

# Gibraltar Mechanical and Electrical Correction Services Limited

31 December 2017



CO-99257-2708168 Gibraltar Mechanical and Electrica Document 461 (27) ANNUAL FILING OF ACCOUNTS YEAR ENDING 31/12/2017

# Gibraltar Mechanical and Electrical Services Limited DIRECTORS, OFFICERS AND OTHER INFORMATION

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# DIRECTORS

Gibraltar Investment (Directors) Limited Michael Caetano Gareth Flower

# SECRETARY

GOC (Secretaries) Limited

# **REGISTERED OFFICE**

206-210 Main Street Gibraltar

# AUDITORS

EY Limited Chartered Accountants Regal House Queensway Gibraltar The directors present their report and audited financial statements of Gibraltar Mechanical and Electrical Services Limited ("the Company") for the year ended 31 December 2017.

# PRINCIPAL ACTIVITIES

The principal activity of the Company is employment and secondment of staff. Members of staff are seconded to AquaGib and HM Government of Gibraltar's ("HMGoG") Garages & Workshop Department. Additionally, a number of employees employed by the Company used to work at the Ministry of Defence ("MOD") power station. Since the decommission of this power station these employees assist in the running of the ex-MOD high voltage distribution network. The Company receives income from AquaGib, the Gibraltar Electricity Authority and HMGoG to cover the costs incurred by the Company.

### **REVIEW OF THE BUSINESS**

The directors consider the state of affairs of the Company to be satisfactory.

# **POST-BALANCE SHEET EVENT**

The directors note that the Company's principal activity is employment and secondment of staff and that its focus is not on profit generation. The Company incurs expenses that are not all fully recoverable hence its operating model is a loss-making one. The directors have assessed that the COVID-19 does not have an impact on the Company. In mid-March 2020, the Company implemented social distancing measures taking account the public health advice. Whilst the Company has remained operational throughout the COVID-19 lockdown, the directors have requested and received confirmation in writing from the ultimate parent entity that it will provide the necessary financial support to the Company to continue to meet its financial commitments for at least twelve months from the date of approval of the financial statements. Accordingly, the financial statements are prepared on a going concern basis.

The second lockdown in January 2021, once again saw the implementation of social distancing measures as case numbers and hospitalisations increased exponentially. Services to the public remained uninterrupted throughout the lockdown periods by utilising both established and new working processes which allowed the Company to continue its electricity production services.

There have been no other events subsequent to the balance sheet date that require adjustment or disclosure in the financial statements.

# **RESULTS, DIVIDENDS AND MOVEMENTS ON RESERVES**

The results for the year are shown on page 8. The retained loss for the year of  $\pounds 246,282$  (2016: loss of  $\pounds 332,673$ ) has been transferred to reserves. The directors do not recommend the payment of a dividend.

### DIRECTORS

The directors of the Company during the year and to the date of signing of these financial statements were:

Gibraltar Investment (Directors) Limited Michael Caetano Gareth Flower

appointed on 19/01/2022

None of the directors had any beneficial interest in the share capital of the Company during the year under review.

# Gibraltar Mechanical and Electrical Services Limited DIRECTORS' REPORT

# AUDITORS

A resolution to appoint EY Limited as auditors will be put to the members at the Annual General Meeting.

On behalf of the Board For and on behalf of **Gibraltar Investment** (Directors) Limited

Director

Date. 0 5 DEC 2023

Company law requires the directors to prepare financial statements for each financial year which 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 year. In preparing those financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- d. 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the requirements of the Gibraltar Companies Act 2014. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.



# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GIBRALTAR MECHANICAL AND ELECTRICAL SERVICES LIMITED

# Report on the Audit of the Financial Statements

# Opinion

We have audited the financial statements of Gibraltar Mechanical and Electrical Services Limited ("the Company"), which comprise the statement of financial position as at 31 December 2017, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2017 and of the Company's loss and cash flows for the year then ended;
- have been properly prepared in accordance with Gibraltar Financial Reporting Standards; and
- have been properly prepared in accordance with the Companies Act 2014

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 257 of the Companies Act 2014 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.

# **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

# **Other Information**

The directors are responsible for the other information. The other information comprises the Directors' report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion 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, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GIBRALTAR MECHANICAL AND ELECTRICAL SERVICES LIMITED (continued)

# **Responsibilities of the Directors for the Financial Statements**

The directors are responsible for the preparation and true and fair presentation of the financial statements in accordance with applicable law in Gibraltar and Gibraltar Financial Reporting Standards and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

# Auditor's 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 auditor's 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 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.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GIBRALTAR MECHANICAL AND ELECTRICAL SERVICES LIMITED (continued)

# **Report on Other Legal and Regulatory Requirements**

# Opinions on other matter prescribed by the Companies Act 2014

In our opinion, the Directors' Report has been properly prepared in accordance with the Companies Act 2014 and the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

# Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2014 requires us to report to you if, in our opinion:

- we have identified material misstatements in the Directors' Report.
- we have not received all the information and explanations we require for our audit.

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Johann Olivera Statutory auditor for and on behalf of

**EY LIMITED** Registered auditors

Chartered Accountants Regal House Queensway Gibraltar

# Gibraltar Mechanical and Electrical Services Limited STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 December 2017

	Notes	2017 £	2016 £
TURNOVER	3	37,755,815	32,556,537
Direct costs	4	(36,351,400)	(29,221,612)
GROSS PROFIT		1,404,415	3,334,925
Administrative expenses	5	(1,650,142)	(3,666,673)
OPERATING LOSS		(245,727)	(331,748)
Interest payable and similar charges		(555)	(925)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(246,282)	(332,673)
Taxation	2	-	-
LOSS FOR THE FINANCIAL YEAR		(246,282)	(332,673)
TOTAL COMPREHENSIVE LOSS FOR THE FINANCIAL YEAR		(246,282)	(332,673)

The Company has had no discontinued activities in the year. Accordingly, the above results for the Company relates solely to continuing activities. These results are stated on a historical cost basis.

There is no other comprehensive income recognised during the year.

# Gibraltar Mechanical and Electrical Services Limited STATEMENT OF CHANGES IN EQUITY for the year ended 31 December 2017

	Share capital £	Profit and loss account £	Total £
At 1 January 2016	1,500,000	(1,019,776)	480,224
Loss for the year	-	(332,673)	(332,673)
At 31 December 2016	1,500,000	(1,352,449)	147,551
Loss for the year	-	(246,282)	(246,282)
At 31 December 2017	1,500,000	(1,598,731)	(98,731)

# Gibraltar Mechanical and Electrical Services Limited STATEMENT OF FINANCIAL POSITION as at 31 December 2017

2017 2016 Notes £ £ FIXED ASSETS 7 529,639 678,645 Tangible assets **CURRENT ASSETS** Debtors 8 7,715,698 9,093,605 CREDITORS: amounts falling due and payable within one year 9 (8,344,068) (9,624,699) (531,094) **NET CURRENT LIABILITIES** (628,370) NET (LIABILITIES) / ASSETS (98,731) 147,551 EQUITY CAPITAL AND RESERVES Called-up share capital 10 1,500,000 1,500,000 Profit and loss account (1,598,731) (1,352,449)147,551 (98,731) SHAREHOLDER'S (DEFICIT) / FUNDS

Approved by the board on .0 5 DEC 2023

For and on behalf of Gibraltar (Investment) Directors Limited Director

GIBBALTAR MECHANICAL AND ELECTRICAL SERVICES LTD. Michael Caetano Director 5 DEC 2023 DIRECTOR

# Gibraltar Mechanical and Electrical Services Limited STATEMENT OF CASH FLOWS

for the year ended 31 December 2017

	Notes	2017 £	2016 £
CASH FLOW FROM OPERATING ACTIVITIES			
Loss on ordinary activities before taxation		(246,282)	(332,673)
Adjustment for: Depreciation of tangible assets	7	149,006	149,006
Depreciation of tangible assets Decrease in debtors	/	-	,
		1,377,907	
Decrease in creditors		(1,280,076)	(12,922,523)
NET CASH INFLOW FROM OPERATING ACTIVITIES		555	925
CASH FLOW FROM FINANCING ACTIVITIES			
Interest payable and similar charges		(555)	(925)
NET CASH OUTFLOW FROM FINANCING ACTIVITIES		(555)	(925)
NET INCREASE IN CASH		-	-
As at 1 January		-	-
As at 31 December			

PRINCIPAL ACCOUNTING POLICIES

for the year ended 31 December 2017

# **COMPANY INFORMATION**

Gibraltar Mechanical and Electrical Services Limited (the "Company") was incorporated as a limited liability company on 3 August 2007. The registered office is as stated on page 1 and the principal activities are as stated on page 2.

# **BASIS OF ACCOUNTING**

These financial statements have been prepared in accordance with Gibraltar Financial Reporting Standards (GFRS) 102, being applicable Gibraltar Accounting Standards (Gibraltar Generally Accepted Accounting Practice).

The financial statements are prepared in Pounds Sterling  $(\pounds)$  which is the functional currency of the Company and rounded to the nearest Pounds Sterling.

The financial statements have been prepared under the historical cost convention. A summary of the more important accounting policies, which have been applied consistently throughout the year, are set out below.

# **GOING CONCERN**

The directors note that the Company's principal activity is employment and secondment of staff and that its focus is not on profit generation. The Company incurs expenses that are not all fully recoverable hence its operating model is a loss-making one. The directors have assessed that the COVID-19 does not have an impact on the Company. In mid-March 2020, the Company implemented social distancing measures taking account the public health advice. Whilst the Company has remained operational throughout the COVID-19 lockdown, the directors have requested and received confirmation in writing from the ultimate parent entity that it will provide the necessary financial support to the Company to continue to meet its financial commitments for at least twelve months from the date of approval of the financial statements. Accordingly, the financial statements are prepared on a going concern basis.

The second lockdown in January 2021, once again saw the implementation of social distancing measures as case numbers and hospitalisations increased exponentially. Services to the public remained uninterrupted throughout the lockdown periods by utilising both established and new working processes which allowed the Company to continue its electricity production services.

# TURNOVER

Turnover represents the value of the services it provides for the production of electricity, together with the amounts reimbursed in relation to employees seconded to HMGoG and Aquagib Limited.

# **DEBTORS AND CREDITORS**

Debtors and creditors with no stated interest rate and receivable or payable within one year are measured at the transaction price. Any losses arising from impairment are recognised in the profit and loss.

# TANGIBLE ASSETS AND DEPRECIATION

The Company's tangible assets pertain to its purchased generators which are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is provided on all tangible assets, at rates calculated to write off the cost, less estimated residual value, of each asset on a systematic basis over its expected useful life of 10 years.

# Gibraltar Mechanical and Electrical Services Limited PRINCIPAL ACCOUNTING POLICIES for the year ended 31 December 2017

# TAXATION

Current taxation

Current taxation is provided for on the basis of tax rates and tax laws that have been enacted or substantially enacted at the year-end date.

# PENSIONS

Contributions to defined contribution schemes are recognised in the profit and loss account in the period in which they become payable.

1.	OPERATING LOSS	2017 £	2016 £
	Operating loss is stated after charging:		
	Depreciation Audit fees Accounting fees Tax fees	149,006 7,500 750 500	149,006 7,500 750 500
2.	TAXATION		
		2017 £	2016 £
	<i>Current tax:</i> Gibraltar corporation tax at 10% (2016: 10%)	-	-
	<i>Deferred tax:</i> Origination and reversal of timing differences	-	-
	Tax on profit on ordinary activities		
	<i>Factors affecting the total tax charge:</i> The tax assessed for the period is lower than (2016: lower than) the standard rate of corporation tax in Gibraltar of 10%.		
	Loss on ordinary activities before taxation	(246,282)	(332,673)
	Loss on ordinary activities multiplied by the standard rate in Gibraltar of 10%	(24,628)	(33,267)
	<i>Effects of:</i> Expenses not deductible for tax Difference between depreciation and capital allowance Tax losses not utilised in current period	- 1 24,627	35 - 33,232
	Total tax expense	-	
3.	TURNOVER	2017	2016
	Electricity production income Reimbursement of salaries related to seconded employees to HMGoG Reimbursement of salaries of seconded employees to AquaGib	£ 36,680,965 656,836	£ 31,442,851 732,308
	Limited	418,014	381,378
		37,755,815	32,556,537

# 4. DIRECT COSTS

5.

	2017	2016
	£	£
Fuel and oil	17,721,294	11,917,739
Hire of equipment	10,290,215	8,331,578
Production costs	6,480,512	7,044,383
Salaries and wages	1,704,373	1,772,906
Depreciation expense	149,006	149,006
Administration fee expense	6,000	6,000
	36,351,400	29,221,612
ADMINISTRATIVE EXPENSES		
	2017	2016
	f	f

	£	£
Salaries and wages	1,125,957	1,257,005
Repairs	183,379	170,972
Security and safety equipment	96,138	106,178
Customs duty	74,380	1,232
Insurance	56,149	57,097
Legal and professional fees	34,267	238,155
Office expenses	33,239	37,991
Service contracts	31,600	36,293
Audit fees	7,500	7,500
Utilities expense	4,325	10,457
Settlement fees*	-	1,741,302
Travel and training	-	1,602
Miscellaneous expenses	3,208	889
	1,650,142	3,666,673

\* Administrative expenses include exceptional costs relating to an isolated and non-recurring event. In the previous year, the Company incurred £1,741,302 of settlement fees as a result of the signed Deed of Settlement for the termination of the contract with one of its third-party suppliers.

# 6. STAFF COST

	2017	2016
	No.	No.
The average number of persons employed by the Company during the		
year was:		
Electricity production	34	33
Seconded employees to HMGoG	13	15
Seconded employees to Aquagib Limited	4	4
	51	52

6.	STAFF COST (continued)		
		2017	2016
		£	£
	Staff costs for above persons:		
	Wages and salaries	2,306,237	2,550,954
	Social security costs	135,862	163,551
	Pension costs	388,231	315,406
		2,830,330	3,029,911

The pension cost charge represents contributions payable by the Company. There are no contributions payable at the year-end and the comparative year.

# 7. TANGIBLE ASSETS

8.

		Generators £
Cost		
At 1 January 2017 Additions		1,490,064 -
At 31 December 2017		1,490,064
Depreciation		
At 1 January 2017		811,419
Charge for the year		149,006
At 31 December 2017		960,425
Net book value		
At 31 December 2017		529,639
At 31 December 2016		678,645
DEBTORS		
	2017	2016
	£	£
Trade debtors	7,358,426	8,726,552
Amounts due from related parties	355,272	365,053
Corporate tax debtor	2,000	2,000
	7,715,698	9,093,605

Amounts due from related parties are unsecured, interest free and due and repayable on demand.

CREDITORS: amounts falling due and payable within one year		
	2017	2016
	£	£
Trade creditors	41,058	6,877
Amounts due to related parties	5,616,117	8,087,457
Accruals	2,686,893	1,530,365
	8,344,068	9,624,699

Amounts due to related parties are unsecured, interest free and due and repayable on demand.

# 10. SHARE CAPITAL

9.

	2017 £	2016 £
Authorised: 1,500,000 ordinary shares of £1 each	1,500,000	1,500,000
Allotted, called-up and fully paid: 1,500,000 ordinary shares of £1 each	1,500,000	1,500,000

# 11. RELATED PARTY TRANSACTIONS AND BALANCES

	2017	7	20	16
	Income/	Debtor/	Income/	Debtor/
	(Expense)	(Creditor)	(Expense)	(Creditor)
	£	£	£	£
Entities with control, joint control				
or significant influence over the				
entity				
HMGoG				
Reimbursements	656,836	-	732,308	-
Advances	-	(737,473)	-	(3,208,813)
Deposits	-	2,851	-	12,632
Gibraltar Investment (Holdings) l	Limited			
Loans	-	(4,878,644)	-	(4,878,644)
Entity under common ownership				
ES Limited				
Due from ES Limited	-	352,421	-	352,421
Entity under common control				
Gibraltar Electricity Authority				
Electricity production income	32,653,512	-	27,155,974	-
Trade debtors	-	6,112,035	-	4,899,680
Other related party				
Aquagib Limited				
Reimbursements	418,014	-	381,378	-
				-

# 11. RELATED PARTY TRANSACTIONS AND BALANCES (continued)

*Key management personnel* The directors do not receive emoluments from the Company for their services as directors.

# 12. IMMEDIATE AND ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate and ultimate parent undertaking is Gibraltar Investment (Holdings) Limited, a company registered in Gibraltar. The ultimate controlling party is HM Government of Gibraltar.

# 13. FINANCIAL INSTRUMENTS AND RELATED RISK MANAGEMENT

	2017 £	2016 £
Financial assets that are debt instruments measured at amortised		
cost		
Trade debtors	7,358,426	8,726,552
Amounts due from related parties	355,272	365,053
	7,713,698	9,091,605
Financial liabilities that are debt instruments measured at amortised cost		
Trade creditors	41,058	6,877
Amounts due to related parties	5,616,117	8,087,457
Accruals	2,686,893	1,530,365
	8,344,068	9,624,699

Included in the statement of comprehensive income are the following amounts per category of financial instruments:

	2017	2016
Financial liabilities that are debt instruments measured at	t	t
amortised cost	555	925

# 14. EVENTS AFTER THE END OF THE REPORTING PERIOD

The directors note that the Company's principal activity is employment and secondment of staff and that its focus is not on profit generation. The Company incurs expenses that are not all fully recoverable hence its operating model is a loss-making one. The directors have assessed that the COVID-19 does not have an impact on the Company. In mid-March 2020, the Company implemented social distancing measures taking account the public health advice. Whilst the Company has remained operational throughout the COVID-19 lockdown, the directors have requested and received confirmation in writing from the ultimate parent entity that it will provide the necessary financial support to the Company to continue to meet its financial commitments for at least twelve months from the date of approval of the financial statements. Accordingly, the financial statements are prepared on a going concern basis.

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