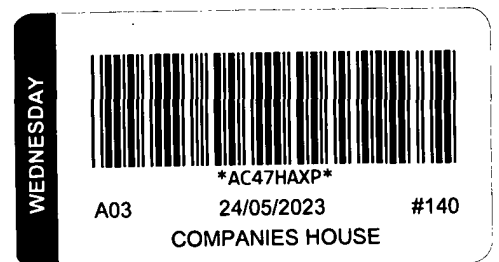




Borealis UK Ltd
Registered No. 1387553

Borealis UK Ltd

Report and Financial Statements
31 December 2022





Borealis UK Ltd
Registered No. 1387553

Corporate Information

Directors

R A Nixon
J M Webster

Secretary

A G Secretarial Limited

Independent Auditors

Rödl & Partner Limited
170 Edmund Street
Birmingham
B3 2HB

Registered Office

One St Peter's Square
Manchester
M2 3DE



Borealis UK Ltd
Registered No. 1387553

Strategic Report

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

Business Review

Borealis UK Ltd (the "Company") is a wholly owned subsidiary of Borealis AG, a company incorporated in Austria. The ultimate parent is OMV Aktiengesellschaft, a company incorporated in Austria and listed on Vienna Stock Exchange.

Principal Activities

Borealis is one of the world's leading providers of polyolefin solutions and base chemicals.

The Company is the distributor of the products of its immediate parent company, Borealis AG. The Company purchases products from the parent company and then resells in its own name and for its own account to the customers in the UK. The Company also provides intra-group services to Borealis AG in exchange for cost-plus remuneration for these services.

The Company's customers are from industries such as Consumer Products, Energy, Health Care, Infrastructure and Mobility.

Results & Performance

The Company's performance during the year reflects the economic conditions in the UK which were in line with the global economy and geo-politics. The challenging market conditions led to decline in volumes, however, that was mitigated by increase in commodity prices.

As per the results of the Company for the year as set out on page 15, revenue for the financial year amounted to £221,529,357 (2021: £216,650,336). The increase in revenue is due to the fact that the current year represents 12 months of distributorship activities compared to 11 months activity in 2021. On 01 February 2021, the Company became UK distributor of the products of Borealis AG, which was in response to the United Kingdom's exit from the European Union.

The profit for the financial year amounted to £1,272,167 (2021 – profit of £1,022,980). The Directors consider the states of affairs of the Company to be satisfactory and that the level of activity is forecasted to be maintained for the upcoming financial year.

The Company's key financial performance indicators during the year were as follows:

	2022	2021	Change
	£	£	%
Revenue	221,529,357	216,650,336	2
Operating profit	2,494,054	1,136,385	119
Profit for the financial year	1,272,167	1,022,980	24
Total equity / Net assets	2,434,322	1,162,155	109

The Company aims to continue development of its products and services in order to achieve sustainable gains in market share. The Directors consider that for the upcoming year, the Company is well positioned to remain profitable across full range of its activities.



Borealis UK Ltd
Registered No. 1387553

Strategic Report - continued

Section 172(1) Statement

The Company is the wholly owned subsidiary of Borealis AG and as such shares all the principles and values of Borealis Group.

The Directors must act in accordance with a set of general duties as detailed in section 172 of the Companies Act 2006 which is summarised as follows;

'A director must act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole and in doing so have regard (amongst other matters) to;

- a. the likely consequences of any decision in the long term,
- b. the interests of the company's employees,
- c. the need to foster the company's business relationships with suppliers, customers and others,
- d. the impact of the company's operations on the community and the environment,
- e. the desirability of the company maintaining a reputation for high standards of business conduct, and
- f. the need to act fairly as between members of the company.'

As outlined in the 'Principal risks and uncertainties' section of the Strategic Report, the Directors of the Company have put in place various risk management measures to protect the Company and those stakeholders who depend on it. The Directors engage with its various stakeholders in order to fulfil their duties as below;

- **Third party customers and suppliers** – Distribution of Borealis AG products to the customers in the UK is a key focus of the Company. The Company recognises that for a robust performance in the market, specialist knowledge and very good customer relationship management is required to meet goals.
Great care is taken throughout the business to ensure that all customers and their needs are understood and satisfied. Interactions take place regularly through account visits, telephone calls and mail exchanges. The Company benefits from the Supplier & Customer workshops/training run regularly by the wider Borealis business, as a means of updating and sharing knowledge of products and technologies which may help their business. The wider Borealis business is structured into teams which match knowledge to the operations and markets that the Company participates in.
The Company adopts industry standard terms and conditions, including payment terms, to increase transparency and fairness when dealing with its customers and suppliers and maintaining lasting trade relationships.
Technology and market information are critical in enabling effective decision making and execution in markets. The Company benefits from Borealis Group's investments in appropriate processes, systems and information to ensure they are fit for purpose.
- **Intercompany customers** - The Company provides intra-group services to other Borealis Group entities and aims to achieve robust quality of service. This is achieved through regular video conferencing with colleagues at the head office in Vienna and other regional offices, to understand their requirements and align the Company's goals with that of the wider Group. To do this requires the right staff, technology and information and due to this requirement, the Company continues to support and develop staff expertise.
- **Employees** - The Company is committed to support and develop its employees and applies the practices outlined in the 'Stakeholder Engagement' section of the Borealis Group 2022 Annual Report page 45 (www.borealisgroup.com).



Borealis UK Ltd
Registered No. 1387553

Strategic Report - continued

Section 172(1) Statement - continued

- **Community and environment** – The Company follows the wider Borealis Group policies on Sustainability and HSSE (Health, Safety, Security and Environment) which can be found in the Borealis Group 2022 Annual Report page 103. Health and safety is one of the key focus areas in the Borealis Sustainability Strategy and the number one priority for the Group. Borealis lives by the slogan “If we can’t do it safely, we don’t do it at all!” Everyone at Borealis is expected to stop working, or not to start working in the first place, if the situation is unsafe. The Group has set itself a “Goal Zero” ambition that nobody should get hurt when working at Borealis and the aim is to have zero process safety incidents.
- **Business conduct standards** – Business values across the Borealis Group are maintained and reviewed regularly to ensure appropriateness and adaptability. Our values support the vision of making Borealis the preferred supplier of its products in the UK. We aim to achieve this vision whilst not compromising our core values.
- **The need to act fairly as between members of the Company** – Details are provided in the ‘Employees’ section of the Directors Report below.

Further details on the ‘Stakeholder Engagement’ are provided in the Borealis Group 2022 Annual Report page 45 (www.borealisgroup.com).

Principal decisions

We define principal decisions taken by the Board as those decisions in the financial year that are of a strategic nature and/or that are significant to any of our key stakeholder groups identified above. In considering the level of information disclosed on the principal decisions made, account is taken of the size and complexity of the business. We describe how stakeholders were considered during the decision-making process by summarising the relevant discussions. The relevance of each stakeholder group’s interests may differ depending on the nature of decisions being considered. Board decisions will not necessarily result in a positive outcome for all our stakeholders, but by considering our purpose, values and business objectives, and having due regard for stakeholder relationships, the Board aims to ensure that its decisions promote the long-term success of the Company.

For the decision making process, the Directors consult with the Borealis Group and follow their guidelines. The Company’s operations are also affected by the decisions made at Borealis AG.

Our business activities are subdivided into business segments and product lines. Senior Management of Borealis Group are involved in reviewing the performance of these segments and product lines, and evaluation of new opportunities. The Directors therefore meet regularly with the Senior Management of Borealis AG to evaluate performance and opportunities.

No key strategic decisions were made affecting the operations of the business of its key stakeholders during the period under review.



Borealis UK Ltd
Registered No. 1387553

Strategic Report - continued

Principal risks and uncertainties

The Company's business is exposed to financial risks, details of which can be found in the Directors' Report. External risks, such as economic conditions, business continuity, market competition, foreign exchange, credit risk, inventory risk, risks associated with investments and innovative enterprise, and environmental risks are of importance. However, the Directors do not see these as principal risks or uncertainties for the Company, as these risks are integrated with the principal risks of the Borealis Group, and thus, are managed and borne at Group level by Borealis AG.

For the next couple of years, the geopolitical and economic environment may become more challenging. Significant challenges faced by the business are as follows;

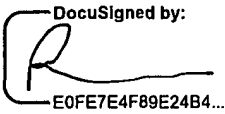
- (i) the global recession caused by the war in Ukraine,
- (ii) rising inflation and energy costs,
- (iii) lingering effects of the pandemic,
- (iv) climate change related legislation and the Group's green initiatives to reduce pollution.

However, Borealis Group benefits from its strong balance sheet, and thanks to its investments in innovative technologies, it will continue to accelerate the transformation to greener products, with strong focus on innovative technologies to help move to a more sustainable circular economy for its products. The Group also leverages customer partnerships to help navigate through these challenging times. The Group continued to provide support to its staff in relation to general and mental wellbeing.

For a detailed analysis of Group's business and future prospect, refer to "our Business" section on page 28 of Borealis Group 2022 Annual Report. As Innovation is fundamental to Group's success, the statement on innovation is provided on Page 90 of Borealis Group 2022 Annual Report.

The Directors consider the effect of changes in legislation in the UK as a principal risk as legislative risks have increased since Brexit. The UK's exit from the European Union resulted in some additional legislation being incorporated into UK law. This includes introduction of Plastic Packaging Tax that came into force on 01 April 2022. Following similar principles as EU REACH, UK REACH is coming into effect and is being carefully reviewed by the business. New legislation along with the Group's own high ethical, business and innovation standards may have a significant impact on profitability. Therefore, the Company remains vigilant and ensures it remains well prepared to address these risks.

On behalf of the Board

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Robert A Nixon
Director
Date: 26 April 2023



Borealis UK Ltd
Registered No. 1387553

Directors' Report

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

The strategic report on page 3 details the principal activity of the Company.

Directors of the Company

The directors of the company who were in office during the year and up to the date of signing the financial statements are shown on page 2.

Dividends

The Company has not declared a dividend during the year (2021: nil).

Future developments

No significant changes in the Company's operations are envisaged in future periods.

Events after the end of the reporting period

There were no subsequent events to be disclosed after the reporting period.

Financial instruments

The Company finances its short-term working capital requirements with borrowings from Borealis Group. A system of cash pooling is in place on the Company's external bank account with JP Morgan Bank, this means that all the cash is collected by Borealis Financial Services NV in Belgium and that legal entity within the Borealis Group has in turn intercompany cash accounts with the other subsidiaries of the Borealis Group, including Borealis UK Ltd. If required, overdrafts on the intercompany cash accounts are used to satisfy short-term cash flow requirements. Other financial assets and liabilities, such as trade debtors and trade creditors, arise directly from the Company's operating activities.

The Company does not enter into derivative transactions.

Management of financial risk

The Company is exposed to different financial risks arising from its business activities. The main risk factors applicable to the Company are market risk (including product price risk) and credit risk. These risks are mitigated by Borealis AG, and further details of these risks are included within Borealis Group 2022 Annual Report (Page 177: 'Risk Management').

The Group process of risk management is addressed through a framework of policies, procedures and internal controls. The risk management procedures are also reviewed by the internal audit.

Operational and market risk management

During 2022, the Company's sales were subject to price volatility mainly caused by global supply and demand imbalance in the wake of COVID-19 and the war in Ukraine. The volatility may further increase in 2023 as the geo-political and economic uncertainties continue.

The impact of price volatility is mainly absorbed by the parent company, as the Company maintains minimum levels of inventories.



Borealis UK Ltd
Registered No. 1387553

Directors' Report – continued

Management of financial risk - continued

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

This risk is mitigated by Borealis AG, as a comprehensive credit control mechanism is in place at Borealis Group. Credit risk is monitored on an ongoing basis. Credit risk for a specific counterparty is the sum of all outstanding trade receivables and is compared to the individual credit limit allocated to that counterparty. Credit limit evaluations are performed on a daily basis and all customers are reviewed annually at least. Approval and escalation limits are used to authorise the available credit limits to customers.

Foreign exchange risk

The Company sells its products in both euro and sterling, and therefore, its euro sales are subject to fluctuation in foreign currency exchange rate. The Company mitigates the risk of adverse exchange rate movement by matching the currency of sales to the customers with the currency of purchases from Borealis AG. If a customer has opted for euro invoicing then upon receipt of customer's order, the Company places the corresponding purchase order with Borealis AG in euro. However, a small number of purchases relate to inventory level fulfilments and do not directly correspond to a particular customer's sales order. These purchases are denominated in euro and therefore are subject to exchange rate fluctuation. The Company mitigates this risk by keeping inventory levels to a minimum.

Research and development

The Company does not engage in any research and development.

Employees

The directors have adopted an open management style and encourage two-way communication with employees. It is the Company's policy that the employees should be kept fully informed as is practical about the performance and prospects of the Company. Health and safety continue to be a key focus. The Company makes arrangements to ensure its employees work in a safe environment.

Disabled employees

The Company is an equal opportunities employer, applications for employment by people living with disability are always fully considered, bearing in mind the aptitudes of the applicants. In the event of members of staff becoming disabled, every effort is made to ensure that their employment within the Company continues and that reasonable adjustments are made to support them. It is policy of the Company that the training, career, development and promotion of people living with disabilities, as far as possible, be identical to that of other employees.



Borealis UK Ltd
Registered No. 1387553

Directors' Report - continued

Going Concern

The cash flow from the Company's activities is enough for continued operations, especially because the Company has an intercompany cash account with Borealis Financial Services NV which also allows for temporary overdrafts to satisfy short-term cash flow requirements.

The Directors are comfortable to conclude that the current operating environment does not negatively impact Borealis UK Ltd.'s ability to continue as a going concern. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Political donations made or political expenditure incurred

No political donations were made during 2022 (2021: nil) and no political expenditure was incurred during 2022 (2021: nil).

Directors' indemnities

As permitted by the Articles of Association, the Directors have the benefit of an indemnity, which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is in force as of the date of signing. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its directors.

Independent Auditors

The auditors Rödl & Partner Limited have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Board Meeting.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware
- the directors have taken all the steps that ought to have been taken as directors in order to be aware of any relevant information and to establish that the Company's auditors are aware of that information.



Borealis UK Ltd
Registered No. 1387553

Directors' Report – continued

Statement of directors' responsibilities in respect of the financial statements

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 year. 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.

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.

On behalf of the board

DocuSigned by:

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R A Nixon
Director
Date: 26 April 2023



Borealis UK Ltd
Registered No. 1387553

Independent auditors' report to the members of Borealis UK Ltd

Opinion

We have audited the financial statements of Borealis UK Ltd (the 'company') for the year ended 31st December 2022, which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom accounting standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom generally accepted accounting practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st December 2022 and of its profit for the year then ended;
 - have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
 - have been prepared in accordance with the requirements of the Companies Act 2006.
-

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than 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 our 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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in this regard.



Borealis UK Ltd
Registered No. 1387553

Independent auditors' report to the members of Borealis UK Ltd - continued

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of directors

As explained more fully in the Statement of Director's Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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 (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- Enquiry of management, those charged with governance around actual and potential litigation and claims;
- Enquiry of entity staff to identify any instances of non-compliance with laws and regulations;



Borealis UK Ltd
Registered No. 1387553

Independent auditors' report to the members of Borealis UK Ltd - continued

Auditor's responsibilities for the audit of the financial statements - continued

- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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.



Borealis UK Ltd
Registered No. 1387553

Independent auditors' report to the members of Borealis UK Ltd - continued

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

A handwritten signature in black ink, appearing to read "M. Farooq".

Imran Farooq (Senior Statutory Auditor)
For and on behalf of R&P Limited, Statutory Auditor

170 Edmund Street
Birmingham
B3 2HB

Date: 26th April, 2023



Borealis UK Ltd
Registered No. 1387553

Income statement

for the year ended 31 December 2022

		2022	2021
	Notes	£	£
Revenue	3	221,529,357	216,650,336
Cost of sales		(214,502,918)	(211,757,547)
Gross profit		7,026,439	4,892,789
Sales and distribution costs		(3,234,012)	(1,875,531)
Administrative expenses		(2,031,349)	(1,497,226)
Other operating income / (expenses)		732,976	(383,647)
Operating profit	4	2,494,054	1,136,385
Interest receivable and similar income	7	156,427	421,946
Interest payable and similar expenses	8	(1,096,946)	(294,652)
Profit before taxation		1,553,535	1,263,679
Tax on profit	9	(281,368)	(240,699)
Profit for the financial year		1,272,167	1,022,980

Statement of comprehensive income

for the year ended 31 December 2022

	2022	2021
	£	£
Profit for the financial year	1,272,167	1,022,980
Other comprehensive income	-	-
Total comprehensive income	1,272,167	1,022,980

The notes on the pages 18 to 32 form part of these financial statements.



Borealis UK Ltd
Registered No. 1387553


Balance sheet

as at 31 December 2022

	Notes	2022 £	2021 £
Fixed assets			
Right-of-use assets	11	317,594	106,813
Deferred tax assets	9	<u>27,935</u>	<u>24,506</u>
		345,529	131,319
Current assets			
Inventories	12	1,693,066	1,581,587
Trade and other receivables	13	<u>20,318,230</u>	<u>42,153,774</u>
		22,011,296	43,735,361
Creditors: amounts falling due within one year	14	<u>(19,484,949)</u>	<u>(42,493,150)</u>
Net current assets		<u>2,526,347</u>	<u>1,242,211</u>
Total assets less current liabilities		2,871,876	1,373,530
Creditors: amounts falling due after more than one year	15	(159,583)	(13,786)
Provisions for liabilities	16	<u>(277,971)</u>	<u>(197,589)</u>
Net assets		<u>2,434,322</u>	<u>1,162,155</u>
Capital and reserves			
Called up share capital	17	15,000	15,000
Retained earnings		<u>2,419,322</u>	<u>1,147,155</u>
Total equity		<u>2,434,322</u>	<u>1,162,155</u>

The notes on the pages 18 to 32 form part of these financial statements.

The financial statements were approved by the Board of Directors on 26 April 2023 and signed on its behalf by

DocuSigned by:

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 R A Nixon
 Director



Borealis UK Ltd
Registered No. 1387553

Statement of changes in equity
for the year ended 31 December 2022

	<i>Called up share capital</i>	Retained earnings	Total equity
	£	£	£
At 1 January 2021	15,000	124,175	139,175
Profit for the financial year	-	1,022,980	1,022,980
Other comprehensive income	-	-	-
Total comprehensive income	-	1,022,980	1,022,980
Equity dividends paid (Note 10)	-	-	-
At 31 December 2021 and at 1 January 2022	15,000	1,147,155	1,162,155
Profit for the year	-	1,272,167	1,272,167
Other comprehensive income	-	-	-
Total comprehensive income	-	1,272,167	1,272,167
Equity dividends paid (Note 10)	-	-	-
At 31 December 2022	15,000	2,419,322	2,434,322

The notes on the pages 18 to 32 form part of these financial statements.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

1. General information and authorisation of financial statements

Borealis UK Ltd ('the Company') is the UK distributor for the products of its immediate parent company Borealis AG, Vienna, Austria. The Company also provides intra-group services to Borealis AG and other group companies. In return, the Company is entitled to cost-plus remuneration on these services.

The company is a private company limited by shares incorporated and domiciled in the UK. The address of its registered office is One St Peter's Square, M2 3DE Manchester.

The financial statements of the Company for the year ended 31 December 2022 were authorised for issue by the board of directors on 26 April 2023.

The results of Borealis UK Ltd are included in the consolidated financial statements of OMV Aktiengesellschaft, incorporated in Austria (www.omv.com). Copies of the consolidated financial statements, which include the Company, are available to the public from its registered office: OMV Aktiengesellschaft, Trabrennstasse 6-8, 1020 Vienna, Austria.

2. Accounting policies

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 December 2022. These policies have been applied consistently, other than where new policies have been adopted.

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with The Companies Act 2006 and the Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

These financial statements are presented in Sterling and all values are rounded to the nearest pound except when otherwise indicated. The financial statements have been prepared on a going concern basis, under the historic cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

2.1.1 Disclosure exemptions adopted

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- (a) the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement,
- (b) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of paragraph 79(a)(iv) of IAS 1;
- (c) the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 39(c), 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- (d) the requirements of IAS 7 Statement of Cash Flows;
- (e) the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- (f) the requirements of paragraph 17 of IAS 24 Related Party Disclosures;



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

2. Accounting policies (continued)

2.1.1 Disclosure exemptions adopted (continued)

- (g) the requirements of IFRS 7 Financial Instrument: Disclosures
- (h) the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member; and
- (i) the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.
- (j) additional comparative information for narrative disclosures and information, beyond IFRS requirements.

2.1.2 Going Concern

The company meets its day-to-day working capital requirements through cash pooling arrangement with the Borealis Group.

Management has assessed the prospects of the business over a period of more than 12 months from the date of approval of these financial statements, taking account of its short-term and long-term plans. Based on their analysis, the Directors consider the Company has sufficient resources to meet its liabilities as they fall due.

The current UK macroeconomic challenges (including lingering effects of the COVID-19 pandemic, high inflation, the energy/cost of living crisis and the war in Ukraine) have not caused a significant challenge to the Company.

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, they continue to adopt the going concern basis in preparing the financial statements.

2.2 Changes to International Financial Reporting Standards

In 2022, the following amended standards became effective:

Standards		IASB effective date	EU effective date
Amended Standards			
IAS 37	Onerous Contracts – Cost of Fulfilling a Contract	1 January 2022	1 January 2022
IFRS 1, IFRS 9, IFRS 16 and IAS 41	Annual Improvements to IFRS Standards 2018-2020	1 January 2022	1 January 2022
IAS 16	Proceeds before Intended Use	1 January 2022	1 January 2022
IFRS 3	References to the Conceptual Framework	1 January 2022	1 January 2022

Changes to the International Financial Reporting Standards listed above did not have a material impact on the financial position or performance of the Company.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

2. Accounting policies (continued)

2.2. Changes to International Financial Reporting Standards (continued)

A number of new standards and amendments to standards have been issued, but are not yet effective:

Standards		IASB effective date	EU effective date
New Standards			
IFRS 17	Insurance Contracts	1 January 2023	1 January 2023
Amended Standards			
IAS 1 and IFRS Practice Statement 2	Disclosure of Accounting Policies	1 January 2023	1 January 2023
IAS 8	Definition of Accounting Estimates	1 January 2023	1 January 2023
IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023	1 January 2023
IFRS 17	Initial Application of IFRS 17 and IFRS 9 – Comparative Information	1 January 2023	1 January 2023
IFRS 16	Lease Liability in a Sale and Leaseback	1 January 2024	
IAS 1	Classification of Liabilities as Current or Non-current	1 January 2024	

2.3 Judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The directors have considered the judgements and key sources of estimation uncertainty and in view of the majority of the transactions being with group undertakings do not feel that the financial statements are subject to significant judgements and estimate uncertainty.

Receivables are stated at amortised cost, less impairment losses. For current receivables, it is assumed that the effect of the discounting is not material. Therefore, Borealis deems the carrying value to be equal to fair value. An impairment is made in case of indications that debtors are experiencing significant financial difficulties and where a decrease of future cash flows is expected. The carrying value of the asset is reduced through the use of an allowance account and the loss is recognised in the income statement. Receivables are written off when there is no realistic prospect of future recovery.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

2. Accounting policies (continued)

2.4. Significant accounting policies (continued)

a) Revenue

The company shall recognise revenue when (or as) the entity satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied, stated net of discounts, returns and value added taxes.

Revenue from sale of services is measured as the total of related expenses plus the applicable mark-up percentages as per the servicing agreements that the company has with other group entities.

b) Foreign currency translation

The Company's financial statements are presented in sterling, which is also the Company's functional currency.

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the income statement.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

c) Provisions for liabilities

A provision is recognised when the Company has a 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 a reliable estimate can be made of the amount of the obligation. If the effect is material, expected future cash flows are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability.

Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when recovery is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. Where discounting is used, the increase in the provision due to unwinding the discount is recognised as a finance cost.

d) Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. Further details are contained in note 9.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

2. Accounting policies (continued)

2.4. Significant accounting policies (continued)

e) Financial Instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised on the trade date, when the Company becomes a party to the contractual provisions of the financial instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires

Classification and initial measurement of financial assets

Financial assets are initially recognised at their fair value, except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15. For all financial assets which are not subsequently measured at fair value, the fair value at initial recognition is adjusted for transaction costs (where applicable).

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost
- fair value through profit or loss (FVPL)
- fair value through other comprehensive income (FVOCI).

During the year, the Company does not have any financial assets in the following IFRS 9 categories:

- Fair value through profit or loss (FVPL)
- Fair value through other comprehensive income (FVOCI)

The classification is determined by both:

- The Company's business model for managing the financial asset
- The contractual cash flow characteristics of the financial asset

Subsequent measurement of financial assets

Financial assets are measured at amortised cost if the assets meet the following conditions:

- They are held within a business model whose objective is to hold the financial assets and collect their contractual cash flows
- The contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest rate method. Discounting is omitted where the effect of discounting is immaterial.

The Company's cash and cash equivalents and the intra group trade receivables (there are no other trade receivables) fall into this category of financial instruments.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

2. Accounting policies (continued)

2.4 Significant accounting policies (continued)

Impairment of financial assets

There is neither history of credit losses on the intra group trade receivables and other debtors, nor there is a reasonable expectation that the Company's receivables would deteriorate in the credit quality.

Based on this, the Company does not record any impact from the IFRS 9's new expected credit loss (ECL) model.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the impairment loss (based on the general approach) would be immaterial and is therefore not considered by the Company.

Classification and measurement of financial liabilities

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs. The Company has not identified any financial liability for classification at fair value through profit or loss. Subsequently, financial liabilities are measured at amortised cost using the effective interest method.

The Company's financial liabilities only include trade payables.

Offsetting of financial instruments

Financial assets and financial liabilities can be offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

f) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

g) Trade and other receivables

Trade and other receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value.

Borealis has a factoring programme under which the Company sells certain trade receivables to external parties. The Company does not retain any major interest in the trade receivables and thus derecognises the receivables sold accordingly.

h) Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Creditors are presented as amounts falling due within one year unless payment is not due within 12 months after the reporting period.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

2. Accounting policies (continued)

2.4 Significant accounting policies (continued)

i) Employee benefits

The company operates a defined contribution pension plan, under which the company pays fixed contributions into a separate entity. The company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

j) Right-of-use assets and lease liabilities

The company leases various warehouses and vehicles. Rental contracts are typically made for fixed periods of 1 to 3 years but may have extension options. Contracts may contain both lease and non-lease components. The company allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
 - variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date;
 - amounts expected to be payable by the company under residual value guarantees;
 - the exercise price of a purchase option if the company is reasonably certain to exercise that option; and
 - payments of penalties for terminating the lease, if the lease term reflects the company exercising that option.
- lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Payments associated with short-term leases are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

3 Revenue

An analysis of revenue by geographical market (by destination) is given below:

	2022	2021
	£	£
United Kingdom	220,542,936	215,936,560
Europe	986,421	713,776
	<u>221,529,357</u>	<u>216,650,336</u>

An analysis of revenue by category is given below:

	2022	2021
	£	£
Sale of goods	220,542,936	215,936,560
Sale of services	986,421	713,776
	<u>221,529,357</u>	<u>216,650,336</u>

Sale of services represent rendering of Intragroup services to the Borealis Group undertakings (mainly Borealis AG in Austria).

4 Operating profit

This is stated after charging:

	2022	2021
	£	£
Impairment of trade debtors	537,046	-
Depreciation of Right-of-use assets (note 11)	165,851	182,885
(Gain)/loss on disposal of Right-of-use assets	-	(220)
Inventory recognised as an expense	214,593,259	211,615,431
Impairment of inventory	(96,377)	142,116
Lease expenses	4,053	2,018
Foreign exchange (gains) / losses	(732,976)	383,647
	<u>213,933,810</u>	<u>212,325,877</u>

The Company has no Research & development or Government grants to report for the 2022 and 2021 financial years.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

5 Auditors' remuneration

The Company paid the following amounts to its auditors in respect of the audit of the financial statement (no other services were provided to the Company by the auditors).

	2022	2021
	£	£
Audit of the financial statements	21,000	21,000

6 Staff costs and directors' remuneration

(a) Staff costs

	2022	2021
	£	£
Wages and salaries	1,240,875	1,004,057
Social security costs	234,911	147,842
Other pension costs (note 18)	129,176	116,005
	<u>1,604,962</u>	<u>1,267,904</u>

The other pension costs are entirely in respect of the defined contribution schemes.

The average monthly number of employees during the year was made up as follows:

	2022	2021
	No.	No.
Sales and distribution	7	6
Administration	2	2
	<u>9</u>	<u>8</u>

(b) Directors' remuneration

	2022	2021
	£	£
Remuneration	425,031	424,130
Company contributions paid to defined contribution pension scheme	54,262	44,539
	<u>479,293</u>	<u>468,669</u>



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

6 Staff costs and directors' remuneration (continued)

(c) Highest paid director

The highest paid director's emoluments were as follows:

	2022	2021
	£	£
Remuneration	290,920	300,437
Company contributions paid to defined contribution pension scheme	33,237	26,969
	<u>324,157</u>	<u>327,406</u>

During the year, retirement benefits were accruing to 2 directors (2021: 2) in respect of defined contribution pension schemes.

The highest paid director is entitled to a Long-Term Incentive Plan (LTIP) remuneration, which is included in above figures. The LTIP expense recognised during the year amounted to £32,121 (2021: £57,959).

At 31 December 2022, an LTIP provision of £49,338 remains outstanding for payment in the following 3 years.

7 Interest receivable and similar income

	2022	2021
	£	£
Foreign exchange differences on financial assets and financial liabilities	39,796	414,174
Interest receivable from group undertakings	53,465	-
Other interest income	63,166	7,772
	<u>156,427</u>	<u>421,946</u>

8 Interest payable and similar expenses

	2022	2021
	£	£
Foreign exchange differences on financial assets and financial liabilities	1,049,116	264,880
IFRS16 lease liabilities	1,766	699
Interest payable to group undertakings	-	9,808
Interest on other loans and advances	46,064	19,265
	<u>1,096,946</u>	<u>294,652</u>

Interest on other loans and advances relate to expenses recognised in the income statement for the factoring programme. Further details are provided in note 13.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

9 Tax on profit

(a) Tax on profit

The tax charge is made up as follows:

	2022	2021
	£	£
<i>Current income tax:</i>		
UK corporation tax on profits for the year	294,984	250,132
Adjustment in respect of prior periods	<u>(10,187)</u>	<u>2,430</u>
Total current income tax (note 9(b))	284,797	252,562
<i>Deferred tax:</i>		
Temporary differences resulting from the Long-Term Incentive payments (deductible when paid) (note 9(d))	2,827	(9,230)
Impact of change in tax laws and rates	<u>(6,256)</u>	<u>(2,633)</u>
Total deferred tax	(3,429)	(11,863)
Tax expense in the income statement	<u>281,368</u>	<u>240,699</u>

(b) Factors affecting tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK of 19% (2021 – 19%). The differences are explained below:

	2022	2021
	£	£
Profit before taxation	<u>1,553,535</u>	<u>1,263,679</u>
Profit before taxation multiplied by standard rate of corporation tax in the UK of 19% (2021 – 19%)	295,172	240,099
Current tax effects of:		
Expenses not deductible for tax purposes	1,001	845
Short term timing differences	(1,154)	9,230
Capital allowances in advance of depreciation	(35)	(42)
Deferred tax	(3,429)	(11,863)
Adjustment in respect of prior periods	<u>(10,187)</u>	<u>2,430</u>
Total current income tax (note 9(a))	<u>281,368</u>	<u>240,699</u>

(c) Factors that may affect future tax charges

In the March 2021 Budget, the UK Government announced that legislation will be introduced in Finance Bill 2021 to increase the main rate of UK corporation tax from 19% to 25%. As the rate has been substantively enacted on 24 May 2021, deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

9 Tax on profit (continued)

(d) Deferred tax

The deferred tax asset of £27,935 (2021: £24,506) relates to Long-term incentive plan transactions. The deferred tax asset will unwind during the next 3 years.

10 Dividends paid and proposed

The Company has not paid a dividend during the year (2021: nil). No dividends were proposed prior to the date of approval of the financial statements.

11 Right-of-use assets

	2022	2021
	£	£
<i>Cost</i>		
At 1 January	213,957	92,998
Additions	376,632	300,055
Disposals	<u>(22,752)</u>	<u>(179,096)</u>
At 31 December	567,837	213,957
<i>Depreciation</i>		
At 1 January	(107,144)	(72,027)
Charge for the year	(165,851)	(182,885)
Disposals	22,752	147,768
At 31 December	<u>(250,243)</u>	<u>(107,144)</u>
<i>Net book value</i>		
At 31 December	<u>317,594</u>	<u>106,813</u>

The net book value and depreciation charge for right-of-use assets by class of underlying asset is as follows:

	2022	2021
	£	£
<i>Net book value:</i>		
Buildings	317,594	105,834
Vehicles	-	979
	<u>317,594</u>	<u>106,813</u>



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

11 Right-of-use assets (continued)

	2022	2021
	£	£
<i>Depreciation:</i>		
Buildings	165,851	162,893
Vehicles	-	19,992
	<u>165,851</u>	<u>182,885</u>

IFRS 16 Obligations for operating leases:

Right-of-use assets represent the commercial leases on buildings and motor vehicles that the Company has entered into. Buildings (storage facilities) leases have a duration of 12 months with an option for renewal. Whereas car leases have a duration of 36 months (with the last two months paid up front) without an option for renewal. There are no restrictions placed upon the lessee by entering these leases.

Liabilities relating to these leases are presented in Note 14.

12 Inventories

	2022	2021
	£	£
Finished goods and goods for resale	1,738,805	1,723,703
Provision	(45,739)	(142,116)
	<u>1,693,066</u>	<u>1,581,587</u>

13 Trade and other receivables

	2022	2021
	£	£
Trade receivables	18,491,897	41,846,250
Amounts owed by group undertakings	1,739,486	247,595
Prepayments and accrued income	83,247	56,296
Other receivables	3,600	3,633
	<u>20,318,230</u>	<u>42,153,774</u>

All amounts shown under debtors fall due for payment within one year. Trade receivables are stated after provisions for impairment of £537,046 (2021: nil).

Trade receivables are stated net of proceeds from the factoring programme amounting to £7,822,192 (2021: £8,606). The Company continues to administer the relationship with customers and has to transfer all receivables collected and previously sold to the purchaser under this programme.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

14 Creditors: amounts falling due within one year

	2022	2021
	£	£
Trade creditors	104,075	302,270
Amounts owed to group undertakings	13,845,275	29,547,396
Lease obligations under IFRS 16 (note 11)	158,868	108,161
Taxation and social security	4,402,753	11,046,807
Accruals and deferred income	957,957	1,418,912
Other creditors	16,021	69,604
	<u>19,484,949</u>	<u>42,493,150</u>

Trade creditors are non-interest bearing and are normally settled on 30-day terms.

Included in the amounts owed to group undertakings is the amount of £2,650,456 (2021: £12,368,157) relating to the cash pooling arrangements that the Company has with other group entities. Interest is charged on the balance at the 1-month Bloomberg deposit rates as quoted by Bloomberg. Remaining amounts owed to group undertakings are unsecured, interest free, and are normally paid within 30 days.

Taxation and social security balances are payable in the following month.

15 Creditors: amounts falling due after more than one year

	2022	2021
	£	£
Obligations under employee incentive plan	159,583	13,786
	<u>159,583</u>	<u>13,786</u>

This balance represents amounts payable under the Long-Term Incentive Plan (LTIP), a reward scheme for Senior Management. These rewards are based on key performance indicators (KPIs) regarding which there is no uncertainty as of the reporting date.

16 Provisions for liabilities

	2022	2021
	£	£
Provisions under employee incentive plans	277,971	197,589
	<u>277,971</u>	<u>197,589</u>

These provisions represent amounts payable under various reward schemes for employees. These rewards are based on KPIs regarding which there is some uncertainty as of the reporting date.



Borealis UK Ltd
Registered No. 1387553

Notes to the financial statements for the year ended 31 December 2022

17 Called up share capital

Borealis UK Ltd has 15,000 authorised shares at a value of £1 per share. The following table outlines the movement in shares issued and fully paid:

<i>Authorised, allotted, called up and fully paid</i>	2022		2021	
	<i>No.</i>	<i>£</i>	<i>No.</i>	<i>£000</i>
Ordinary shares of £1 each at 1 January	15000	15,000	15000	15,000
Issued shares	-	-	-	-
Ordinary shares of £1 each at 31 December	15000	15,000	15000	15,000

18 Pensions

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company and in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £129,176 (2021: £116,005).

19 Related party transactions

As 100% of the Company's voting rights are controlled within the group headed by Borealis AG, the Company has taken advantage of the exemption within FRS 101 and has not disclosed transactions or balances with entities, which form part of the group.

20 Ultimate Group undertaking

The immediate holding company is Borealis AG, which as at 31 December 2022, held 100% of the issued share capital of Borealis UK Ltd. Copies of the Borealis AG consolidated financial statements can be obtained from Borealis AG, Trabrennstrasse 6-8, 1020 Vienna, Austria (www.borealisgroup.com).

OMV Aktiengesellschaft, Vienna, Austria, is the ultimate parent and controlling Party. Copies of its group financial statements, which include the Company, are available from its head office: OMV Aktiengesellschaft, Trabrennstrasse 6-8, 1020 Vienna, Austria.

The results of Borealis UK Ltd are included in the consolidated financial statements of OMV Aktiengesellschaft (www.omv.com). Copies of the consolidated financial statements, which include the Company, are available to the public from its registered office: OMV Aktiengesellschaft, Trabrennstrasse 6-8, 1020 Vienna, Austria.

21 Subsequent Event Disclosure

There were no subsequent events to be disclosed after the reporting period.