INOVYN ChlorVinyls Limited

Annual report and financial statements for the year ended 31 December 2023

Registered Number 04068812

INOVYN ChlorVinyls Limited

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INOVYN ChlorVinyls Limited

Strategic report for the year ended 31 December 2023

The directors present their strategic report of INOVYN ChlorVinyls Limited (the "Company") for the year ended 31 December 2023.

Review of the business

Revenue of the Company has decreased from £494.0 million in 2022 to £341.3 million in 2023, a decrease of £152.7 million which equates to approximately 31%. Earnings before interest, tax, depreciation, amortisation and exceptional items ("EBITDA before exceptional items") has decrease from £195.1 million in 2022 to £124.7 million in 2023. A reconciliation of operating profit to EBITDA before exceptional items can be found in note 4 to the financial statements. As of 31 December 2023, the company had net assets of £276.8 million (2022 £203.3 million). The company held cash of £8.6 million (2022 £15.0 million).

Total sales volumes across the business were marginally lower than the prior year, however absolute revenues were substantially impacted by steep reductions in the pricing levels of key products. Following the achievement of record average sales prices for general purpose and specialty PVC in Europe in 2022 on account of very high ethylene feedstock and energy costs, prices have fallen throughout 2023. Production and sales volumes of general purpose PVC and specialty PVC were slightly lower than the prior year and caustic soda was only marginally up as high inflation and the energy crisis, alongside increasing interest rates in Europe, continued to suppress demand with European producers facing increased competition from US and Asian imports with chlorine production (and hence co-produced caustic soda production) remaining relatively consistent year on year and with continuing weak demand, price records achieved in 2022 have also tailed off throughout 2023.The European contract price of caustic soda (as reported by Chemical Market Analytics) which reached €2,407 per tonne in the fourth quarter of 2022 fell to €739 in the equivalent period of 2023, bringing the average annualised European contract price of caustic soda down in its wake. Similar trends were seen in the price points of caustic potash, and chlorine derivatives such as Cereclor, chloromethanes and epichlorohydrin.

EBITDA before exceptional items fell by 36% in 2023 compared to the previous year. Business profitability in 2022 was the highest annual performance since the formation of INEOS INOVYN Group in 2015, despite the energy crisis in Europe and the reduction in sales volumes of key products. This was mainly due to the unprecedented high pricing of caustic soda and, on an annualised basis, the achieved spread of general purpose and specialty PVC prices over ethylene. However, by the second half of 2022 and throughout 2023, demand and therefore spreads have weakened considerably forcing European PVC producers to accept lower price points and reduce plant operating rates.

Principal risks and uncertainties

The management of the business and execution of the Company's strategy are subject to a number of risks. Management undertakes an annual risk identification and assessment process to identify the key business risks affecting the Company. The key business risks affecting the Company were identified within this risk assessment process are set out below:

- The petrochemical industry is cyclical - changing market demands and prices may negatively affect the Company's operating margins and impair its cash flow which, in turn, could affect its ability to make further investments in the business.
- Raw materials and suppliers - if the Company is unable to pass on increases in raw material prices, or to retain or replace its key suppliers, its results of operations may be negatively affected.
- International operations and currency fluctuations - the Company is exposed to currency fluctuation risks as well as to economic downturns and local business risks in several different countries that could adversely affect its profitability.
- Competition - significant competition in the Company's industries, whether through efforts of new and current competitors or through consolidation of existing customers, may adversely affect its competitive position, sales and overall operations.
- Inability to maximize utilisation of assets - the Company may be adversely affected if it is unable to implement its strategy to maximize utilisation of assets.
- Synergies - the Company may not realise anticipated revenue and cost synergies, benefit from anticipated business opportunities or experience anticipated growth from any of its acquisitions.
- Outbreaks of disease – the outbreak of contagious diseases may have a negative impact on the Company's business and performance and an adverse impact on the global economy generally.
- Cyber security - a cyber incident could occur and result in information theft, data corruption, operational disruption and/or financial loss.

Principal risks and uncertainties (continued)

- Climate change - existing and proposed regulations to address climate change by limiting greenhouse gas emissions may cause the Company to incur significant additional operating and capital expenses. In addition compliance with new regulation could limit the useful economic life of our plants, lead to a reduction in demand for fossil fuel derived products and result in a lack of competitiveness if our competitors develop new technologies.
- Regulation - the Company is highly regulated and may incur substantial obligations and liabilities arising from health, safety, security and environmental ("HSSE") laws, regulations and permits applicable to our operations.
- Customers - the Company is subject to the risk of loss resulting from non-payment or non-performance by customers. Credit procedures and policies may not be adequate to minimise or mitigate customer credit risk. Customers may experience financial difficulties, including bankruptcies, restructurings and liquidations.
- Employees - the success of the Company depends on the continued service of certain key personnel and on good relations with our workforce as any significant disruption could adversely affect the Company.
- Wars and armed conflicts – military conflicts could lead to significant market and other disruptions, including significant volatility in energy and other commodity prices.
- Joint ventures - some of the Company's facilities are owned and operated in joint ventures with third parties. We do not control these joint ventures, and actions taken by joint venture partners in respect of these joint ventures could materially adversely affect the business.

Section 172(1) statement

The directors have the duty under section 172 to promote the success of the Company for the benefit of stakeholders as a whole and remain conscious of the impact their decisions have on employees, communities, suppliers, customers and the environment. In the performance of its duty to promote the success of the Company and fairness in decision making the Board have regard (amongst other matters) for:

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

The Company's governance and processes are operated to ensure that all relevant matters are considered by the Board in its principal decision-making, as a means of contributing to the delivery of the Company's long-term success, which are discussed below.

Long term factors (a)

The Company's principal objectives are to maintain its position as a key global supplier of its products and to increase the value of INOVYN by generating strong, sustainable and growing cash flows across industry cycles. To achieve these objectives, the Company has the following key strategies:

- Maintain health, safety, security and environmental excellence;
- Maintain and grow the Company's leadership positions to enhance competitiveness;
- Reduce costs and realise synergies;
- Maximise utilisation of assets;
- Access advantaged feedstock and energy opportunities; and
- Develop and implement a sustainable business.

The Company aims to operate and develop its business in a way that supports both the current and future needs, taking into account relevant economic, environmental, and social factors. This enables the Company to sustain the business for the long term. The directors strongly believe that sustainable business management and practices will contribute to long-term business success and will strengthen the Company's leading position in the market and also in a circular world. The directors ensure that the Company has sufficient resources to support its long-term growth strategy and to fund its investments. An important element is the Company's long-term cash and operational planning in relation to the capital requirements needed to grow and to extend the life span of the assets. The directors consider available and required funds as a basis for any dividend under its distribution policy.

Section 172(1) statement (continued)

Stakeholder considerations (b – e)

Engaging stakeholders and developing meaningful partnerships is essential for long-term business success. The Company engages in regular, open, and proactive dialogue with all relevant stakeholders as this is needed to understand their perspectives, expectations, concerns, and needs. For example in many instances suppliers are located on the same chemical parks which helps develop partnerships, facilitate discussions as well as reduce waste, inefficiency. The Company also works with trade unions and have open and constructive discussions as well as investing in training programmes to continue to develop employees at all levels of the organisation. In this way, the Company is able to integrate stakeholder's considerations into business decision-making processes. Dialogue with stakeholders gives the Company the opportunity to explain its clear and committed approach to sustainability as well as the value of the Company's work, products and services for society.

Key stakeholders contribute to the Company's economic, social, and environmental performance. Stakeholders include customers, suppliers, employees, financial experts and rating agencies, local communities, industry associations, NGOs, scientific institutions, universities, government, and value chain partners. The Company is very conscious of having a sustainable business, so INEOS produces an annual sustainability report which aligns with the Global Reporting Initiative (GRI) framework and focuses on the issues most material to the Company and its stakeholders. The report focuses on seven key areas, being:

1. Climate change – advancing the transition to net zero;
2. Circular economy – maximising resource efficiency and eliminating waste;
3. Water stewardship – tracking and reducing our water footprints chains;
4. Zero pollution – driving progress toward sustainable chemical value chains;
5. Our people – prioritising workplace health and safety (SHE) and fairness;
6. People in our value chain – safeguarding conditions and human rights;
7. People in our communities – respecting and supporting local communities;
8. Governance – maintaining the highest standard of ethics and compliance.

These matters are considered by the directors in making decisions and in assessing the long-term viability of the business.

The Company is committed to maintaining a workplace that is safe, professional, and supportive of teamwork and trust. The Company is committed to creating and sustaining a work environment of mutual trust where all employees are treated with respect and dignity, compensated fairly based on local market conditions, and are entitled to adequate working hours. The Company value diversity of its people and each of its employees is recognised as an important member of the team.

The Company is committed to protecting and maintaining the quality of the environment and to promoting the health and safety of its suppliers, customers, visitors and the communities in which it operates. For example INEOS is a signatory to the International Council of Chemical Associations' (ICCA) Responsible Care Global Charter which demonstrates the Company's commitment to strengthening chemicals management systems, safeguarding people and the environment, and working towards sustainable solutions through our value chain. Compliance with all legislation intended to protect people, property and the environment is one of the Company's fundamental priorities and applies to its products as well as to its processes. Management lead by example and allocate the required resources to achieve excellence in SHE performance.

The need to act fairly as between members of the Company (f)

The Company has a single shareholder and a single ultimate controlling party. Their interests are taken into account by the directors to promote fairness in decision making.

Principal Decisions

The Company's manufacturing site continues running long term assets, with an established customer and supplier base, there are not really many changes or major decisions to be made. There were no principal decisions that management took in the year ending 31 December 2023.

Key performance indicators

The Company uses a number of financial and non-financial key performance indicators ("KPIs") to measure performance, which are monitored against budget and the prior year.

The main financial KPI for the business is earnings before interest, taxation, depreciation, amortisation and exceptional items ("EBITDA before exceptional items"). EBITDA before exceptional items for the Company for

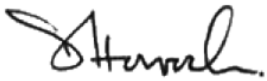
Key performance indicators (continued)
the year ending 31 December 2023 was £124.7 million (2022: £195.1 million). The Company also closely monitors fixed costs against budget and prior year.

The Company uses a number of other non-financial key performance indicators to measure performance including health, safety and environmental ("SHE") metrics such as Occupational Safety and Health Administration ("OSHA") incident and injury rates to measure the safe working of employees and contractors. Other KPIs include monitoring the reliability of operating assets and working capital ratios of the Company.

Future developments
The directors' do not expect any significant change in the Company's operations, anticipating that the Company will continue to operate as now into the future.

The Company will however directly benefit from future developments in the wider INEOS Quattro Holdings Limited group. Details of such developments can be obtained by reference to the consolidated financial statements of INEOS Quattro Holdings Limited which are available to the public and may be obtained from the Company Secretary at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG, United Kingdom.

Approved by the board and signed on its behalf



D J Horrocks
Director
Date: 4 June 2024

INOVYN ChlorVinyls Limited

Directors' report for the year ended 31 December 2023

The directors present their report together with the financial statements and auditor's report of INOVYN ChlorVinyls Limited (the "Company") for the year ended 31 December 2023.

Principal activity
The Company's principal activity is the manufacture and sale of chemical products.

Results for the year
The results of the Company are set out in the income statement on page 12 which shows a profit before taxation of £97.5 million (2022: £175.2 million).

Dividends
The directors do not recommend payment of a dividend (2022: £nil). No dividend has been paid or declared post year end.

The Ukraine conflict
The Company does not have operations in Belarus, Russia or Ukraine. During 2022 and 2023 there was no revenue generated in these countries. The Company is not currently experiencing any material disruption to its operations and does not foresee any direct impact as a result of the conflict, but will continue to monitor the evolving situation closely.

Going concern
The directors have considered the Company's projected future cash flows and working capital requirements. As at 31 December 2023, the Company had net current assets of £47.8 million (2022: £5.8 million) and net assets of £276.8 million (2022: £203.3 million). The company held cash of £8.6 million (2022: £15.0 million). The profit after tax for the year was £78.5 million (2022: £142.2 million). The directors have received confirmation that the parent, INEOS Quattro Holdings Limited, will continue to support the company for at least the 12 months from signing of these financial statements.

After making enquiries, the directors have a reasonable expectation that the parent's going concern assessment confirms that there is sufficient forecast committed liquidity headroom for the parent to provide this support and the company will therefore have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Company continues to adopt the going concern basis in preparing its financial statements.

Future developments
The Company will continue to focus on those areas which can be controlled including performance on health and safety and improved reliability of production. Continued reductions in the fixed cost base, including realisation of the full benefits following the plant closures will also improve profitability and cash flow. Additionally, the Company will remain focused on controlling capital expenditure and working capital. Further information is in the strategic report on page 4.

Donations
The Company made no political contributions (2022: £nil).

Branches outside the UK
There is a branch of the Company in Germany which, until 31 December 2015, operated a PVC plant. Following the cessation of operations on this date, the business was transferred to the PVC plant in the UK. The branch still exists but is now inactive.

Financial risk management objectives and policies
The Company's operations expose it to a variety of financial risks that include the effects of changes in price risk, currency fluctuation risk, liquidity risk and interest rate risk. The Company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the Company where appropriate.

The Company is exposed to commodity price risk as a result of its operations. However, the Company considers the cost of managing exposure to such risk exceeds any potential benefits. The Company is funded internally by the INEOS Quattro Holdings Limited group and therefore has no direct exposure to liquidity or debt market risk. Interest rate exposures are managed on a group basis and are fully disclosed in the consolidated financial statements of INEOS Quattro Holdings Limited.

INOVYN ChlorVinyls Limited

Directors' report for the year ended 31 December 2023 (continued)

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

A Moorcroft (Resigned 10 April 2024)
D J Horrocks
N M Bouckley
P M Daniels

Directors' indemnities
As permitted by the Articles of Association, the Company, via a policy maintained by its parent undertaking has maintained cover for its directors and officers under a directors' and officers' liability insurance policy as permitted by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

Employees
The Company places considerable importance on communication with employees. This is to ensure that employees at all levels of the organisation are kept aware of key business developments and, in particular, financial performance so as to focus attention on key performance metrics. Town hall sessions are held at various points in the year, hosted by members of the Executive Committee, regional leadership teams and site management. Business news items are also communicated in local language to the organisation either via cascade or direct to individuals via email, Bulletin Boards and Intranet facilities. Work groups in the manufacturing areas have daily "toolbox talks" that cover SHE, critical operational items for the day and business developments. The Company undertakes employee surveys on a regular basis and there are action plans in place to address issues arising. INEOS is committed to an environment where open, honest communications are the expectation, not the exception. There is encouragement to discuss issues with line managers or other managers. In addition, there is an "INEOS Speak UP!" service for those employees wishing to report more serious unethical or improper behaviours. The Company has regard to employees' interests and take employee views into account when making decisions.

The Company operates in full accordance with prevailing employment legislation including information and consultation with employees and their representatives on matters affecting their interests. Outside of any necessary formal consultation process, there are regular briefings between the Company and the Trade Union bodies.

The Company facilitates a number of schemes designed to encourage employees to deliver key business targets. This includes a discretionary Short Term Incentive Plan and a Long Term Incentive Plan, both of which are designed to focus attention on key areas of performance such as SHE, EBITDA before exceptional items, working capital, plant reliability and fixed costs.

It is the Company's practice to give full and fair consideration to applications for employment received from disabled persons, subject to the Company's requirements and to the qualifications, ability and aptitude of the individual in each case. In the event of staff becoming disabled, every effort is made to ensure their continued employment with the Company and to provide suitable adjustments to the workplace where appropriate.

The Company continually strives to meet, and where possible, exceed strict health, safety and environmental performance targets. It is committed to continuous improvement in all aspects of its operations. Through its Safety, Health, Environment Quality ("SHEQ") Policy, the Company aims to be amongst the chemical industry leaders in health, safety, environmental protection and customer satisfaction, ensuring that products meet society's increasing environmental requirements. Specifically the Company works to two guiding principles. The first being to protect the health and safety of the communities in which it operates and the users of its products. Secondly, the Company seeks to minimise the effects on the environment from its operation, storage, transport, use and disposal of its products.

The Company manages Safety, Health and the Environment ("SHE") as an integral part of its activities through a formal management system that sets clear SHE standards/targets and monitors performance against them. It requires all members of staff (and others who work on its behalf) to adhere to the standard in the SHE Management System and to exercise personal responsibility to prevent harm to themselves, others and the environment. Comprehensive SHE information and training is provided to all employees, with SHE objectives set for every individual each year through the performance appraisal process. SHE targets also feature in the Company's discretionary Business Bonus Scheme. Appropriate SHE information and training is also provided to others who work for the Company, handle its products or operate its technologies. The Company also participates in industry wide responsible care and sustainable development activities.

Directors' report for the year ended 31 December 2023 (continued)

Health and safety
The Company's facilities and operations are subject to a wide range of health, safety, security and environmental ("HSSE") laws and regulations in all of the jurisdictions in which it operates. These requirements govern, among other things, the manufacture, storage, handling, treatment, transportation and disposal of hazardous substances and wastes, wastewater discharges, air emissions (including GHG emissions), noise emissions, human health and safety, process safety and risk management and the clean-up of contaminated sites. Many of the Company's operations require permits and controls to monitor or prevent pollution. The Company has incurred, and will continue to incur, substantial ongoing capital and operating expenditures to ensure compliance with current and future HSSE laws, regulations and permits or the more stringent enforcement of such requirements.

The Company's operations are currently in material compliance with all HSSE laws, regulations and permits. The Company actively addresses compliance issues in connection with its operations and properties and believe that it has systems in place to ensure that environmental costs and liabilities will not have a material adverse impact on the Company.

Business relationships
The business relationships with suppliers and customers are of strategic importance to the Directors of the Company and their decision-making process. The business relationships of the Company are described in the Section 172(1) statement in the Strategic Report.

Streamlined Energy and Carbon Reporting
The Company is classified as a large unquoted company due to its size and shareholding structure. Disclosures under the Streamlined Energy and Carbon Reporting requirements for the Company are contained in the Streamlined Energy and Carbon Reporting in the Strategic Report of the consolidated financial statements of INEOS Industries Limited, an intermediate parent undertaking. This reporting covers the Group's UK operations, including those of the Company. The consolidated financial statements of INEOS Industries Limited are available to the public and may be obtained from the Company Secretary at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG.

Sustainability
Following the Paris Climate Agreement of 2015, many nation states have set the goal to achieve a Net Zero Emission Economy by 2050, and are adopting regulations and legislation to support this. Further information can be found within the consolidated financial statements of INEOS Quattro Holdings Limited which are available to the public and may be obtained from from the Company Secretary at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG, United Kingdom.

Directors' responsibilities statement
The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

INOVYN ChlorVinyls Limited

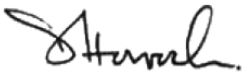
Directors' report for the year ended 31 December 2023 (continued)

Statement of disclosure of information to auditors
The directors confirm that as far as they are aware, there is no relevant audit information of which the Company's auditors are unaware and that they have taken all steps necessary as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Independent auditors
The auditors, Deloitte LLP, have expressed their willingness to continue in office as auditor pursuant to Section 487 of the Companies Act 2006. Appropriate arrangements have been put in place for them to be deemed reappointed in the absence of an Annual General Meeting.

Registered address
INOVYN ChlorVinyls Limited
Bankes Lane Office
Bankes Lane
Runcorn
Cheshire
WA7 4EL
United Kingdom

Approved by the board and signed on its behalf



D J Horrocks
Director
Date: 4 June 2024

INOVYN ChlorVinyls Limited

Independent auditor's report to the members of INOVYN ChlorVinyls Limited

Report on the audit of the financial statements

Opinion
In our opinion the financial statements of INOVYN ChlorVinyls Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the income statement;
- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 27.

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).

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 Financial Reporting Council's (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 directors' 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 financial statements are 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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

Responsibilities of directors
As explained more fully in the directors' responsibilities statement, 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.

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 auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud
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.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the company's business sector.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation, tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. These included environmental regulations.

We discussed among the audit engagement team including relevant internal specialists such as tax, IT and pensions, regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the occurrence of non-routine revenue transactions given these are more susceptible to manipulation compared to automatic routine transactions. Our specific procedures performed to address the occurrence of non-routine revenue transactions included the substantive testing of manual adjustments to revenue, through agreement to supporting evidence to verify the occurrence of the revenue.

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

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

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance and the environment agencies.

Report on other legal and regulatory requirements

Opinions on other matters 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 have been prepared in accordance with applicable legal requirements.

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

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.

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.



Matthew Hughes BSC(Hons) ACA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Leeds, United Kingdom
Date: 4 June 2024

INOVYN ChlorVinyls Limited

Income statement for the year ended 31 December 2023

	Note	2023 £m	2022 £m
Revenue	2	**341.3**	494.0
Cost of sales		**(213.2)**	(300.3)
Exceptional cost of sales	3	**(10.6)**	-
Total cost of sales		**(223.8)**	(300.3)
Gross profit		**117.5**	193.7
Distribution costs		**(10.4)**	(11.0)
Administrative expenses		**(12.7)**	(4.4)
Operating profit	4	**94.4**	178.3
Interest receivable and similar income	7	**3.6**	3.7
Interest payable and similar expenses	8	**(0.5)**	(6.8)
Profit before taxation		**97.5**	175.2
Tax on profit	9	**(20.2)**	(33.0)
Profit for the financial year		**77.3**	142.2

All activities of the Company relate to continuing operations.

Statement of comprehensive income for the year ended 31 December 2023

	Note	2023 £m	2022 £m
Profit for the financial year		**77.3**	142.2
Other comprehensive income/(expense):			
Items that will not be reclassified to profit or loss			
Actuarial loss recognised in the pension scheme	22	**(5.1)**	(59.7)
Movement in deferred tax relating to pension liability		**1.3**	14.9
Exchange translation effect on net assets of overseas branch		**-**	(5.7)
Total comprehensive income for the financial year		**73.5**	91.7

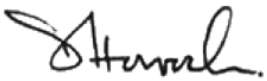
INOVYN ChlorVinyls Limited

Balance sheet as at 31 December 2023

	Note	2023 £m	2022 £m
Non-current assets			
Intangible assets	10	**60.4**	61.1
Property, plant and equipment	11	**148.3**	138.5
Investment	12	**0.6**	0.6
Deferred tax asset		**84.8**	72.6
Employee benefits	22	**10.0**	5.3
		304.1	278.1
Current assets			
Inventories	13	**37.4**	30.2
Trade and other receivables – amounts falling due within one year	14	**115.4**	131.1
Cash at bank and in hand	15	**8.6**	15.0
		161.4	176.3
Current liabilities			
Trade and other payables: amounts falling due within one year	16	**(73.4)**	(166.5)
Tax liabilities		**(40.2)**	(4.0)
Total current liabilities		**(113.6)**	(170.5)
Net current assets		**47.8**	5.8
Total assets less current liabilities		**351.9**	283.9
Trade and other payables: amounts falling due after more than one year	17	**(22.3)**	(28.3)
Provisions for liabilities	21	**(38.0)**	(35.2)
Employee benefits	22	**(14.8)**	(17.0)
Deferred tax liability		**-**	(0.1)
Total creditors: amounts falling due after more than one year		**(75.1)**	(80.6)
Net assets		**276.8**	203.3
Equity			
Share capital	23	**-**	-
Share premium account		**310.8**	310.8
Capital contribution reserve		**98.8**	98.8
Accumulated losses		**(132.8)**	(206.3)
Total shareholder's funds		**276.8**	203.3

The financial statements and accompanying notes on pages 15 to 41 were approved by the Board of Directors on 4 June 2024 and are signed on its behalf by:

D J Horrocks
Director



INOVYN ChlorVinyls Limited
Registered Number 04068812

INOVYN ChlorVinyls Limited

Statement of changes in equity for the year ended 31 December 2023

	Share capital £m	Share premium account £m	Capital contribution reserve £m	Accumulated losses £m	Total shareholder's funds £m
Balance at 1 January 2022	**-**	**310.8**	**98.8**	**(298.0)**	**111.6**
Profit for the financial year	-	-	-	142.2	**142.2**
Other comprehensive income/(expense):					
Exchange translation effect on net assets of overseas branch	-	-	-	(5.7)	**(5.7)**
Actuarial gain recognised in the pension scheme (Note 22)	-	-	-	(59.7)	**(59.7)**
Movement in deferred tax relating to pension liability	-	-	-	14.9	**14.9**
Total comprehensive income for the year	**-**	**-**	**-**	**91.7**	**91.7**
Balance at 31 December 2022	**-**	**310.8**	**98.8**	**(206.3)**	**203.3**
Profit for the financial year	**-**	**-**	**-**	77.3	**77.3**
Other comprehensive income/(expense):					
Actuarial gain recognised in the pension scheme asset (Note 22)	-	-	-	(5.1)	**(5.1)**
Movement in deferred tax relating to pension liability	-	-	-	1.3	**1.3**
Total comprehensive income for the year	**-**	**-**	**-**	**73.5**	**73.5**
Balance at 31 December 2023	**-**	**310.8**	**98.8**	**(132.8)**	**276.8**

INOVYN ChlorVinyls Limited

Notes to the financial statements

1 Accounting policies

INOVYN ChlorVinyls Limited (the "Company") is a private company, incorporated in the United Kingdom, registered in England and Wales and limited by shares. The address of the Company's registered office is shown on page 8.

These financial statements were prepared in accordance with The Companies Act 2006 as applicable to companies using FRS 101, on a going concern basis.

The functional and presentational currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £0.1 million.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards (IFRSs) as adopted by the United Kingdom ("Adopted IFRSs") effective 31 December 2023 and with the Companies Act 2006 as applicable to companies using Adopted IFRSs and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

An intermediate parent undertaking, INEOS Quattro Holdings Limited includes the Company in its consolidated financial statements. The consolidated financial statements of INEOS Quattro Holdings Limited are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from from the Company Secretary at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG, United Kingdom.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

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

Judgements made by directors in application of these accounting policies that have significant effect on the financial statements and estimates with significant risk of material adjustment in the next year are discussed in note 27.

Changes in accounting policies
The Company financial statements have been prepared using consistent accounting policies with those of the previous financial year.

Measurement convention
The financial statements are prepared on the historical cost basis.

Going concern
The directors have considered the Company's projected future cash flows and working capital requirements. As at 31 December 2023, the Company had net current assets of £49.0 million (2022: £5.8 million) and net assets of £278.0 million (2022: £203.3 million). The company held cash of £8.6 million (2022: £15.0 million). The profit after tax for the year was £78.5 million (2022: £142.2 million). The directors have received confirmation that the parent, INEOS Quattro Holdings Limited, will continue to support the company for at least the 12 months from signing of these financial statements.

After making enquiries, the directors have a reasonable expectation that the parent's going concern assessment confirms that there is sufficient forecast committed liquidity headroom for the parent to provide this support and the company will therefore have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Company continues to adopt the going concern basis in preparing its financial statements.

1 Accounting policies (continued)

Foreign currencies
Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the income statement. The net liabilities of an overseas branch of the Company are translated to the Company's functional currency at the foreign exchange rate at the balance sheet date. Foreign exchange differences arising on translation of oversea branches are recognised in other comprehensive income.

Non-derivative financial instruments
Non-derivative financial instruments comprise investments in equity, trade and other receivables, cash and cash equivalents, loans and borrowings, and trade and other payables.

Trade and other receivables
Trade and other receivables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other payables
Trade and other payables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Investments
Investments are stated at amortised cost less impairment. Investments in jointly controlled entities, associates and subsidiaries are carried at cost less impairment.

Interest-bearing borrowings
Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Property, plant and equipment and depreciation
Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses.

Freehold land and assets in the course of construction are not depreciated. Assets in the course of construction are transferred to land and buildings or plant and machinery upon completion. Depreciation is charged when these assets become available for use.

Cost includes expenditure that is directly attributable to the acquisition of the asset. Cost may include the cost of materials, labour and other costs directly attributable to bringing the assets to a working condition for their intended use.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Depreciation is charged to the income statement on a straight-line basis, on cost less residual values, over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives are as follows:

Buildings	-	10 to 50 years
Plant and machinery		
• Major items of plant	-	10 to 30 years
• Major plant overhauls	-	2 to 4 years
• Motor vehicles	-	5 years
• Fixtures, fittings and equipment	-	5 to 10 years
• Computer hardware	-	2 to 4 years

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date.

1 Accounting policies (continued)

Property, plant and equipment and depreciation (continued)

Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease in IFRS 16 Leases. For leases in which the Company is a lessor, the company continues to classify leases as operating leases, recognising income on a straight line basis.

Company as a lessee

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized and lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

The lease payments include fixed payments (including in-substance fixed payments), variable lease payments that depend on an index or a rate (initially measured using the index or rate as at the commencement date), amounts expected to be paid under residual value guarantees less any lease incentives receivable. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are expensed in the period in which the event or condition that triggers the payment occurs.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments a change in the assessment of whether the Company is reasonably certain to exercise an option to purchase the underlying asset, a change in future lease payments arising from a change in an index or rate, or if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee.

When the lease liability is remeasured in this way and there has been no change in the scope of the lease, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

When the lease liability is remeasured in this way and there has been no change in the scope of the lease, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to all leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. The Company also applies the lease of low-value assets recognition exemption to leases of assets that are valued below £10,000. Lease payments on

1 Accounting policies (continued)

Short-term leases and leases of low-value assets(continued)
short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

Intangible assets and goodwill
Goodwill
When the fair value of the separable net assets is less than the fair value of the consideration for an acquired business the difference is treated as goodwill and is capitalised.

Goodwill is carried with an indefinite life and is subjected to annual impairment reviews. Company law requires goodwill to be written off over a finite period. Non-amortisation of goodwill, in accordance with International Financial Reporting Standards, is a departure from the requirements of company law for the overriding purpose of giving a true and fair view. If this departure from company law had not been made, the profit for the financial year would have been reduced by amortisation of goodwill. However, the amount of amortisation cannot be reasonably quantified other than by reference to an arbitrary assumed period for amortisation.

Software
Intangible assets that are acquired by the company are stated at cost less accumulated amortisation and accumulated impairment losses. Other intangible assets held by the company are amortised over 2-4 years.

Emissions Trading Schemes
The Company participates in the UK Emissions Trading Scheme. The Scheme encourages companies to reduce carbon emissions by offering financial incentives if they achieve their annual reduction targets. If a company reduces emissions beyond their target then the surplus may be traded in the form of emissions permits.

The incentive money due from the UK Emissions Trading Schemes are recognised in the consolidated income statement within cost of sales as a reduction of energy costs once the reduction targets have been met. The emissions permits allocated under the Scheme are at nil cost. Any additional emission permits that are purchased are recognised as intangible assets. The Company recognises the revenue from such permits upon their sale to third parties.

The Company accrues for emissions produced. The accrual is measured at the carrying amount of the emission rights held (nil if granted, otherwise at cost) or, in the case of a shortfall, at the current fair value of the emission rights needed.

Government grants and similar deferred income
Government grants and similar cash contributions are shown in the balance sheet as deferred income. This income is amortised on a straight line basis over the same period as the property, plant and equipment to which it relates or the life of the related project.

Inventories
Inventories are stated at the lower of cost and net realisable value. Cost is based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of overheads based on normal operating capacity. Provision is made for obsolete, slow-moving or defective items where appropriate.

Catalysts and the anode, cathode and membrane parts of the electrolysers used in cellrooms, which are part of the chemical reaction and are consumed in the production process, are held as raw materials and consumables within inventories. These are consumed over a certain period, depending on their renewal cycles, according to normal production levels.

Impairment excluding inventories and deferred tax assets
Financial assets (including trade and other receivables)
A financial asset not carried at fair value through the income statement is assessed at each reporting date to determine whether there is objective evidence that it is impaired. The Company applies the simplified approach when providing for expected credit losses for its trade receivables and its contract assets. This approach requires the company to recognise the lifetime expected loss provision for all trade receivables taking in consideration historical as well as forward-looking information.

1 Accounting policies (continued)

Impairment excluding inventories and deferred tax assets (continued)

When the company has assessed the probability of default of a financial asset to be low, the loss is considered immaterial.
The Company assesses on a forward looking basis the expected credit losses associated with the financial assets classified at amortised cost at each balance sheet date and adjusts the allowance accordingly.

Non-financial assets
The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the income statement. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a *pro rata* basis.

An impairment loss in respect of goodwill is reversed if and only if the reasons for the impairment have ceased to apply.

In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Employee benefits
Defined contribution plans
A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement in the periods during which services are rendered by employees.

Defined benefit plans
A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of a defined benefit pension plan is calculated, separately for each plan, by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of any plan assets is deducted.

The Company determines the net interest expense/(income) on the net defined benefit liability/(asset) for the period by applying the discount rate as determined at the beginning of the annual period to the net defined benefit liability/(asset) taking account of changes arising as a result of contributions and benefit payments.

1 Accounting policies (continued)

Employee benefits (continued)
The discount rate is the yield at the balance sheet date on AAA or AA credit rated bonds denominated in the currency of, and having maturity dates approximating to the terms of the Company's obligations. A valuation is performed every three years by a qualified actuary using the projected unit credit method. The Company recognises net defined benefit plan assets to the extent that it is able to recover the surplus either through reduced contributions in the future or through refunds from the plan.

Changes in the net defined benefit liability/(asset) arising from employee service rendered during the period, net interest on net defined benefit liability/(asset), and the cost of plan introductions, benefit changes, curtailments and settlements during the period are recognised in the income statement. Remeasurement of the net defined benefit liability/(asset) is recognised in other comprehensive income in the period in which it occurs.

There are two defined benefit pension schemes that the Company is party to, the INEOS Chlor Pension Fund and the EVC UK Plan. These are multi-employer pension schemes for the employees of the Company and various related parties. INOVYN ChlorVinyls Limited is the principal employer of both schemes.

A full actuarial valuation of these plans is conducted every three years and as a result in the interim years the IAS 19 pension scheme results need to be split on an approximate basis between the Company and the other related parties.

The method used to allocate the IAS 19 liabilities, assets and service cost between the entities is as follows:

- The December 2023 liabilities have been based on the section 75 debt liabilities for the Company versus these liabilities for the plans as a whole at 4 May 2022 (the date of the last signed valuation).
- Approximate allowance has been made for the changes due to special events (that the local actuary is aware of) since 4 May 2022.
- The split of the assets was based on the liability split at 31 December 2023.
- The expected 2023 service cost is based on the ratio of the Company's active payroll versus the total active payroll for the funds as a whole

In summary the 31 December 2023 disclosures for the Company are based on roll-forward calculations based on the latest full valuations, allowing for the approximate impact of the special events and updating for changes in assumptions as at 31 December 2023. Although no further membership changes have been allowed for in the calculations, for the purposes of estimating the liabilities for these disclosures, updated total payroll and membership numbers were provided. The Directors believe that this approach represents a reasonable basis of accounting for the scheme.

The most recent signed valuation for the Company was 4 May 2022. The data from the full actuarial valuation, adjusted for material membership movements since this date, has been used in these financial statements.

Short-term benefits
Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Termination benefits
Termination benefits are recognised as an expense when the company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the company has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are payable more than 12 months after the reporting date, then they are discounted to their present value.

Provisions
Provisions are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can be reliably estimated. The timing of recognition requires the application of judgement to existing facts and circumstances, which can be subject to change. Provisions are

1 Accounting policies (continued)

Provisions (continued)
discounted at risk free pre-tax rates based on country specific government bond yields which match the maturity of the expected future cash flows.

Estimated costs to be incurred in connection with restructuring measures are provided for when the Company has a constructive obligation, which is generally the same as the announcement date. The announcement date is the date on which the plan is announced in sufficient detail such that employees have valid expectations that the restructuring will be carried out. The Company is exposed to environmental and remediation liabilities relating to its past operations. Provision for these costs is made when the Company has a legal or constructive obligation to carry out remediation works and costs can be estimated within a reasonable range of possible outcomes.

Revenue
Revenue represents the invoiced value of products and services sold or services provided to third parties net of sales discounts, value added taxes and duties. Contracts for goods and services are analysed to determine the distinct performance obligations against which revenue should be recognised. The amount to be recognised is determined from the standalone selling prices for goods and services, allocated to the performance obligations. Revenue is recognised when (or as) the performance obligations are satisfied by transferring a promised good or service to a customer.

The pricing for products sold is determined by market prices (market contracts and arrangements) or is linked by a formula to published raw material prices plus an agreed additional amount (formula contracts). Revenue arising from the sale of goods is recognised when the goods are dispatched or delivered depending on the relevant delivery terms and point at which the control of the good or service is transferred to the customer.

The Company applies the five step model for revenue recognition, introduced by IFRS 15 "Revenue from Contracts with Customers". This model allows the Company to identify the contract with a customer; to determine the performance obligations in the contract; to establish the transaction price, which is later allocated to the performance obligations in the contract; and to recognise revenue when, or as, the entity satisfies a performance obligation, that is, that the control of the asset is transferred to the customer.

The Company has a limited number of contracts that include distinct performance obligations (being primarily separate shipping obligations), which can potentially result in revenue being recognised later in time.

Additionally, certain customer contracts offer various forms of variable consideration in the form of early settlement discount or retrospective volume discounts. If it is highly probable that an early settlement discount will be taken and the amount is not expected to reverse when the variability is resolved, the discount is recognised as a reduction of revenue as the sales are recognised. If a volume discount applies retrospectively to all sales under the contract once a certain threshold is achieved, an estimate of the volumes to be sold and the resulting discount is calculated in determining the transaction price and this calculation is updated throughout the term of the contract.

Time and location swap contracts with third parties for commodities and finished goods are excluded from turnover and cost of sales.

Services provided to third parties include administrative and operational services provided to other companies with facilities on the Company's sites. Revenue is recognised at a point in time or over-time depending on whether the over-time revenue recognition criteria is met.

Expenses
Finance lease payments
Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Interest receivable and Interest payable
Interest income and interest payable is recognised in the income statement as it accrues, using the effective interest method. Foreign currency gains and losses are reported on a net basis.

1 Accounting policies (continued)

Expenses (continued)

Exceptional items

In order to provide readers with a clear and consistent presentation of the underlying operating performance of the Company's ongoing business it separately identifies those profits and losses which, because of their size or nature, are outside the normal course of business so are expected to be non-recurring. This may include the disposal of businesses, the impairment of non-current assets, the cost of restructuring businesses, inclusive of plant closure costs and the impact of one off events such as legal settlements as exceptional items.
Some such costs may span more than one accounting year due to the length of project, however we consider non-recurring in nature when consider the underlying substance of the transaction.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity or 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 in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

Securitisation

The Company is party to a receivables securitisation programme in which various INEOS Quattro Holdings Limited group subsidiaries sell trade receivables to INEOS Norway Finance Ireland Limited ("INFIL"), a special purpose vehicle, at a discounted rate. INFIL pledges the receivables as security for borrowings from conduit lenders. The cash due from the sale of receivables, less a financing cost, is lent to the INEOS Quattro Holdings Limited group companies. The financing cost is recognised in interest payable. The Company retains no significant risks or rewards of ownership relating to the receivables sold to INFIL and therefore does not recognise those receivables from the date of sale.

Joint arrangements

Investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The Company has assessed the nature of its joint arrangements and determined them to be joint operations.

The Company recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings.

The Company has a 50% interest in a joint arrangement, Runcorn MCP Limited, which was set-up with VYNOVA Runcorn Limited to provide a toll production of chlorine and caustic soda service to the two shareholders. The joint venture agreements in relation to Runcorn MCP Limited require unanimous consent from all parties for all relevant activities. The two partners have direct rights to the assets of the partnership and are jointly and severally liable for the liabilities incurred by the partnership. This entity is therefore classified as a joint operation and the company recognises its direct right to the jointly held assets, liabilities, revenues and expenses.

2 Revenue

The Company's activities consist of the UK manufacture and sale of chemicals and PVC. These activities are considered to represent a single business segment. All revenues are considered to be sourced and destined for the United Kingdom.

3 Exceptional cost of sales

	2023 £m	2022 £m
Exceptional items included in costs of sale:		
Environmental costs	**10.6**	-

The provision for the mercury cell room based in Runcorn was increased in 2023 by £10.6 million with respect to the planned demolition, inclusive of the safe disposal of hazardous waste and elemental mercury. The increase reflects the Company's understanding of the requirements to complete the demolition project.

4 Operating profit

Included in operating profit are the following:

	2023 £m	2022 £m
Auditor's remuneration		
Audit fees	**0.2**	0.1
Non-audit fees	**-**	-
Depreciation (Note 11)		
Owned assets	**17.4**	14.7
Right of use assets	**2.3**	2.1
Amortisation of deferred income (Note 19)	**(2.5)**	(1.8)
Profit on disposal	**-**	0.1
Expenses relating to short-term leases	**0.7**	0.6
Expenses relating to variable lease payments not included in the measurement of the lease liabilities	**0.6**	0.8

Reconciliation of operating profit to earnings before exceptional items, interest, tax, depreciation and amortisation (EBITDA before exceptional items):

	2023 £m	2022 £m
Operating profit	**94.4**	178.3
Exceptional cost of sales	**10.6**	-
Depreciation and amortisation	**19.7**	16.8
EBITDA before exceptional items	**124.7**	195.1

5 Directors' remuneration

	2023 £m	2022 £m
Directors' emoluments	**0.6**	0.5
Highest paid directors		
Aggregate emoluments	**0.3**	0.2

Contributions made to money purchase pension schemes on behalf of the highest paid director amounted to £nil (2022: £nil)

	Number of directors	
	2023	2022
Retirement benefits are accruing to the following number of directors under:		
Money purchase schemes	**3**	2

6 Staff numbers and costs

The monthly average number of people employed by the Company (including directors) during the year, analysed by activity, was as follows:

	2023 Number	2022 Number
Production and distribution	**454**	428
Administration	**175**	181
	629	609

The aggregate payroll costs of these people were as follows:

	2023 £m	2022 £m
Wages and salaries	**41.3**	44.1
Social security costs	**4.6**	5.5
Contributions to defined contribution plans (Note 22)	**3.8**	4.1
Expenses relating to defined benefit plans: current service cost (Note 22)	**0.9**	0.8
	50.6	54.5

7 Interest receivable and similar income

	2023 £m	2022 £m
Interest receivable on loans to fellow group undertakings	**2.2**	1.4
Other interest receivable and similar income	**1.4**	1.6
Interest receivable on net defined benefit liability/(assets) (Note 22)	**-**	0.7
	3.6	3.7

8 Interest payable and similar expenses

	2023 £m	2022 £m
Interest payable on loans from fellow group undertakings and related parties	**-**	6.1
Interest payable on right of use leases	**0.2**	0.3
Interest payable on net defined benefit liability/(assets) (Note 22)	**0.3**	-
Net foreign exchange losses and similar expenses	**-**	0.4
	0.5	6.8

9 Tax on profit

Recognised in the income statement

	2023 £m	2022 £m
UK corporation tax		
Current tax on income in the year	**16.7**	13.1
Adjustments in respect of prior periods	**14.5**	0.1
Total current tax charge	**31.2**	13.2
Deferred tax		
Origination and reversal of temporary differences	**6.6**	26.6
Adjustments in respect of prior periods	**(17.6)**	(6.8)
Total deferred tax (credit)/charge	**(11.0)**	19.8
Tax charge	**20.2**	33.0

Reconciliation of effective tax rate

	2023 £m	2022 £m
Profit before taxation	**97.5**	175.2
Profit before taxation multiplied by the standard rate of UK corporation tax of 23.5% (2022: 19%)	**22.9**	33.3
Non-deductible expenses	**-**	0.1
Effects of tax rate applied to temporary differences	**0.4**	6.3
Adjustments in respect of prior periods	**(3.1)**	(6.7)
Total tax charge	**20.2**	33.0

On 11 March 2021, the Finance Bill 2021 was announced in the United Kingdom, which increased the rate of corporation tax to 25% on profits over £250,000 from April 2023.

10 Intangible assets

	Goodwill £m	Software £m	Environmental Certificates £m	Total £m
Cost				
At 1 January 2022	134.8	3.3	-	138.1
Additions	-	-	2.7	2.7
At 31 December 2022	134.8	3.3	2.7	140.8
Additions	-	-	2.6	2.6
Disposals	-	-	(3.3)	(3.3)
At 31 December 2023	**134.8**	**3.3**	**2.0**	**140.1**
Accumulated amortisation				
At 1 January 2022	76.4	3.3	-	79.7
At 31 December 2022 and 31 December 2023	**76.4**	**3.3**	**-**	**79.7**
Net book value				
At 31 December 2023	**58.4**	**-**	**2.0**	**60.4**
At 31 December 2022	58.4	-	2.7	61.1

Environmental certificates are in respect of costs associated with the purchase of UK Emissions Trading Scheme allowances. The emissions allowances are subject to impairment under the indefinite-lived intangible asset impairment model.

The entire carrying value of goodwill refers to the PVC product group. The recoverable amount has been determined based on a value-in-use calculation on this single cash generating unit, which uses cash flow projections based on financial budgets approved by the Directors covering a 5 year period. These budgets include key assumptions around the production capacity of the company's assets, the estimated final product selling price and the estimated costs of key raw materials and have been adjusted for specific risk factors that take into account sensitivities of the projection. For this purpose the Company assumes that any increases in raw material costs can be matched with equivalent product prices increases and hence assumes nil growth rates within these key assumptions.

The growth rate would have to fall significantly in order for an impairment to be required. A discount rate of 8.70% per annum (2022: 8.10%), being the Company's current pre-tax weighted average cost of capital adjusted for risk, has been applied to these cash flows, being an estimation of current market risks and the time value of money. The Company has conducted a sensitivity analysis on the impairment test. There are no reasonably possible changes in key assumptions that would lead to an impairment and the assumptions do not give rise to a key source of estimation uncertainty.

11 Property, plant and equipment

	Freehold land and buildings £m	Plant and machinery £m	Assets under construction £m	Total £m
Cost				
Balance at 1 January 2022	29.1	431.3	13.5	473.9
Additions	-	0.3	16.1	16.4
Transfers	0.4	8.1	(8.5)	-
Balance at 31 December 2022	29.5	439.7	21.1	490.3
Additions	-	3.4	26.1	29.5
Transfers	-	5.5	(5.5)	-
Disposals	-	(99.1)	-	(99.1)
At 31 December 2023	**29.5**	**349.5**	**41.7**	**420.7**
Accumulated depreciation				
Balance at 1 January 2022	0.2	334.8	-	335.0
Charge for the year	0.5	16.3	-	16.8
Balance at 31 December 2022	0.7	351.1	-	351.8
Charge for the year	1.3	18.4	-	19.7
Disposals	-	(99.1)	-	(99.1)
At 31 December 2023	**2.0**	**270.4**	**-**	**272.4**
Net book value				
At 31 December 2023	**27.5**	**79.1**	**41.7**	**148.3**
At 31 December 2022	28.8	88.6	21.1	138.5

11 Property, plant and equipment (continued)

Included within the property, plant and equipment are right of use assets as follows:

	Freehold land and buildings £m	Plant and machinery £m	Total £m
Cost			
Balance at 1 January 2022	1.1	11.6	12.7
ROU Modification	-	0.4	0.4
Disposals	-	(0.9)	(0.9)
At 31 December 2022	1.1	11.1	12.2
Additions	-	3.4	3.4
Disposals	-	(0.1)	(0.1)
At 31 December 2023	**1.1**	**14.4**	**15.5**
Accumulated depreciation			
Balance at 1 January 2022	-	7.5	7.5
Charge for the year	0.1	2.0	2.1
Disposals	-	(0.9)	(0.9)
At 31 December 2022	0.1	8.6	8.7
Charge for the year	0.1	2.2	2.3
Disposals		(0.1)	(0.1)
At 31 December 2023	**0.2**	**10.7**	**10.9**
Net book value			
At 31 December 2023	**0.9**	**3.7**	**4.6**
At 31 December 2022	1.0	2.5	3.5

Property, plant and equipment under construction
No borrowing costs were capitalised during the year (2022: £nil).

12 Investments

	£m
Cost and net book value	
Balance at 31 December 2022 and 31 December 2023	**0.6**

The directors believe that the carrying value of the investments is supported by their underlying net assets.

At 31 December 2023, the Company has the following investment in subsidiaries:

Subsidiary undertaking	Country of incorporation	Principal activity	Class of shares held	Percentage of shares held
INOVYN Americas Inc *	USA	Purchase and resale of chemicals	Ordinary	100%
INEOS Chlor Trustees Limited*	England	Pension Fund Trustee	Ordinary	100%
EVC Pension Trustees Limited*	England	Pension Fund Trustee	Ordinary	100%
INOVYN Energy Limited *	England	Holding Company	Ordinary	100%
INOVYN Services Limited *	England	Non-trading	Ordinary	100%

* Shares held directly by the Company

INOVYN Chlor Americas Inc is registered at 2036 Foulk Rd, Suite 204, Wilmington, Delaware 19801, USA.

INEOS Chlor Trustees Limited, EVC Pension Trustees Limited, INOVYN Energy Limited and INOVYN Services Limited are registered at Bankes Lane Office, Bankes Lane, Runcorn, Cheshire, United Kingdom, WA7 4EL.

Details of the Company's other investments are as follows:

Investment	Country of registration or incorporation	Principal activity	Class/percentage of shares held
Associated undertakings:			
INEOS Runcorn (TPS) Holdings Limited ***	England	Holding Company	Ordinary 60%
INEOS Runcorn (TPS) Limited ***	England	Operation of a power station	Ordinary 60%
TTE Training Limited	England	Training Company	Limited by guarantee 100%
TTE Apprenticeship Training Agency Limited	England	Apprenticeship company	Limited by guarantee 100%
Joint operations:			
Runcorn MCP Limited **	England	Cellroom operator	Ordinary 50%

** The joint arrangement in Runcorn MCP Limited is classified as a joint operation and the Company recognises its direct right to the jointly held assets, liabilities, revenues and expenses.

*** INOVYN Energy Limited owns shares entitling it to 60% of the voting rights but only 25% of the economic benefits of INEOS Runcorn (TPS) Holdings Limited. INEOS Runcorn (TPS) Limited is a wholly owned subsidiary of INEOS Runcorn (TPS) Holdings Limited.

13 Inventories

	2023 £m	2022 £m
Raw materials and consumables	**30.6**	23.9
Work in progress	**0.4**	0.3
Finished goods and goods for resale	**6.4**	6.0
	37.4	30.2

Raw materials, consumables and changes in work in progress and finished goods recognised as cost of sales in the year amounted to £213.2 million (2022: £300.3 million). The write down of inventories to net realisable value amounted to £0.2 million (2022: £0.1 million). The reversal of write-downs of inventories to net realisable value amounted to £nil (2022: £nil). There are no material differences between the value of inventories above and their replacement cost (2022: same).

14 Trade and other receivables – amounts falling due within one year

	2023 £m	2022 £m
Trade receivables	**2.8**	5.1
Amounts owed by subsidiary undertakings	**6.0**	10.9
Amounts owed by Group undertakings	**79.8**	86.9
Amounts owed by related parties (note 25)	**15.5**	17.0
Other receivables	**9.6**	10.0
Prepayments and accrued income	**1.7**	1.2
	115.4	131.1

Amounts owed by group and subsidiary undertakings include loans amounting to £61.1 million (2022: £10.6 million). All loans are unsecured, charged at a competitive interest rate, have no fixed date of repayment and are repayable on demand. Amounts owed by group and subsidiary undertakings excluding loans refer to normal trading activity therefore incur no interest and are repayable on agreed terms. Trade receivables are stated after provisions for impairment of £nil (2022: £nil).

15 Cash at bank and in hand

	2023 £m	2022 £m
Cash and cash equivalents	**8.6**	15.0

Cash at bank and in hand includes £4.2 million (2022: £3.6 million) in respect of guarantee deposits.

16 Trade and other payables - amounts falling due within one year

	2023 £m	2022 £m
Trade payables	**17.4**	21.9
Amounts owed to Group and subsidiary undertakings	**5.6**	66.1
Amounts owed to related parties (note 25)	**7.5**	3.1
Other taxation and social security	**2.0**	2.2
Right of use lease liabilities	**2.5**	2.3
Other payables	**5.5**	7.9
Accruals	**27.4**	61.4
Deferred income	**5.5**	1.6
	73.4	166.5

Amounts owed to group and subsidiary undertakings include loans amounting to £nil (2022: £62.1 million). All loans are unsecured, charged at a competitive interest rate, have no fixed date of repayment and are repayable on demand. Amounts owed to group and subsidiary undertakings excluding loans refer to normal trading activity therefore incur no interest and are repayable on agreed terms.

17 Creditors - amounts falling due after more than one year

	2023 £m	2022 £m
Right of use lease liabilities	**2.4**	1.6
Trade payables	**2.5**	8.9
Deferred income	**17.4**	17.8
	22.3	28.3

Deferred income includes government grants and capital contribution (see note 19).

18 Interest bearing loans and borrowings

This note provides information about the contractual terms of the Company's interest-bearing loans and borrowings, which are measured at amortised cost.

	2023 £m	2022 £m
Loans to subsidiary undertakings	**(6.0)**	(10.6)
Loans (to)/from group undertakings – amounts falling due within one year	**(55.1)**	62.1
Right of use lease liabilities – amounts falling due within one year	**2.5**	2.3
Right of use lease liabilities – amounts falling due after more than one year	**2.4**	1.6
	(56.2)	55.4

None of the above refers to convertible debt (2022: £nil).

Right of use lease liabilities
Right of use lease liabilities are payable as follows:

	Minimum lease payments		**Interest**		**Principal**	
	2023 £m	2022 £m	**2023 £m**	2022 £m	**2023 £m**	2022 £m
Less than one year	**2.7**	2.5	**(0.2)**	(0.2)	**2.5**	2.3
Between one and five years	**2.6**	1.8	**(0.2)**	(0.2)	**2.4**	1.6
More than five years	**-**	-	**-**	-	**-**	-
	5.3	4.3	**(0.4)**	(0.4)	**4.9**	3.9

19 Government grants and capital contribution

	Government grants	**Capital Contribution**	**Total**
	£m	**£m**	**£m**
Amounts included in creditors – amounts falling due within one year	1.6	-	1.6
Deferred income – amounts falling due after more than one year	4.3	3.5	7.8
At 1 January 2023	5.9	3.5	9.4
Additions	-	2.1	2.1
Released to the income statement (Note 4)	(1.6)	(0.9)	(2.5)
At 31 December 2023	**4.3**	**4.7**	**9.0**
Less: amounts included in creditors – amounts falling due within one year	**1.6**	**0.8**	**2.4**
Deferred income – amounts falling due after more than one year	**2.7**	**3.9**	**6.6**

Government grants were received in relation to construction of a membrane cell room on the Runcorn site.

Capital contributions to property, plant and equipment reflect monies paid to the Company by parties who reside on the Company's sites, who directly benefit from investments in the asset. These contributions are amortised in line with the depreciation policy of the underlying asset.

20 Deferred tax

The amounts provided in respect of the deferred tax assets are as follows:

	2023 £m	2022 £m
Arising from accelerated capital allowances	**21.9**	26.2
Short term timing differences	**2.0**	1.6
Tax losses and other credits available	**59.7**	41.9
Pensions	**1.2**	2.9
Total	**84.8**	72.6

The amounts provided in respect of the deferred tax liabilities are as follows:

	2023 £m	2022 £m
Pensions	**-**	0.1

Deferred tax assets are recognised to the extent that the realisation of the related tax benefit through future taxable profits is probable based on an assessment of expected future profits modelled against the gross tax losses available. No unrecognised deferred tax asset exist.

Movements during the year in respect of provided for deferred tax were as follows:

	Arising from accelerated capital allowances £m	**Tax losses and other credits available £m**	**Pensions £m**	**Short-term timing differences £m**	**Total £m**
At 1 January 2023	26.2	41.9	2.8	1.6	72.5
Movement in the year	(4.3)	17.8	(1.6)	0.4	12.3
At 31 December 2023	**21.9**	**59.7**	**1.2**	**2.0**	**84.8**

21 Provisions for liabilities

Provisions for plant closure and environmental costs:

	2023 £m	2022 £m
At 1 January	**35.2**	45.3
Increase in the year	**10.6**	-
Utilised during the year	**(6.8)**	(8.6)
Unwind of discount	**(1.0)**	(1.5)
At 31 December	**38.0**	35.2

Provisions are payable as follows:

	2023 £m	2022 £m
Within one year	**3.8**	8.6
More than one year	**34.2**	26.6
	38.0	35.2

21 Provisions for liabilities (continued)

In December 2016, the Company announced the closure of the J stream (mercury) assets at Runcorn Site. At 1 January 2023 a provision of £16.1 million was still in place in respect of this. During 2023, a further provision amounting to £10.6 million was recognised for the demolition, including safe disposal of hazardous waste and elemental mercury, of this asset. During 2023, £4.2 million of this provision was utilised. The remaining £21.1 million (discounted) is anticipated to be fully utilised by the end of 2026.
An opening provision of £2.1 million was in place for the safe removal of redundant oxychlorination and cracking and distillation units at Runcorn site, of which £0.6 million was spent during the year. The remaining provision is expected to be fully paid up by the end of 2025.
During 2021, dismantling provisions amounting to £19.1 million (discounted) were recognized in respect of the Weston Point Power Station at the Company's site in Runcorn. During 2023, £2.0 million was utilized. The remaining provision of £16 million (discounted) is expected to be fully utilized by the end of 2028.

22 Employee benefits

Defined contribution plan

The Company operates a defined contribution pension plan. The total expense relating to these plans in the current year was £3.8 million (2022: £4.1 million), of which £0.7 million was unpaid as at the year-end (2022: £0.7 million).

Defined benefit plans

The UK defined benefit pension plans are final salary in nature. The majority of the UK plans are either closed to new entrants or frozen to future accrual. The plans operate under trust law and are managed and administered by Trustees in accordance with the terms of each plan's Trust Deed and Rules and relevant legislation. The contributions paid to the UK plans are set every three years based on a funding agreement between the Company and Trustee after taking actuarial advice.

Summary movement in defined benefit liability

	Defined benefit obligation		Fair value of plan assets		Net defined benefit liability	
	2023	2022	**2023**	2022	**2023**	2022
	£m	£m	**£m**	£m	**£m**	£m
Balance at 1 January	**(504.4)**	(846.5)	**492.7**	873.4	**(11.7)**	26.9
Included in the income statement						
Current service cost	**(0.8)**	(0.7)	**(0.1)**	(0.1)	**(0.9)**	(0.8)
Net interest (cost)/income	**(24.0)**	(15.6)	**23.7**	16.3	**(0.3)**	0.7
Included in OCI						
Re-measurements gain / (loss):						
Actuarial (gain)/loss arising from						
- Change in financial assumption	**7.8**	322.0	**-**	-	**7.8**	322.0
- Change in demographic assumptions	**(9.5)**	(13.9)	**-**	-	**(9.5)**	(13.9)
- Experience adjustment	**(14.4)**	(1.6)	**-**	-	**(14.4)**	(1.6)
Return on plan assets	**-**	-	**11.0**	(366.2)	**11.0**	(366.2)
Other						
Contributions paid by the employer	**-**	-	**13.2**	21.2	**13.2**	21.2
Benefits paid	**23.5**	51.9	**(23.5)**	(51.9)	**-**	-
Balance at 31 December	**(521.8)**	(504.4)	**517.0**	492.7	**(4.8)**	(11.7)

22 Employee benefits (continued)

Movement in defined benefit liability

	Defined benefit obligation		Fair value of plan assets		Net defined benefit liability	
	2023 £m	2022 £m	**2023 £m**	2022 £m	**2023 £m**	2022 £m
Balance at 1 January	**(349.2)**	(2.4)	**332.2**	1.6	**(17.0)**	(0.8)
Included in the income statement						
Current service cost	**(0.6)**	-	**-**	(0.1)	**(0.6)**	(0.1)
Net interest (cost)/income	**(16.4)**	(0.1)	**15.8**	0.1	**(0.6)**	-
Included in OCI						
Re-measurements gain / (loss):						
Actuarial (gain)/loss arising from						
- Change in financial assumption	**5.3**	1.2	**-**	-	**5.3**	1.2
- Change in demographic assumptions	**(7.0)**	-	**-**	-	**(7.0)**	-
- Experience adjustment	**(10.4)**	0.1	**-**	-	**(10.4)**	0.1
Return on plan assets	**-**	-	**6.6**	(0.6)	**6.6**	(0.6)
Other						
Contributions paid by the employer	**-**	-	**8.9**	0.2	**8.9**	0.2
Benefits paid	**14.7**	-	**(14.7)**	-	**-**	-
Reclassification	**-**	(348.0)	**-**	331.0	**-**	(17.0)
Balance at 31 December	**(363.6)**	(349.2)	**348.8**	332.2	**(14.8)**	(17.0)

Defined benefit liability fair value of plan assets

	2023 £m	2022 £m
Cash and cash equivalents	**26.2**	1.2
Equity instruments	**-**	214.0
Bonds	**322.6**	117.0
Total	**348.8**	332.2

All equity securities and government bonds have quoted priced in active markets. All government bonds are issued by European governments and are AAA- or AA-rated. All other plan assets are not quoted in an active market.

22 Employee benefit (continued)

Movement in defined benefit asset

	Defined benefit obligation		Fair value of plan assets		Net defined benefit asset	
	2023	2022	**2023**	2022	**2023**	2022
	£m	£m	**£m**	£m	**£m**	£m
Balance at 1 January	**(155.2)**	(844.1)	**160.5**	871.8	**5.3**	27.7
Included in the income statement						
Current service cost	**(0.2)**	(0.7)	**(0.1)**	-	**(0.3)**	(0.7)
Interest (cost)/income	**(7.6)**	(15.5)	**7.9**	16.2	**0.3**	0.7
Included in OCI						
Re-measurements gain / (loss):						
Actuarial (gain)/loss arising from						
- Change in financial assumption	**2.5**	320.8	**-**	-	**2.5**	320.8
- Change in demographic assumptions	**(2.5)**	(13.9)	**-**	-	**(2.5)**	(13.9)
- Experience adjustment	**(4.0)**	(1.7)	**-**	-	**(4.0)**	(1.7)
Return on plan assets	**-**	-	**4.4**	(365.6)	**4.4**	(365.6)
Other						
Contributions paid by the employer	**-**	-	**4.3**	21.0	**4.3**	21.0
Benefits paid	**8.8**	51.9	**(8.8)**	(51.9)	**-**	-
Reclassification	**-**	348.0	**-**	(331.0)	**-**	17.0
Balance at 31 December	**(158.2)**	(155.2)	**168.2**	160.5	**10.0**	5.3

Defined benefit asset fair value of plan assets

	2023	2022
	£m	£m
Cash and cash equivalents	**2.3**	1.3
Equity instruments	**-**	49.6
Bonds	**165.4**	109.1
Other	**0.5**	0.5
	168.2	160.5

All equity securities and government bonds have quoted priced in active markets. All government bonds are issued by European governments and are AAA- or AA-rated. All other plan assets are not quoted in an active market.

Actuarial assumptions

The following are the principal actuarial assumptions at the reporting date (expressed as weighted averages)

	2023	2022
Discount rate at 31 December	**4.7%**	5.0%
Rate of price inflation (RPI)	**3.1%**	3.2%
Rate of pension increases	**3.0%**	3.1%

22 Employee benefit (continued)

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The assumptions are equivalent to expecting a 65-year old to live for a number of years as follows:

- Current pensioner aged 65: male 21.5 years (2022: 21.9 years), female 23.7 years (2022: 24.1 years)
- Future retiree upon reaching 65 (member currently aged 50): male 22.5 years (2022: 23.0 years), female 25.0 years (2022: 25.4 years)

Sensitivity analysis

The calculation of the defined benefit obligation is sensitive to the assumptions set out above. The following table summarises how the impact on the defined benefit obligation at the end of the reporting period would have increased / (decreased) as a result of a change in the respective assumptions.

	2023	2022
Discount rate	**4.7%**	5.0%
Discount rate – 100 basis point decrease	**15.5%**	15.6%
Underlying inflation rate	**3.1%**	3.2%
Underlying inflation rate – 50 basis point increase	**5.2%**	2.6%
Mortality		
One year increase in life	**3.2%**	3.3%

The above sensitivities are based on the average duration of the defined benefit obligation determined at the date of the last full actuarial valuation at 4 May 2022 and are applied to adjust the defined benefit obligation at the end of the reporting period for the assumptions concerned. Whilst the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation to the sensitivity of the assumptions shown.

The Company expects to pay £8.1 million in contributions to its defined benefit plans in 2024.

23 Share capital

	Number	**£**
Equity capital – authorised, issued and fully paid		
Ordinary shares of £1 each	15	15
Non-Voting shares of £1 each	1,000	1,000
Non-equity capital - authorised, issued and fully paid		
Non-Convertible Deferred shares of £1 each	2,215	2,215
Convertible, Non-Participating shares of £1 each	85	85
At 31 December 2022 and at 31 December 2023	**3,315**	**3,315**

The Non-Voting shares, the Non-Convertible Deferred shares and the Convertible, Non-Participating shares carry no voting or dividend rights.

24 Commitments

Outstanding capital expenditure in relation to property, plant and equipment authorised by the Board and for which contracts had been placed as at 31 December 2023 amounted to approximately £11.7 million (2022: £10.8 million).

The Company has a number of financial commitments (i.e. a contractual requirement to make a cash payment in the future) that are not recorded in the balance sheet as the contract is not due for delivery. Such commitments include contracts for the future purchase of paraffin, ethylene, energy, storage contracts and other raw materials.

25 Related party transactions

During 2022 and 2023 the Company's controlling party was INEOS Limited. Related parties therefore comprise all entities controlled by the shareholders of INEOS Limited inclusive of associated undertakings and jointly controlled entities; those companies included within the consolidated financial statements of INEOS Quattro Holdings Limited, of which the Company is one, have been excluded from disclosure.

Mr J A Ratcliffe, Mr A C Currie and Mr J Reece are the shareholders of INEOS Limited.

Revenue, expenses, cost recoveries and balances for related parties for 2023 and 2022 are disclosed below.

	2023 Revenue/cost recoveries to £m	**2023 Expenses/cost recoveries from £m**	2022 Revenue/cost recoveries to £m	2022 Expenses/cost recoveries from £m
INEOS Automotive Limited	**0.1**	**-**	0.2	-
INEOS AG	**-**	**-**	-	0.1
INEOS Aviation Limited	**3.5**	**-**	3.0	-
INEOS Commercial Services UK Limited	**1.1**	**-**	1.2	-
INEOS Compounds Aycliffe Limited	**3.4**	**0.6**	3.6	0.6
INEOS Compounds UK Limited	**0.6**	**-**	0.8	-
INEOS Enterprises Holdings Limited	**-**	**-**	0.2	-
INEOS Europe AG	**0.4**	**5.9**	0.1	6.3
INEOS Holdings Limited	**30.5**	**0.3**	23.3	0.4
INEOS Limited	**1.6**	**-**	7.2	-
INEOS Manufacturing Hull Limited	**0.1**	**-**	0.3	-
INEOS Nitriles UK Limited	**-**	**-**	0.4	-
INEOS Olefins & Polymers USA LLC	**-**	**1.0**	-	0.9
INEOS Racing Limited	**-**	**-**	1.0	-
INEOS Sales UK Limited	**-**	**0.7**	-	0.4
INEOS Technologies (Vinyls) Limited	**0.5**	**-**	0.6	-
INEOS Technologies Limited	**1.3**	**5.3**	1.9	5.4
INEOS Upstream Holdings Limited	**0.8**	**-**	6.9	-
INEOS Upstream Services Limited	**0.1**	**-**	0.1	-
INEOS Vinyls Belgium NV	**-**	**0.2**	-	0.4
	44.0	**14.0**	50.8	14.5

25 Related party transactions (continued)

	Payables outstanding 2023 £m	Payables outstanding 2022 £m	**Receivables outstanding 2023 £m**	Receivables outstanding 2022 £m
INEOS Aviation Limited	**-**	-	**0.3**	0.3
INEOS Commercial Services UK Limited	**-**	-	**0.1**	-
INEOS Compounds Aycliffe Limited	**0.1**	0.1	**0.5**	0.7
INEOS Compounds UK Limited	**-**	-	**0.1**	0.2
INEOS Enterprises Group Limited – Centre	**-**	-	**0.2**	-
INEOS Enterprises Group Limited – Salt	**0.1**	-	**1.4**	-
INEOS Enterprises Group Limited – SAC	**-**	-	**0.2**	-
INEOS Europe AG	**0.4**	0.4	**-**	-
INEOS Holdings Limited	**0.3**	-	**1.2**	-
INEOS Limited	**-**	-	**0.2**	0.4
INEOS Manufacturing Hull Limited	**-**	-	**-**	0.1
INEOS Olefins & Polymers USA LLC	**-**	0.2	**-**	-
INEOS Sales UK Limited	**0.1**	-	**-**	-
INEOS Technologies (Vinyls) Limited	**-**	-	**0.1**	0.1
INEOS Technologies Limited	**0.4**	0.7	**0.2**	0.4
INEOS Upstream Holdings Limited	**-**	-	**0.1**	0.1
INEOS Vinyls Belgium N.V	**-**	0.2	**-**	-
	1.4	1.6	**4.6**	2.3

The shareholders of INEOS Limited own a controlling interest in the share capital of Screencondor Limited.

Balances with this related party for 2023 and 2022 are as follows:

	Payables outstanding 2023 £m	Payables outstanding 2022 £m	**Receivable outstanding 2023 £m**	Receivables outstanding 2022 £m
Screencondor Limited	**-**	-	**1.4**	1.2

The Company owns a 60% interest in the share capital of INEOS Runcorn (TPS) Holdings Limited, and is classified as an associated undertaking, and a 50% interest in Runcorn MCP Limited, which is classified as a joint operation.

25 Related party transactions (continued)

Revenue, expenses, cost recoveries and balances for these related parties for 2023 and 2022 are disclosed below.

	2023 Revenue/cost recoveries to £m	**2023 Expenses/cost recoveries from £m**	2022 Revenue/cost recoveries to £m	2022 Expenses/cost recoveries from £m
INEOS Runcorn (TPS) Limited	**8.0**	**36.7**	8.0	33.4
Runcorn MCP Limited	**44.2**	**36.2**	82.6	60.5
	52.2	**72.9**	90.6	93.9

	Payables outstanding 2023 £m	Payables outstanding 2022 £m	**Receivables outstanding 2023 £m**	Receivables outstanding 2022 £m
INEOS Runcorn (TPS) Limited	**-**	-	**4.9**	5.0
Runcorn MCP Limited	**6.1**	1.5	**4.6**	8.5
	6.1	1.5	**9.5**	13.5

26 Ultimate parent company and ultimate controlling party

The ultimate parent company is INEOS Limited, a company incorporated in the Isle of Man. The Directors continue to regard Mr J A Ratcliffe as the ultimate controlling party by virtue of his majority shareholding in INEOS Limited.

The smallest group in which the results of the Company are consolidated is that headed by INEOS Quattro Holdings Limited. The consolidated financial statements of INEOS Quattro Holdings Limited are available to the public and may be obtained from the Company Secretary at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG, United Kingdom, which is the Company's registered office.

The largest group in which the results of the Company are consolidated is that headed by INEOS Industries Limited. The consolidated financial statements of INEOS Industries Limited are available to the public and may be obtained from the Company Secretary at Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG, United Kingdom, which is the Company's registered office.

27 Accounting estimates and judgements

The Company prepares its financial statements in accordance with the FRS101, which require management to make judgements, estimates and assumptions which affect the application of the accounting policies, and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates change and in any future periods.

Critical judgements in applying the Company's accounting policies
The directors do not consider there to be any critical judgements, apart from those involving estimations, which are presented separately below.

Key sources of estimation uncertainty
The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

27 Accounting estimates and judgements (continued)

Pension assumptions
The Company is party to two defined benefit pension plans. The plans are now closed to new entrants and frozen to future accrual. Under IAS 19 Revised Employee Benefits, management is required to estimate the present value of the future defined benefit obligation of each defined benefit scheme. The costs and year end obligations under defined benefit scheme are determined using actuarial valuations. The actuarial valuations involve making numerous assumptions including:

- Future rate of increase in salaries;
- Inflation rate projections;
- Discount rate for scheme liabilities; and
- Expected rates of return on the scheme assets

Details of post -retirement benefits including the major actuarial assumptions and the sensitivity of the post-retirement benefits to the assumptions are set out in note 22: actuarial assumptions.

Provisions
Provisions are recognised for the cost of remediation works where there is a legal or constructive obligation for such work to be carried out. Where the estimated obligation arises upon initial recognition of the related asset, the corresponding debit is treated as part of the cost of the related asset and depreciated over its estimated useful life.

The decommissioning of assets may not be due to occur for many years into the future. Consequently, judgement is required in relation to the estimated cash flows, removal date, environmental legislation, inflation and discount rate used to calculate present value.

Other provisions are recognised in the year when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can be reasonably estimated. The timing of recognition requires the application of judgement to existing facts and circumstances, which can be subject to change.

Estimates of the amounts of provisions recognised are based on current legal and constructive requirements, technology and price levels. Because actual outflows can differ from estimates due to changes in laws, regulations, public expectations, technology, prices and conditions, and can take place many years in the future, the carrying amounts of provisions are regularly reviewed and adjusted to take account of such changes.

The nature and amount of provisions as well as the key assumptions are included within the financial statements are detailed in note 21. The discount rate applied to reflect the time value of money in the carrying amount of provisions requires estimation. The discount rate applied is reviewed regularly and adjusted following changes in market rates. If the estimated discount rate, one of the key assumptions in determining the environmental provisions, used in the calculation had been 1% higher than management's estimate, the carrying amount of the environmental provisions would have been £0.8 million lower.