be made. Training and career development applies wherever appropriate to all employees, including disabled persons, to support employees to perform to the best of their ability.

#### **Employee involvement**

The company communicates regularly with its employees via briefings and discussions as well as written communications such as daily bulletins, Toolbox Talks and intranet articles on specific topics. The Marine sector produces a bi-monthly employee magazine, The Source, which includes key employee engagement activities. There are also a number of screens across the site displaying important communications, ensuring that all employees have access to the same information as the office-based teams. This is complemented by an employee portal which can be accessed by all employees as well as a new SMS text messaging service which is used to communicate short messages. The company routinely discusses any issues affecting its employees with representatives from the Trade Unions. Employees can join the Babcock All Employee Share Option Plan (AESOP).

#### **Safety policy**

Health and safety performance across the Rosyth site has shown an improving trend from 2018/19. The Company recognises the promotion of a positive health and safety culture as an important objective. The last financial year saw the Company putting in place a targeted safety improvement plan in line with the other Marine sites. It is company policy to ensure, as far as reasonably practical, the health, safety and welfare of everyone working for the Company. This commitment has



## **Rosyth Royal Dockyard Limited**

### **Directors' report for the year ended 31 March 2020 (continued)**

#### **Safety policy (continued)**

ensured we have maintained our recertification to the OHSAS18001 standard during the 2019/20 financial year.

The strategic focus for the site is to ensure a safe system of work for all those working on site. Employee engagement is recognised as being key in achieving this and has seen the roll out of the Babcock Safety Lens and the continued use of the Company's Visible Leadership Programme. We have also focused on Mental Health as a key initiative with the roll out of Mental Health first aiders throughout the site. The rate of reportable accidents per 100,000 hours of work during the financial year was 0.07 (2019 = 0.14).

#### **Environment**

The Company recognises its responsibility to minimise, so far as reasonably practical, the potential for adverse impacts from its operations on the Environment. The Company has developed and implemented a sustainability policy to ensure that the impact of its activities on the environment is limited.

We aim to achieve the highest standards in environmental management and have successfully maintained our recertification to ISO14001. We continually seek to implement further environmental improvements in all areas.

#### **Statement of directors' responsibilities**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 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.

## Rosyth Royal Dockyard Limited

### Directors' report for the year ended 31 March 2020 *(continued)*

#### Statement of directors' responsibilities *(continued)*

The directors 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.

#### Going concern statement

The Company had net liabilities at 31 March 2020, primarily due to the pension scheme deficit. The directors believe that, having regard to the Company's prospects for future business, and having agreed a recovery plan for the pension scheme deficit with the scheme's trustees, the Company remains a going concern. Further, Babcock Marine (Rosyth) Limited, the Company's immediate parent undertaking, has confirmed its intention to ensure that the Company is able to meet its liabilities as they fall due.

#### Qualifying third party indemnity provisions

Babcock International Group PLC provides protections for directors of companies within the Group against personal financial exposure they may incur in their capacity as such. These include qualifying third party indemnity provisions (as defined by Companies Act 2006) for the benefit of members of Babcock International Group PLC, including, where applicable, in their capacity as a director of the Company and other companies within the Group. These indemnities came into force in 2012 and remain in force.


#### Statement of disclosure of information to auditors

Each director, as at the date of this report, has confirmed that in so far 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

#### Post Balance Sheet Event

On 1<sup>st</sup> April 2020, RRDL purchased the trade and assets of BMRL, 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.

On behalf of the board



B R Alexander

Director

18 December 2020

# Rosyth Royal Dockyard Limited

## Independent auditors' report to the members of Rosyth Royal Dockyard Limited

### Report on the audit of the financial statements

#### Opinion

In our opinion, Rosyth Royal Dockyard Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report, which comprise: the balance sheet as at 31 March 2020; the income statement, the statement of comprehensive income and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

#### Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we

**Independent auditors' report to the members of Rosyth Royal Dockyard Limited**  
*(continued)*

**Reporting on other information** *(continued)*

do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

**Strategic Report and Directors' Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 March 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

**Responsibilities for the financial statements and the audit**

**Responsibilities of the directors for the financial statements**

As explained more fully in the Statement of directors' responsibilities set out on page 8, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

**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.

## Rosyth Royal Dockyard Limited

### Independent auditors' report to the members of Rosyth Royal Dockyard Limited (continued)

#### Auditors' responsibilities for the audit of the financial statements (continued)

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

#### Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### Other required reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Kenneth Wilson (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Glasgow

18 December 2020

## Rosyth Royal Dockyard Limited

### Income statement

for the year ended 31 March 2020

	Note	2020 £000	2019 £000
<b>Revenue</b>	4	<b>97,257</b>	102,890
Cost of sales		<b>(89,109)</b>	(96,745)
<b>Operating profit</b>	6	<b>8,148</b>	6,145
Finance cost	5	<b>(4)</b>	-
Other finance costs - pensions	22	<b>(3,028)</b>	(2,972)
<b>Profit before taxation</b>		<b>5,116</b>	3,173
Income tax credit	10	<b>7</b>	477
<b>Profit for the financial year</b>		<b>5,123</b>	3,650

All of the above results derive from continuing operations.

### Statement of comprehensive Income

for the year ended 31 March 2020

	Note	2020 £000	2019 £000
<b>Profit for the financial year</b>		<b>5,123</b>	3,650
<b>Other comprehensive income/(expense):</b>			
<i>Items that will not be subsequently reclassified to income statement:</i>			
Gain/(loss) on re-measurement of net defined benefit obligation	22	<b>34,054</b>	(21,615)
<b>Total comprehensive income/(expense) for the year</b>		<b>39,177</b>	(17,965)

# Rosyth Royal Dockyard Limited


## Balance sheet

as at 31 March 2020

	Note	2020 £000	2019 £000
<b>Fixed assets</b>			
Tangible assets	11	52,528	55,838
Right-of-use assets	14	72	-
Investments		-	-
		<u>52,600</u>	<u>55,838</u>
<b>Current assets</b>			
Trade and other receivables	12	20,450	20,443
Cash and cash equivalents		608	608
		<u>21,058</u>	<u>21,051</u>
<b>Current liabilities</b>			
Trade and other payables	20	(29,754)	(16,575)
Lease liabilities	15	(14)	-
		<u>(29,768)</u>	<u>(16,575)</u>
<b>Net current (liabilities)/assets</b>		<u>(8,710)</u>	<u>4,476</u>
<b>Total assets less current liabilities</b>		<b>43,890</b>	<b>60,314</b>
Pension liabilities	22	(81,656)	(137,315)
Lease liabilities	15	(58)	-
<b>Net liabilities</b>		<u>(37,824)</u>	<u>(77,001)</u>
<b>Equity</b>			
Called up share capital	16	250	250
Share premium account		32,300	32,300
Accumulated losses		(70,374)	(109,551)
<b>Total shareholders' deficit</b>		<u>(37,824)</u>	<u>(77,001)</u>

The notes on pages 16 to 38 are an integral part of these financial statements.

The financial statements on pages 13 to 38 were approved by the board of directors on 18 December 2020 and signed on its behalf by:



B R Alexander  
Director

Registered number SC101959

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## Rosyth Royal Dockyard Limited

18 December 2020

### Statement of changes in equity for the year ended 31 March 2020

	Called up share capital £000	Share premium account £000	Accumulated losses £000	Total Shareholders' deficit £000
<b>Balance at 1 April 2018</b>	250	32,300	(91,586)	(59,036)
Profit for the year	-	-	3,650	3,650
Other comprehensive expense	-	-	(21,615)	(21,615)
<b>Balance at 31 March 2019</b>	<b>250</b>	<b>32,300</b>	<b>(109,551)</b>	<b>(77,001)</b>
Profit for the year	-	-	<b>5,123</b>	<b>5,123</b>
Other comprehensive income	-	-	<b>34,054</b>	<b>34,054</b>
<b>Balance at 31 March 2020</b>	<b>250</b>	<b>32,300</b>	<b>(70,374)</b>	<b>(37,824)</b>



# Rosyth Royal Dockyard Limited

## Notes to the financial statements

### 1 General information

Rosyth Royal Dockyard Limited is a private company limited by shares which is incorporated and domiciled in England, UK. The address of the registered Office is Babcock International, Rosyth Business Park, Rosyth, Dunfermline, Fife, KY11 2YD.

### 2 Summary of significant accounting policies

The principle accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented

#### Basis of preparation

The financial statements have been prepared in accordance with the Companies Act 2006 as applicable to companies using Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101).

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the revaluation of land and buildings and certain financial assets and liabilities measured at fair value through profit and loss in accordance with the Companies Act 2006. The financial statements are prepared in sterling which is the functional currency of the Company and rounded to the nearest £000.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

The Company is a wholly owned subsidiary of Babcock Marine (Rosyth) Limited and of its ultimate parent, Babcock International Group Plc. It is included in the consolidated financial statements of Babcock International Group Plc which are publicly available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- a) Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share based payments'
- b) IFRS 7, 'Financial instruments: Disclosures'
- c) Paragraphs 91 to 99 of IFRS 13 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)
- d) Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information in respect of:
  - paragraph 79(a) (iv) of IAS 1 Share capital and reserves;

**Notes to the financial statements** *(continued)*

**2 Summary of significant accounting policies** *(continued)*

- paragraph 73(e) of IAS 16 Property, plant and equipment; and
- paragraph 118(e) of IAS 38 Intangible assets (reconciliations between the carrying amount at the beginning and end of the period)
- e) The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers.
- f) The requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases.
- g) The following paragraphs of IAS 1, 'Presentation of financial statements':
  - 10(d), 10(f), 16, 38, 40, 111, and 134-136
- h) IAS 7, 'Statement of cash flows'
- i) Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors'
- j) Paragraph 17 of IAS 24, 'Related party transactions' in respect of key management compensation
- k) The requirements of IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors consider it appropriate to continue to adopt the going concern basis in preparing these financial statements.

**Adoption of new and revised standards**

The Company applied for the first time certain standards and amendments which are effective for annual periods beginning on or after 1 January 2019. The Company has not early adopted any other standard, interpretation or amendment that has been issued if it is not yet effective.

IFRS 16, 'Leases' has been adopted in the year (effective 1 January 2019) and replaces IAS 17 as the definitive accounting standard for the recognition, measurement and disclosure of leases. The Company has adopted the standard from 1 April 2019.

Under the new standard, the Company has now recognised almost all leases, where the Company is a lessee, on the balance sheet as the distinction between finance leases and operating leases has been removed. Both short-term leases and low-value leases are exempt from IFRS 16, and instead their lease payments continue to be recognised as expenses on a straight-line basis. The approach for lessors has remained largely unchanged.

The Company has adopted the simplified transition approach, with the right-of-use assets measured at the amount of the lease liability on the date of transition for all leases. The lease liability was calculated as the present value of the minimum lease payments on the date of transition. Comparative figures have not been restated for the year ended 31 March 2019.

# Rosyth Royal Dockyard Limited

## Summary of significant accounting policies *(continued)*

### Adoption of new and revised standards *(continued)*

The following practical expedients have been adopted on transition:

- Single discount rates have been applied to portfolios of leases with similar characteristics
- IFRS 16 has only been applied to contracts that were previously classified as leases

Right-of-use asset are held at cost less accumulated depreciation and impairment. Any impairments are determined in line with IAS 36, "Impairment of Assets". Depreciation is charged on a straight-line basis over the full length of the lease.

Lease liabilities decrease over time by the net of lease payments made and the interest accrued. Interest is charged to the income statement as the effect of discounting the future lease payments is unwound.

### Revenue

Revenue recognised represents income derived from contracts with customers for the provision of goods and services in the ordinary course of business. Revenue is recognised in line with IFRS 15, Revenue from Contracts with Customers. IFRS 15 requires the identification of performance obligations in contracts, allocation of the contract price to the performance obligations and recognition of revenue as performance obligations are satisfied.

#### (a) Performance obligations

Contracts are assessed to identify each promise to transfer either a distinct good or service or a series of distinct goods or services that are substantially the same and have the same pattern of transfer to the customer. Goods and services are distinct and accounted for as separate performance obligations if the customer can benefit from them either on their own or together with other resources readily available to the customer and they are separately identifiable in the contract.

The integrated output nature of many of the goods and services provided by the Company can result in contracts with one performance obligation.

#### (b) Allocation of contract price to performance obligations

The contract price represents the amount of consideration which the Company expects to receive in exchange for delivering the promised goods or services to the customer. Variable consideration is included in the contract price on the most likely outcome basis but only to the extent that it is highly probable that it will not reverse in the future. Given the bespoke nature of many of the goods and services the Company provides, stand-alone selling prices are generally not available and, in these circumstances, the Company allocates the contract price to performance obligations based on cost plus margin, in accordance with the Group's pricing principles. The Company's contracts typically do not include significant financing components.

#### (c) Revenue and profit recognition

Performance obligations are satisfied, and revenue recognised, as control of goods and services is transferred to the customer. Control can be transferred at a point in time or over time and the

**Notes to the financial statements (continued)**

**2 Summary of significant accounting policies (continued)**

**Revenue (continued)**

Company determines, for each performance obligation, whether it is satisfied over time or at a point in time. Performance obligations are satisfied over time if any of the following criteria are satisfied:

- the customer simultaneously receives and consumes the benefits of the company's performance as it performs; or
- the company's performance does not create an asset with an alternative use to the company and the company has an enforceable right to payment for work done; or
- the company's performance creates or enhances an asset controlled by the customer.

Most of the Company's contracts meet the requirements to satisfy performance obligations and recognise revenue over time either because the customer simultaneously receives and consumes the benefits of the Company's performance as it performs or the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for work done.

Where the Company satisfies performance obligations over time, revenue is recognised using costs incurred as a proportion of total estimated costs to assess stage of completion, but with the stage of completion and revenue assessed in relation to each performance obligation. In some circumstances the Company also uses an output based earned value approach, as an indicator, to validate the cost based input approach and this approach uses suitably qualified and experienced Company personnel to assess the stage of completion of performance obligations.

If a performance obligation is not satisfied over time, then revenue is recognised at the point in time that control is transferred to the customer. Point in time recognition mainly applies to sale of goods. Control typically transfers to the customer when the customer has legal title to the goods and this is usually coincident with delivery of the goods to the customer and right to payment by the Company.

Profit is recognised to the extent that the final outcome on contracts can be reliably assessed. Contract outturn assessments are carried out on a contract-by-contract basis by suitably qualified and experienced Group personnel and the assessments of all significant contracts are subject to review and challenge by local management, sector management and Group management. Assessment of outcomes are in relation to separate performance obligations and include variable consideration, measured using the most likely outcome approach, to the extent that it is highly probable that there will not be a reversal in the amount of cumulative revenue recognised. Any expected loss on a contract is recognised immediately in the income statement.

The Company operates in a partnering environment with some customers and certain contracts include pain/gain share arrangements under which cost under/over spends against the contract target cost are shared with the customer. These contract sharing arrangements are included in the assessment of contract outturns.

The Company presents as an asset the gross amount due from customers for contract work for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceed progress billings. The Company presents as a liability the gross amount due to customers for contract work for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses).

# Rosyth Royal Dockyard Limited

## Notes to the financial statements *(continued)*

### 2 Summary of significant accounting policies *(continued)*

#### Property, plant and equipment

Property, plant and equipment is shown at cost less subsequent depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the items. Depreciation is provided on a straight-line basis to write off the cost of PPE over the estimated useful lives to their estimated residual value (reassessed at each balance sheet date) at the following annual rates:

Freehold and investment property	2% to 8%
Specialised Marine Facilities	5% to 10%
Plant and equipment	6.6% to 33.3%

PPE is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the fixed asset may not be recoverable. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount exceeds the higher of an asset's fair value less cost to sell or value in use.

#### Investments

Fixed asset investments are stated at cost less provision for impairment in value.

#### Trade receivables

Trade receivables are stated at their cost less provision for bad debts. A provision for bad debt is established when there is objective evidence that the collection of the debt is no longer probable.

#### Share based payments

The Group operates equity-settled, share-based compensation plans. The economic cost of awarding shares and share options to employees is recognised as an expense in the income statement equivalent to the fair value of the benefit awarded. The fair value is determined by reference to option pricing models. The charge is recognised in the income statement over the vesting period of the award.

#### Taxation

##### (a) Current income tax

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

##### (b) Deferred income tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax basis of assets and liabilities and their carrying amounts in the consolidated financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred income tax is determined using tax rates (and laws) that have been enacted, or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

## Notes to the financial statements *(continued)*

### 2 Summary of significant accounting policies *(continued)*

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Tax is recognised in the income statement except to the extent that it relates to items recognised directly in either other comprehensive income or in equity.

#### **Pensions costs and other post-retirement benefits**

The Company participates in a defined benefit scheme that shares risks between entities under common control. The defined benefit scheme defines the amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The cost of providing benefits is determined using the projected unit credit actuarial valuation method. The total service cost and associated administration costs of the pension scheme are charged to operating profit in the entities who participate in the scheme. In addition, a retirement benefit interest charge on the net pension deficit is charged to the income statement as a finance cost. Actuarial gains and losses are recognised directly in equity through the statement of comprehensive income.

The fair value of plan assets is measured in accordance with the FRS 101 fair value hierarchy using appropriate valuation techniques.

The extent to which the Company recognises its share of the income statement charge, the assets and liabilities of the scheme, and the actuarial gain or loss is determined by the proportion of active members of the scheme that it employs.

The scheme's liability is the present value of the defined benefit obligation at the end of the reporting date less the fair value of the plan assets at the reporting date.

The Company participates in a defined benefit contribution scheme. Obligations for contributions to the defined benefit pension plan are recognised as an expense in the income statement

#### **Lessee Accounting**

For lessees there is no longer a distinction between finance or operating leases as all leases are now recognised on the balance sheet. When a lease commences, a lease liability is recognised that is equal to the present value of the minimum lease payments. A right-of-use asset is also recognised and is equal in value to the lease liability. This represents the right to use the leased asset for the full lease term.

Short-term leases and low-value leases are exempt from recognition on the balance sheet, and the payments are instead recognised on a straight-line basis in the income statement in the same way as they would have been under IAS 17. A lease is considered short-term if the total lease length is less than 12 months, and low-value if the underlying asset would cost less than £5,000 to buy new.

Right-of-use assets are depreciated over the total lease term. As the discounting is unwound, interest is charged in the income statement and increases the lease liabilities. When lease

## Notes to the financial statements *(continued)*

### 2 Summary of significant accounting policies *(continued)*

#### Lessee Accounting *(continued)*

payments are made, the lease liabilities reduce. Therefore both right-of-use assets and lease liabilities have nil value at the end of the lease.

Lease payments are discounted using the interest rate implicit in the lease or the incremental borrowing rate where the interest rate implicit in the lease is not available.

#### Provisions for liabilities

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and the amount has been reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at an appropriate discount rate.

A provision for restructuring is recognised when the Company has approved a detailed and formal restructuring plan, and the restructuring has either commenced or has been publicly announced. Future operating costs are not provided for.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. A provision for warranties is recognised on completed contracts and disposals when there is a realistic expectation of the Company incurring further costs.

Provisions for losses on contracts are recorded when it becomes probable that total estimated contract costs will exceed total contract revenues. Such provisions are recorded as write downs of work-in-progress for that portion of the work which has already been completed, and as liability provisions for the remainder. Losses are determined on the basis of estimated results on completion of contracts and are updated regularly. A provision is made where the operating leases are deemed to be onerous.

A provision for deferred consideration on acquisitions is recognised when the Company has a realistic expectation of the expense based on the Purchase and Sale Agreement.

A provision for employee benefits is recognised when there is a realistic expectation of the liability.

**Notes to the financial statements** *(continued)***3 Critical accounting estimates and judgements**

In the course of preparation of the financial statements no judgements have been made in applying the Company's accounting policies, other than those involving estimates, that have had a material effect on the amounts recognised in the financial statements. The application of the Company's accounting policies requires the use of estimates and the inherent uncertainty in forward looking estimates may result in a material adjustment to the carrying amount of assets and liabilities in the next financial year.

Critical accounting estimates are subject to continuing evaluation and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable in light of known circumstances. Critical accounting estimates in relation to these financial statements are considered below:

**Revenue and profit recognition**

Revenue and profit recognition on contracts is based on estimates of outturn revenues and costs on a contract-by-contract basis. Both of these estimates can involve significant levels of estimation uncertainty. Estimating contract revenues can involve judgements around whether the Company will meet performance targets, earn incentives and the pricing of any scope changes, variations or claims under the contract. When considering variations to contracts, the Company must make a judgement as to whether the variation should be accounted for as a separate, distinct contract or be considered, and accounted for, as part of the original contract. This judgement will depend on the scope of the variation, its pricing and the contractual terms. Contract outturn assessments are carried out by suitably qualified and experienced personnel and include assessments of variable consideration and contract contingencies arising out of technical, commercial, operational and other risks. When considering variations, claims and contingencies, the Company analyses various factors including the contractual terms, status of negotiations with the customer and historic experience with that customer and similar contracts. The assessment of all significant contracts are subject to review and challenge. As contracts near completion, often less judgement is needed to determine the size of the expected outturn

**Defined benefit pension scheme**

The Company has an obligation to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including: life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors in determining the net pension obligation in the balance sheet. The assumptions reflect historical experience and current trends. See note 22 for the disclosures of the defined benefit pension schemes.



# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 4 Revenue

Revenue is wholly attributable to the principal activities of the Company and arises as follows:

	2020 £000	2020 £000	2020 £000	2020 £000	2020 £000
	Supply of employees and assets	Submarine dismantling	Property leasing	Commercial Port	Total
By area of activity:					
Rendering of services - transferred over time	70,639	-	-	2	70,641
Long term contracts - transferred over time	-	25,698	-	-	25,698
Rental income - transferred at a point in time	-	-	918	-	918
	<b>70,639</b>	<b>25,698</b>	<b>918</b>	<b>2</b>	<b>97,257</b>

	2019 £000	2019 £000	2019 £000	2019 £000	2019 £000
	Supply of employees and assets	Submarine dismantling	Property leasing	Commercial Port	Total
By area of activity:					
Rendering of services – transferred over time	76,023	-	-	469	76,492
Long term contracts – transferred over time	-	25,530	-	-	25,530
Rental income – transferred at a point in time	-	-	868	-	868
	<b>76,023</b>	<b>25,530</b>	<b>868</b>	<b>469</b>	<b>102,890</b>

All the revenue in the year ended 31 March 2020 originated in the United Kingdom.

### 5 Finance costs

	2020 £000	2019 £000
<b>Finance Costs:</b>		
IFRS 16 interest	(4)	-
	<b>(4)</b>	<b>-</b>

# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 6 Operating profit

Operating profit is stated after charging:

	<b>2020</b>	2019
	<b>£000</b>	£000
Depreciation of tangible fixed assets (note 11)	<b>4,355</b>	4,029
Right of use depreciation (Note 14)	<b>10</b>	-
Operating lease charges – land and buildings	-	13

The audit fee in both the current and prior financial year was borne by the immediate parent company. The amount of such audit fee was £40,788 (2019: £40,460). Company's auditors, PricewaterhouseCoopers LLP provided no other services other than the statutory audit.

### 7 Staff costs

The average monthly number of employees (including directors) employed by the Company during the year was as follows:

	<b>2020</b>	2019
	<b>Number</b>	Number
<b>By activity:</b>		
Operations	<b>1,014</b>	1,117
Management and administration	<b>132</b>	131
	<b>1,146</b>	1,248

Their aggregate remuneration comprised:

	<b>2020</b>	2019
	<b>£000</b>	£000
Wages and salaries	<b>50,283</b>	53,729
Social security costs	<b>5,445</b>	6,500
Other pension costs	<b>10,622</b>	12,309
	<b>66,350</b>	72,538

Included in wages and salaries is a credit in relation to share-based payments of (£10,153) (2019: (£8,101) credit), which arise from transactions accounted for as equity settled share-based payment transactions.

Included in other pension costs are £7,423,000 (2019: £9,574,000) in respect of defined benefit schemes and £3,871,000 (2019: £2,735,000) in respect of the defined contribution scheme.

# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 7 Staff costs (continued)

The employment costs above include those of employees providing management services to other group companies, as well as staff seconded to other group companies. These are recharged to those business entities.

### 8 Directors' remuneration

The emoluments of the directors, including pension contributions, paid by any company in respect of services provided to this Company were as follows:

	<b>2020</b>	2019
	<b>£000</b>	£000
The remuneration of the directors which was paid by the Company was as follows:		
Emoluments (including benefits in-kind)	<b>403</b>	353
Defined contribution pension scheme	-	-
	<b>403</b>	353

During the year two (2019: two) directors remunerated by Rosyth Royal Dockyard Limited exercised share options under long term incentive plans and two (2019: two) directors were entitled to receive share options under long term incentive plans.

Retirement benefits are accruing to no (2019: nil) directors under defined benefit pension schemes.

Retirement benefits are accruing to no (2019: nil) directors under defined contribution pension schemes.

Except for two (2019: two) directors, all of the directors of the Company are remunerated by other Babcock Group companies. It is not possible to make an accurate apportionment of these directors' emoluments relating to services provided to the Company and as such no disclosure of emoluments received by these directors has been made in these financial statements. No recharge is made for costs borne by the Company in relation to services performed by the directors in relation to other Babcock Group companies.

The above amounts for remuneration include the following in respect of the highest paid director:

	<b>2020</b>	2019
	<b>£000</b>	£000
Emoluments (excluding pension contributions)	<b>244</b>	201
Company pension contributions (in place of accrued benefit entitlement under the group's defined contribution scheme)	-	-
Defined benefit pension scheme:		
- Accrued pension at the end of the year	<b>61</b>	61
- Accrued lump sum at the end of the year	-	-

The highest paid director exercised shares under long term incentive plans (2019: the highest paid director exercised share options under long term incentive plans).

Notes to the financial statements (continued)

9 Share based payments

The charge to the income statement has been based on the assumptions below and 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 are included within the Remuneration report, which is provided on pages 113 to 115 of the annual report of Babcock International Group Plc which does not form part of this report.

During the year the total charge relating to employee share-based payment plans was a credit of (£10,153) (2019: (£8,101) credit), all of which related to equity-settled share-based payment transactions.

The fair value per option granted and the assumptions used in the calculation are as follows:

DBMP, PSPs and DBP<sup>1</sup>

	Options awarded Number	Share price at grant or modification date Pence	Expected volatility %	Option life Years	Expectations of meeting performance criteria – EPS/ROCE %	Fair value per option – TSR Pence	Fair value per option – EPS/ROCE Pence	Correlation %	Grant or modification date
2019 PSP	1,370,671	472.8	11.0%	6.0	–	70.9	472.8	45%	13/06/19
2019 PSP	3,019,033	472.8	11.0%	4.0	–	70.9	472.8	45%	13/06/19
2019 DBP	313,909	472.8	11.0%	4.0	100%	–	472.8	45%	13/06/19
2019 DBP	93,430	472.8	11.0%	3.0	100%	–	472.8	45%	13/06/19
2018 PSP	860,157	856.0	14.0%	6.0	–	370.9	856.0	56%	13/06/18
2018 PSP	1,699,323	856.0	14.0%	4.0	–	370.9	856.0	56%	13/06/18
2018 DBP	187,433	856.0	14.0%	4.0	100%	–	856.0	56%	13/06/18
2018 DBP	90,777	856.0	14.0%	3.0	100%	–	856.0	56%	13/06/18
2017 PSP	902,424	905.5	15.0%	6.0	–	131.2	905.5	46%	14/06/17
2017 PSP	1,769,338	905.5	15.0%	4.0	–	131.2	905.5	46%	14/06/17
2017 DBP	186,949	905.5	15.0%	4.0	100%	–	905.5	46%	14/06/17
2017 DBP	103,246	905.5	15.0%	3.0	100%	–	905.5	46%	14/06/17

Both the vesting period and the expected life of all DBMP and PSP awards is three years, but for the DBP it is two years, other than for Executive Directors where the vesting period is three years. The holders of all awards receive dividends.

The PSP awards are split evenly between the performance criteria of TSR, EPS and ROCE. There are no performance conditions attached to the DBP.

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 Plan which allows employees to contribute up to £150 per month 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 104,756 matching shares (2019: 92,772 matching shares) at a cost of £0.5 million (2019: £0.6 million).

# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 9 Share based payments (continued)

The Group also operates the Babcock Employee Share Plan International which reflects the structure of the UK Plan. During the year 1,000 matching shares were purchased on the open market (2019: nil matching shares) and 713 matching shares vested (2019: 82 matching shares) leaving a balance of 1205 matching shares (2019: 918 matching shares).

1. DBMP = 2012 Deferred Bonus Matching Plan, PSP = 2009 Performance Share Plan and DBP = 2012 Deferred Bonus Plan.

### 10 Income tax expense

#### Tax expense included in income statement

	2020 £000	2019 £000
<b>Current tax:</b>		
UK Corporation tax on profits for the year	-	-
Adjustment in respect of prior year	-	-
<b>Current tax charge for the year</b>	<b>-</b>	<b>-</b>
<b>Deferred tax:</b>		
Origination and reversal of timing differences	70	(330)
Adjustments in respect of prior years	30	(182)
Impact of change in UK tax rate	(107)	35
<b>Total deferred tax charge (note 13)</b>	<b>(7)</b>	<b>(477)</b>
<b>Tax on profit</b>	<b>(7)</b>	<b>(477)</b>

The tax expense for the year is lower (2019: lower) than the standard rate of corporation tax in the UK for the year ended 31 March 2020 of 19% (2019: 19%). The differences are explained below:

	2020 £000	2019 £000
<b>Profit before taxation</b>	<b>5,116</b>	<b>3,173</b>
Profit multiplied by standard UK corporation tax rate of 19% (2019: 19%)	972	603
Effects of:		
Adjustments in respect of prior years	30	(182)
Expenses not deductible for tax purposes	721	115
Deferred tax not provided	(10,568)	(1,765)
Tax losses brought forward, utilised in year	8,945	717

## Rosyth Royal Dockyard Limited

### Notes to the financial statements (continued)

#### 10 Income tax expense (continued)

Impact of change in UK tax rate	(107)	35
Total tax charge for the year	(7)	(477)

In the UK 2019 Budget it was announced that the UK corporation tax rate would not reduce to 17% but would remain at 19% from April 2020. As a result of this change, UK deferred tax balances have been re-measured at 19% as this is the tax rate that will apply on reversal.

#### 11 Tangible assets

	Freehold property £000	Investment property £000	Specialised Marine Facilities £000	Plant and equipment £000	Total £000
<b>Cost</b>					
At 1 April 2019	28,814	2,023	50,597	14,110	95,544
Additions	-	-	1,045	0	1,045
Disposals	(298)	-	-	(7)	(305)
<b>At 31 March 2020</b>	<b>28,516</b>	<b>2,023</b>	<b>51,642</b>	<b>14,103</b>	<b>96,284</b>
<b>Accumulated depreciation</b>					
At 1 April 2019	(10,221)	(2,023)	(18,601)	(8,861)	(39,706)
Charge for the year	(696)	-	(3,100)	(559)	(4,355)
Disposals	298	-	-	7	305
<b>At 31 March 2020</b>	<b>(10,619)</b>	<b>(2,023)</b>	<b>(21,701)</b>	<b>(9,413)</b>	<b>(43,756)</b>
<b>Net book value</b>					
<b>At 31 March 2020</b>	<b>17,897</b>	<b>-</b>	<b>32,941</b>	<b>4,690</b>	<b>52,528</b>
At 31 March 2019	18,593	-	31,996	5,249	55,838

Investment property comprises a number of buildings (or parts thereof) and areas of land on the Rosyth site. Such property has been accounted for using the cost model. The fair value at year end of properties that can practicably be measured is £2,900,000 (2019: £2,900,000), their net book value under the cost model is nil (2019: £nil). The valuation was carried out by independent, appropriately qualified valuers. The remainder of the investment property comprises temporarily surplus production and office facilities upon which it is not practicable to place a fair value as they are part owner-occupied and/or integrated with key facilities on the Rosyth site.

## Rosyth Royal Dockyard Limited

### Notes to the financial statements (continued)

#### 12 Trade and other receivables

	<b>2020</b>	2019
	<b>£000</b>	£000
<b>Amounts falling due within one year:</b>		
Amounts owed from group undertakings	<b>19,500</b>	19,500
Deferred tax asset (note 13)	<b>950</b>	943
	<hr/> <b>20,450</b>	<hr/> 20,443

Amounts owed by group undertakings are unsecured and repayable on demand.

#### 13 Deferred taxation

The major components of the deferred tax asset and deferred tax liability recorded are as follows:

	<b>Accelerated capital allowances £000</b>
<b>Deferred tax asset</b>	
At 1 April 2019:	<b>943</b>
- Charged to the income statement	<b>7</b>
- Charged to other comprehensive income	<b>-</b>
	<hr/>
At 31 March 2020:	<hr/> <b>950</b>

# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 14 Right of use assets

	Property £'000	Total £'000
<b>Cost</b>		
At 1 April 2019	82	82
Transition to IFRS 16	-	-
Additions	-	-
Modifications	-	-
Terminations	-	-
<b>At 31 March 2020</b>	<b>82</b>	<b>82</b>
<b>Accumulated depreciation</b>		
At 1 April 2019	-	-
Transition to IFRS 16	-	-
Charge for the year	(10)	(10)
Terminations	-	-
At 31 March 2020	(10)	(10)
<b>Net book value</b>		
<b>At 31 March 2020</b>	<b>72</b>	<b>72</b>
At 31 March 2019	82	82

### 15 Lease liabilities

The entity leases Sea bed from the Crown Office under non-cancellable operating lease agreements. The leases have various terms, escalation clauses and renewal rights. Including where relevant:

- variable lease payments
- extension and termination options

Discounted future minimum lease payments are as follows:

	2020 £'000	2019 £'000 On transition
Within one year	14	14
In more than one year, but not more than five years	58	68
After five years		
Carrying value of liability	<b>72</b>	<b>82</b>



## Rosyth Royal Dockyard Limited

### Notes to the financial statements (continued)

#### 15 Lease liabilities (continued)

Lease commitments for short term leases as at 31 March 2020 were £Nil.

The weighted average incremental borrowing rate applied to the lease liabilities at the date of transition was 4.64%

The table below explains the difference between the total operating lease commitments recognised under IAS 17 as at 31 March 2019 and the total lease liability recognised on transition to IFRS 16 as at 1 April 2019.

	<b>Total</b>
	<b>£'000</b>
Operating lease commitments at 31 March 2019	793
Effect of discounting	(37)
Change in assessment of lease term	(674)
<b>IFRS 16 lease liability at 1 April 2019</b>	<b>82</b>

#### 16 Called up share capital

	<b>2020</b>	2019
	<b>£000</b>	£000
<b>Allotted and fully paid</b>		
200,020 ordinary shares of £1 each (2019: 200,020)	<b>200</b>	200
49,998 "A" ordinary shares of £1 each (2019: 49,998)	<b>50</b>	50
	<b>250</b>	250

The Secretary of State for Defence retains a special share in the Company, which empowers him to take control of the Company under certain circumstances, particularly to safeguard national security. The "A" ordinary shares are non-voting, have no dividend rights and have a deferred right to the return of capital.

#### 17 Dividends

No dividends have been declared or paid (2019: Nil). There are no plans for a final dividend.

#### 18 Contingent liabilities

At 31 March 2020 the Company had guaranteed or had joint and several liability for drawn Babcock International Group PLC bank facilities of £307.2 million (2019: £347.1 million) provided to certain Group companies. In addition, the Company at the 31 March 2020 had joint and several liabilities for the drawn bank overdraft facilities of other group companies of £nil (2019: £nil million).

# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 19 Guarantees and financial commitments

#### a) Capital Commitments

At 31 March 2020 the Company had capital commitments of NIL (2019: £4,074,750 for the purchase of plant and equipment and completion of the construction of a new building).

### 20 Trade and other payables

	2020 £000	2019 £000
<b>Amounts falling due within one year:</b>		
Amounts owed to parent and group undertakings	29,754	16,575
Lease liability	14	-
	<hr/> 29,768	<hr/> 16,575

Amounts owed by group undertakings are unsecured and repayable on demand.

#### Amounts falling due after more than one year:

	2020 £'000	2019 £'000
Lease obligations	58	-
	<hr/> 58	<hr/> -

### 21 Related party disclosures

The Company has taken advantage of the exemptions within FRS 101 not to disclose transactions and balances with Babcock International Group Plc and its wholly owned subsidiaries, on the grounds that the Company itself is a wholly owned subsidiary of Babcock International Group Plc, for which the consolidated financial statements are publicly available.

There were no (2019: none) other transactions during the year or balances at the end of the year (2019: none) with related parties.

### 22 Pension commitments

The Company accounts for pension costs in accordance with IAS 19. The Company contributes to a defined contribution scheme in the UK in respect of a number of its employees.

The Company is also a contributing employer to a defined benefit scheme, the "Rosyth Royal Dockyard Pension Scheme" (RRDL). The Company is severally liable, along with the other participating employers, for the assets and liabilities of the scheme. The allocation of the assets and liabilities of the scheme and what has been recognised in these financial statements are detailed in this note.

The nature of the scheme is that the employees contribute to the schemes with the employers paying the balance of the cost required. The contributions required and the assessment of the assets and the liabilities that have accrued to members and any deficit recovery payments required are agreed

## Rosyth Royal Dockyard Limited

### Notes to the financial statements (continued)

#### 22 Pension commitments (continued)

by the participating employer companies with the trustees who are advised by an independent, qualified actuary.

The key risks relate primarily to longevity, the expected inflation rate in the future which impacts on pension increases and indirectly salary increases and the discount rate used to value the liabilities. The schemes have mitigated some of these risks by taking out longevity swaps in respect of pensioners and their spouses, through a common investment committee we have significantly hedged the interest rate and inflation risk through derivative instruments and introduced benefit changes impacting future service benefits which included capping of pensionable salaries, capping pension increases, increased normal retirement age in line with state pension ages and increased the level of member contributions.

The scheme is funded by payments to legally separate trustee-administered funds. The trustees of the scheme are required by law to act in the best interests of the scheme's members. In addition to determining future contribution requirements (with the agreement of the participating employers), the trustees are responsible for setting the schemes' investment strategy (subject to consultation).

The scheme has an independent trustee and member nominated trustees. The scheme is subject to regulation under the funding regime set out in Part III of the Pensions Act 2004.

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

#### Rosyth Royal Dockyard Pension scheme

The IAS 19 valuation has been updated at 31 March 2020 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:

	2020 %	2019 %	2018 %
<b>Major assumptions</b>			
Rate of increase in salaries	1.9	2.3	2.2
Rate of increase in pension payment	2.7	3.3	3.2
Discount rate	2.5	2.4	2.6
Inflation	2.5	3.2	3.1

The expected total employer contributions to be made by participating employers to the scheme in 2020/21 are £24.6m. The future service rate is 51.1%. The above level of funding is expected to continue until the next actuarial valuation, with valuations carried out every 3 years. Included in employer contributions of £24.6m is £12.5m of deficit recovery payments. The Company's share of this is allocated based on the percentage of active members of the scheme that it employs.

## Rosyth Royal Dockyard Limited

### Notes to the financial statements *(continued)*

#### 22 Pension commitments *(continued)*

The mortality assumptions used were:

	<b>2020 Years</b>	<b>2019 Years</b>	<b>2018 Years</b>
Life expectancy from age 65 (male age 65)	<b>19.8</b>	<b>19.7</b>	20.2
Life expectancy from age 65 (male age 45)	<b>20.9</b>	<b>20.7</b>	21.3

The changes to the Babcock International Group Plc balance sheet at March 2020 and the changes to the Babcock International Group Plc income statement for the year to March 2021, if the assumptions were sensitised by the amounts below, would be:

	<b>Defined benefit obligations 2020 £m</b>	<b>Income statement 2021 £m</b>
Initial assumptions	<b>904,973</b>	8,069
Discount rate assumptions increased by 0.5%	<b>830,946</b>	5,884
Discount rate assumptions decreased by 0.5%	<b>979,000</b>	9,504
Inflation rate assumptions increased by 0.5%	<b>969,498</b>	9,896
Inflation rate assumptions decreased by 0.5%	<b>846,512</b>	6,364
Total life expectancy increased by half a year	<b>924,611</b>	8,620
Total life expectancy decreased by half a year	<b>885,335</b>	7,518
Salary increase assumptions increased by 0.5%	<b>908,774</b>	8,208
Salary increase assumptions decreased by 0.5%	<b>901,172</b>	7,930

The weighted average duration of cashflows (years) was 18.

## Rosyth Royal Dockyard Limited

### Notes to the financial statements (continued)

#### 22 Pension commitments (continued)

The fair value of the assets, the present value of the liabilities and the expected rates of return of the scheme at the balance sheet date of 31 March 2020 were:

<b>Fair value of plan assets</b>	<b>2020</b>	2019
	<b>£'000</b>	£'000
Equities	<b>5,798</b>	268,771
Property	<b>80,166</b>	62,218
Absolute return and multi strategy funds	<b>127,291</b>	43,008
Bonds	<b>226,278</b>	157,683
Matching assets	<b>411,250</b>	358,037
Active position on longevity swaps	<b>(57,567)</b>	(57,107)
Total assets	<b>793,216</b>	832,610
Present market value of liabilities - funded	<b>(904,974)</b>	(1,009,503)
<b>Gross pension deficit</b>	<b>(111,758)</b>	(176,893)

All the assets of the scheme are quoted except for the longevity swaps.

The scheme does not invest directly in assets or shares of Babcock International Group Plc.

The longevity swaps have been valued, in 2020, in line with assumptions that are consistent with the requirements of IFRS 13.

<b>Analysis of amount charged to the income statement in Babcock International Group Plc</b>	<b>2020</b>	2019
	<b>£000</b>	£000
Current service cost	<b>5,480</b>	5,949
Past service cost	-	2,016
Incurred expenses	<b>535</b>	549
Total included within operating profit	<b>6,015</b>	8,514
Net interest cost	<b>4,144</b>	3,832
<b>Total charged to the income statement</b>	<b>10,159</b>	12,346

The amounts charged to the income statement in these financial statements, based on the Company's allocation of the total Babcock International Group Plc charge, included £4,004,000 for current service costs (2019: £4,613,000), Nil for past service costs (2019: £1,563,000), £391,000 for incurred expenses (2019: £426,000), and net interest cost of £3,028,000 (2019: £2,972,000).

# Rosyth Royal Dockyard Limited

## Notes to the financial statements (continued)

### 22 Pension commitments (continued)

<b>Analysis of amount included in Babcock International Group Plc statement of comprehensive income ("SOCl")</b>	<b>2020 £000</b>	<b>2019 £000</b>
Actuarial (loss)/gain recognised in the SOCl	<b>65,781</b>	(44,823)
Experience gains	<b>(19,645)</b>	9,327
Other gains (losses)	<b>911</b>	10,951
	<b>47,047</b>	(24,545)

The actuarial gain recognised in the SOCl in these financial statements, based on the Company's allocation of the total Babcock International Group Plc movement, was £34,054,000 (2019: (£21,615,000)).

The equity investments and bonds are valued at bid price.

	<b>2020 £000</b>	<b>2019 £000</b>
<b>Reconciliation of present value of scheme assets in Babcock International Group Plc</b>		
At 1 April	<b>889,538</b>	927,164
Interest on assets	<b>20,202</b>	23,665
Employer contributions	<b>28,428</b>	18,309
Employee contributions	<b>6</b>	17
Benefits paid	<b>(76,511)</b>	(112,894)
Actuarial gain	<b>(10,878)</b>	33,277
At 31 March	<b>850,785</b>	889,538
	<b>2020 £000</b>	<b>2019 £000</b>
<b>Reconciliation of present value of scheme liabilities</b>		
At 1 April	<b>1,009,503</b>	1,019,307
Current Service cost	<b>5,480</b>	5,949
Incurred expenses	<b>535</b>	549
Interest on liabilities	<b>22,975</b>	25,786
Employee contributions	<b>6</b>	17
Actuarial loss/(gain) – demographics	<b>3,673</b>	290
Actuarial loss/(gain) – financial	<b>(69,454)</b>	44,533
Experience loss/(gain)	<b>8,767</b>	23,950
Benefits paid	<b>(76,511)</b>	(112,894)
Past Service cost	<b>-</b>	2,016
At 31 March	<b>904,974</b>	1,009,503

## Rosyth Royal Dockyard Limited

### Notes to the financial statements (continued)

#### 22 Pension commitments (continued)

The deficit recognised in these financial statements, based on the Company's allocation of the total Babcock International Group Plc assets and liabilities for this scheme, was £81,656,000 (2019: £137,315,000).

#### 23 Subsidiary, and associate and Joint Venture undertakings

All related undertakings for the Company are as listed below:

Company Name	Country	Interest	Interest %
Rosyth Royal Dockyard Pension Trustees Limited <sup>1</sup>	United Kingdom	100 Ordinary shares	100.0%

<sup>1</sup> The subsidiary is directly owned and its registered address is c/o Babcock International, Rosyth Business Park, Rosyth, Dunfermline, Fife, KY11 2YD

#### 24 Post balance sheet event

On 1<sup>st</sup> April 2020, BMRL sold its trade and assets to RRDL, its wholly owned subsidiary, for a 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.

#### 25 Ultimate parent undertaking

The Company's immediate parent company is Babcock Marine (Rosyth) Limited, a company registered in Scotland. The Company's ultimate parent undertaking and controlling party is Babcock International Group PLC, a company registered in England and Wales. The only Group in which the results of the Company are consolidated is that headed by Babcock International Group PLC.

Copies of Babcock International Group PLC Financial Statements are available from the following address:

The Company Secretary  
Babcock International Group PLC  
33 Wigmore Street  
London W1U 1QX