Registration number: 08084293

Clarke Energy Topco Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2018

Clarke Energy Topco Limited

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Clarke Energy Topco Limited

Company Information

Directors

David K. Kohler

Herbert V. Kohler JR

Thomas G Adler (appointed 23 May 2019)

Company secretary

Kyle D. Quinn

Registered office

Power House
Senator Point, South Boundary Road
Knowsley Industrial Park
Liverpool
L33 7RR

Solicitors

DLA Piper LLP
1 St Peters Square
Manchester
M2 3DE

Independent Auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Hardman Square
Manchester
M3 3EB

Clarke Energy Topco Limited

Strategic Report for the Year ended 31 December 2018

The directors present their strategic report for the year ended 31 December 2018.

Principal activity
The principal activity of the company is an investment holding company. The group is involved in the supply, installation and servicing of gas engines for power generation and combined heat and power application.

Strategy

The company is non trading and thus its strategy is identified as part of the wider Group strategy, being to:-

- Provide best quality service to our customers;
- Establish long term customer relationships;
- Diversify our activities geographically;
- Build contracted and dependable service income; and
- Operate our business to the highest standards of business integrity.

This strategy will be achieved by working with our existing partners and customers to develop new business opportunities and by continuing to invest in our customer service.

Progress

The Clarke Energy Group has made good progress with this strategy during the period.

Fair review of the business
Results

The results of the company before taxation for the year ended 31 December 2018 amounted to a loss of £4,027,000 (2017: 14 month period ended 31 December £6,241,393 loss). The shareholders' deficit for the company totalled £51,789,000 at the year end (2017: £47,762,000 at the period end). The directors do not recommend the payment of a dividend (2017: £nil).

Key performance indicators

Given the nature of the company as a holding company the directors do not utilise KPIs to monitor the performance of the business.

Principal risks and uncertainties
The principal risks and uncertainties for the company are those risks prevalent in its subsidiary investments.

The principal risks and uncertainties in the trading subsidiaries relate to the Government policy that creates the demand for our products.

At present, the renewable energy and waste industries are receiving a great deal of Government and public attention across the world.

However, Government policy and incentives to support these industries vary significantly from country to country and are changing on a frequent basis.

The departure of the United Kingdom from the European Union may adversely affect the operations of the underlying investments and their financial results. As many of the underlying trading entities' parts are delivered from Europe, Brexit could potentially impact their ability to deliver these to their customers. However as at the time of signing these financial statements, the impact is uncertain.

Approved by the Board on 06/09/19 and signed on its behalf by:

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Thomas G Adler
Director

Clarke Energy Topco Limited

Directors' Report for the Year ended 31 December 2018

The directors present their report and the audited financial statementsfinancial statements for the year ended 31 December 2018.

Directors of the company
The directors who held office during the year and up to the date of signing the financial statements were as follows:

Thomas G. Cromwell (resigned 15 February 2019)

David K. Kohler

Herbert V. Kohler JR

James M. Robinson IV (resigned 21 November 2018)

Thomas G Adler (appointed 23 May 2019)

Financial instruments

Financial risk management

Financial risks are managed through a Group wide contract approval process, internal controls and management oversight.

Credit risk

The company has minimal exposure to credit risk as the debtors relate to amounts due from subsidiaries.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the company relies on the support of the Kohler group.

Exchange rate risk

The company has no exposure to exchange rate risk.

Dividends
No dividend has been proposed in the year (2017: £nil).

Future developments
The company will continue as a holding company and the strategy of the subsidiaries is expected to remain unchanged.

Going concern

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Kohler Co. The directors have received confirmation that Kohler Co. intends to support the company for at least one year after these financial statements are signed.

Based on this undertaking the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Independent Auditors

Following the acquisition by Kohler Co, PricewaterhouseCoopers LLP were appointed as statutory auditors. PricewaterhouseCoopers LLP have indicated their willingness to continue in office and in accordance with section 487 of the Companies Act 2006 the auditors will be deemed to be reappointed.

Approved by the Board on 06/09/19 and signed on its behalf by:

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Thomas G Adler

Director

Clarke Energy Topco Limited

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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, 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 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.

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.

Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Approved by the Board on 06/09/19 and signed on its behalf by:

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Thomas G Adler
Director

Independent auditors' report to the members of Clarke Energy Topco Limited

Report on the audit of the financial statements

Opinion

In our opinion, Clarke Energy Topco Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2018; the Profit and Loss Account, the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

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

Independence

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

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

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

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Independent auditors' report to the members of Clarke Energy Topco Limited

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

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

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

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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

Independent auditors' report to the members of Clarke Energy Topco Limited

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of this report

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

Independent auditors' report to the members of Clarke Energy Topco Limited

Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.

Rebecca Gissing (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
6 September 2019

Clarke Energy Topco Limited

Profit and Loss Account for the Year Ended 31 December 2018

	Note	Year ended 31 December 2018 £ 000	14 months ended 31 December 2017 £ 000
Turnover		-	-
Administrative expenses		-	(290)
Operating loss	3	-	(290)
Interest payable and similar expenses	4	(4,027)	(5,951)
Loss before tax		(4,027)	(6,241)
Loss for the financial year/period		(4,027)	(6,241)

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year/period other than the results above.

Clarke Energy Topco Limited

Statement of Comprehensive Income for the Year ended 31 December 2018

	Year ended 31 December 2018 £ 000	14 months ended 31 December 2017 £ 000
Loss for the year/period	(4,027)	(6,241)
Total comprehensive expense for the year/period	(4,027)	(6,241)

The notes on pages 10 to 23 form an integral part of these financial statements.

Clarke Energy Topco Limited

(Registration number: 08084293)
Balance Sheet as at 31 December 2018

	Note	As at 31 December 2018 £ 000	As at 31 December 2017 £ 000
Fixed assets			
Investments	6	-	-
Current assets			
Debtors	7	159,580	159,580
Creditors: Amounts falling due within one year	8	(211,369)	(207,342)
Net current liabilities		(51,789)	(47,762)
Net liabilities		(51,789)	(47,762)
Capital and reserves			
Called up share capital	9	717	717
Share premium account		283	283
Profit and loss account		(52,789)	(48,762)
Total equity		(51,789)	(47,762)

These financial statements on pages 11 to 24 were approved by the Board on 06/09/19 and signed on its behalf by:

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Thomas G Adler
Director

Clarke Energy Topco Limited

Statement of Changes in Equity for the Year ended 31 December 2018

	Called up Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total equity £ 000
At 1 January 2018	717	283	(48,762)	(47,762)
Loss for the year	-	-	(4,027)	(4,027)
Total comprehensive expense	-	-	(4,027)	(4,027)
At 31 December 2018	717	283	(52,789)	(51,789)

	Called up Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total equity £ 000
At 1 October 2016	717	283	(42,521)	(41,521)
Loss for the period	-	-	(6,241)	(6,241)
Total comprehensive expense	-	-	(6,241)	(6,241)
At 31 December 2017	717	283	(48,762)	(47,762)

1 General information

The company is a private company limited by share capital, incorporated in England, United Kingdom.

The address of its registered office is:
Power House
Senator Point, South Boundary Road
Knowsley Industrial Park
Liverpool
L33 7RR
England

2 Accounting policies

Summary of significant accounting policies and key accounting estimates
The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

Statement of compliance
These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation
These financial statements have been prepared using the historical cost convention.

The presentation currency and the functional currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

Summary of disclosure exemptions
The company is considered to be a qualifying entity under FRS 102 paragraphs 1.8 to 1.12. The following exemptions available under FRS 102 in respect of certain disclosures for the parent company financial statements have been applied:

• Reconciliation of the number of shares outstanding from the beginning to end of the period;

• Cash Flow Statement with related notes;

• Information about the nature of financial instruments;

• Key Management Personnel compensation;

• Related party transactions with other members of the group.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

2 Accounting policies (continued)

Going concern

The financial statements have been prepared on the going concern basis. The company is dependent for its working capital on funds guaranteed by other group companies. The ultimate parent, Kohler Co. has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds and guarantees as are needed by the company.

Based on this undertaking the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Exemption from preparing group accounts

The financial statements contain information about Clarke Energy Topco Limited as an individual company and do not contain consolidated financial information as the parent of a group.
The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, KK Daytona Holding Ltd, a company incorporated in England.

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that is it probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Investments

Investments in subsidiary undertakings are stated at cost less accumulated impairment losses

2 Accounting policies (continued)

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividends

Dividends are only recognised as a liability to the extent that they are declared prior to the year end. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

Financial instruments

The group has chosen to adopt the Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets

Basic financial assets, including trade and other debtors, cash and bank balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities

Basic financial liabilities, including trade and other creditors, bank and other loans, loans from fellow group companies and preference shares, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

2 Accounting policies (continued)

Impairment excluding stocks and deferred tax assets

Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Recognition and measurement

Financial instruments not considered to be Basic financial instruments (Other financial instruments)

Other financial instruments not meeting the definition of Basic Financial Instruments are recognised initially at fair value. Subsequent to initial recognition other financial instruments are measured at fair value with changes recognised in profit or loss except as follows:

- investments in equity instruments that are not publicly traded and whose fair value cannot otherwise be measured reliably shall be measured at cost less impairment; and

- hedging instruments in a designated hedging relationship shall be recognised as set out below.

2 Accounting policies (continued)

Critical accounting judgements and estimation uncertainty
The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Carrying value of investments
The company assesses annually whether there is an indication that investments may be impaired, in accordance with the accounting policy stated on page 17. If there is an indication of impairment, the recoverable amount will be calculated, based on value-in-use. These calculations require the use of estimates, predominantly in respect of future cash flows.

Critical judgements in applying the group's accounting policies
(i) Revenue recognition
Turnover on installation contracts is recognised on a stage of completion basis and therefore management judgement is required in assessing the stage of completion, including consideration of the current progress of the contract and likely final outcome of the project in order to ensure any losses are recognised immediately.

Key accounting estimates and assumptions
(i) Carrying values of investments
The company assesses annually whether there is an indication that investments may be impaired. If there is an indication of impairment, the recoverable amount will be calculated, based on value in use. These calculations require the use of estimates, predominantly in respect of future cash flows and also selection of appropriate discount rates in order to calculate the net present value of those cash flows.

3 Operating loss

Auditor's remuneration

Audit and tax professional fees are borne by another group company and no recharge is made (2017: £nil).

Directors and employees

No persons were employed by the company during the year and no directors received remuneration in respect of services to the company (2017: £nil). No recharge is made to the company.

4 Interest payable and similar expenses

	Year ended 31 December 2018 £ 000	14 months ended 31 December 2017 £ 000
Rolled up interest on loan notes	-	3,056
Amortisation of debt issue costs	-	36
Interest payable on loans from group undertakings	4,027	2,859
	4,027	5,951

5 Taxation

Tax credited in the income statement

	Year ended 31 December 2018 £ 000	14 months ended 31 December 2017 £ 000
Current taxation		
	-	-

The tax on loss before tax for the year is higher than the standard rate of corporation tax in the UK (2017 - higher than the standard rate of corporation tax in the UK) of 19% (2017 - 19.35%).

The differences are reconciled below:

	Year ended 31 December 2018 £ 000	14 months ended 31 December 2017 £ 000
Loss before tax	(4,027)	(6,241)
Corporation tax at standard rate	(765)	(1,208)
Tax increase arising from group relief surrendered	765	1,208
Total tax charge	-	-

The tax rate for the current year is lower than the prior period, due to changes in the UK corporation tax rate, which decreased from 20% to 19% from 1 April 2017. Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2016 (on 6 September 2016). These include reductions to the main rate to reduce the rate to 17% from 1 April 2020.

6 Investments

	As at 31 December 2018 £ 000	As at 31 December 2017 £ 000
Investments in subsidiaries	-	-

Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held 2018	2017
Subsidiary undertakings				
Clarke Energy Operations Limited	Power House Senator Point South Boundary Road, Knowsley Business Park, Liverpool L33 7RR	Ordinary	100%	100%
Clarke Energy Trading Limited*	Power House Senator Point South Boundary Road, Knowsley Business Park, Liverpool L33 7RR	Ordinary	100%	100%
Clarke Energy Holdings Limited*	Power House Senator Point South Boundary Road, Knowsley Business Park, Liverpool L33 7RR	Ordinary	100%	100%
Clarke Energy Limited*	Power House, Senator Point, South Boundary Road, Knowsley Business Park, Liverpool L33 7RR	Ordinary	100%	100%
Clarke Energy India Private Limited*	Shivkiran Lane, No. 4, Dahanukar Colony, Kothrud, Pune 411038, Maharashtra, India	Ordinary	100%	100%
Clarke Energy (France) SAS*	La Malle, Zone D'Activites de la Malle RD 6, 13320 Bouc Bel Air, France	Ordinary	100%	100%
Clarke Energy (Australia) Pty Limited*	2-4 Stirling Street, Thebarton, Adelaide, SA 5301, Australia	Ordinary	100%	100%
Clarke Energy Ireland Limited*	Unit 7, Newtown Business & Enterprise Park, Newtownmountkennedy, Wicklow, Ireland	Ordinary	100%	100%
Clarke Energy (Nigeria) Limited*	No 28 Joel Ogunnaike Street, 1 Keja, GRA Lagos.	Ordinary	100%	100%

6 Investments (continued)

Clarke Energy Tunisie SARL*	Residence Wafa Mezzanine, Bloc A, Avenue de la Bourse, les berges du lac 2, 1053, Tunis	Ordinary	100%	100%
Clarke Energy Tunisie Services CETS*	Residence Wafa Mezzanine, Bloc A, Avenue de la Bourse, les berges du lac 2, 1053, Tunis	Ordinary	100%	100%
Clarke Energy Tunisie Trading SARL*	Résidence Wafa, Mezzanine, Bloc A, Avenue de la Bourse, les berges du lac 2 , 1053, Tunis	Ordinary	100%	100%
Clarke Energy Tanzania Limited*	11th Floor, PPF Tower, Ohio Street, Garden Avenue, Dar Es Salaam, Tanzania	Ordinary	100%	100%
Clarke Energy Bangladesh Limited*	12th Floor, Laila Tower, 8 Gulshan South Avenue, Gulshan-1 Dhaka - 1212, Bangladesh	Ordinary	100%	100%
Clarke Energy Maroc SARL*	Espace Porte D'Anta 3, Rue Bab El Mansor, 1 ER Etage, Bureau N 3, 20050 Casablanca Anta, Morocco	Ordinary	100%	100%
Clarke Energy South Africa Pty Limited*	Unit 2, Blue Drop Business Park, 105 EP Malan Road, Pomana, Gautang 1619, South Africa	Ordinary	100%	100%
Clarke Energy Mozambique LDA*	Mozambique, Mapito Cidade, Distrito Urbano1, Barrio Central C, Rua 1233 no 72/C	Ordinary	100%	100%
Clarke Energy Cameroon Limited*	Douala Boite Postale, Numero 5563, Littoral Region, Republic of Cameroon	Ordinary	100%	100%
Clarke Energy (PNG) Limited*	8 Kaia Place, Korobosea, National Capital District, PNG	Ordinary	100%	100%
Clarke Energy Malaysia SND BHD*	Unit 30-01, Level 30, Tower A Vertical Business Suite Avenue 3, Bangsar South No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.	Ordinary	100%	100%

* Indirect subsidiary undertaking

Clarke Energy Operations Limited, Clarke Energy Holdings Limited and Clarke Energy Trading Limited are non trading holding companies.

All other companies are trading and involved in gas installation and maintenance.

The directors consider the carrying value of the investments to be supported by the underlying assets and future trading forecasts.

7 Debtors

	As at 31 December 2018 £ 000	As at 31 December 2017 £ 000
Amounts owed by group undertakings	159,580	159,580
	159,580	159,580

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

8 Creditors: amounts falling due within one year

	As at 31 December 2018 £ 000	As at 31 December 2017 £ 000
Due within one year		
Amounts due to group undertakings	211,369	207,342

Amounts due to group undertakings are unsecured, have no fixed date of repayment and are repayable on demand. Interest is charged at Libor + 1.25% from KK Daytona Limited.

9 Called up share capital

Allotted, called up and fully paid shares

	As at 31 December 2018		As at 31 December 2017	
	No.	£	No.	£
Ordinary shares of £0.001 each	717,211,891	717,212	717,211,891	717,212

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

10 Financial instruments

	As at 31 December 2018 £ 000	As at 31 December 2017 £ 000
Financial assets		
Financial assets measured at amortised cost:		
Amounts owed by group undertakings	159,580	159,580
	159,580	159,580
Financial liabilities		
Financial liabilities measured at amortised cost:		
Amounts due to group undertakings	211,369	207,342
	211,369	207,342

Financial risk management policies are included in the Directors' Report.

11 Parent and ultimate parent undertaking

The company's immediate parent is KK Daytona Holding Ltd, incorporated in England.

KK Daytona Holding Ltd is the parent of the smallest and largest group to produce publically available consolidated financial statements and Kohler Co. is the parent of the largest group to produce consolidated financial statements, but these are not publically available.

The ultimate parent and controlling party is Kohler Co, incorporated in USA.

The address of KK Daytona Holding Ltd is:
Kohler EMEA Corporate Services, Carter Court, 4 Davy Way, Quedgeley, Gloucester, United Kingdom, GL2 2DE.