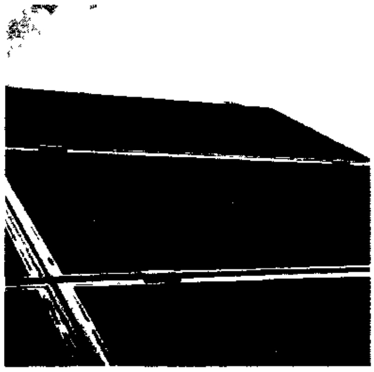
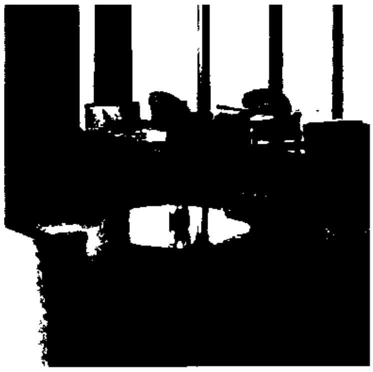
Fern Annual report and Accounts 2017

Registered No 06447318

Because investing in a sustainable future makes economic sense.





FERN TRADING

The Annual Report contains forward-looking statements
For further information see inside back cover

1 | OVERVIEW

Creating value for all stakeholders while making a difference

Revenue

£293m

2017	£293m
2016	£226m
2015	£129m

Net debt/(cash)*

£596m

2017	£596m
2016	£580m
2015	£(84)m

EBITDA

£95m

2017	£95m
2016	£47m
2015	£46m

Share price*

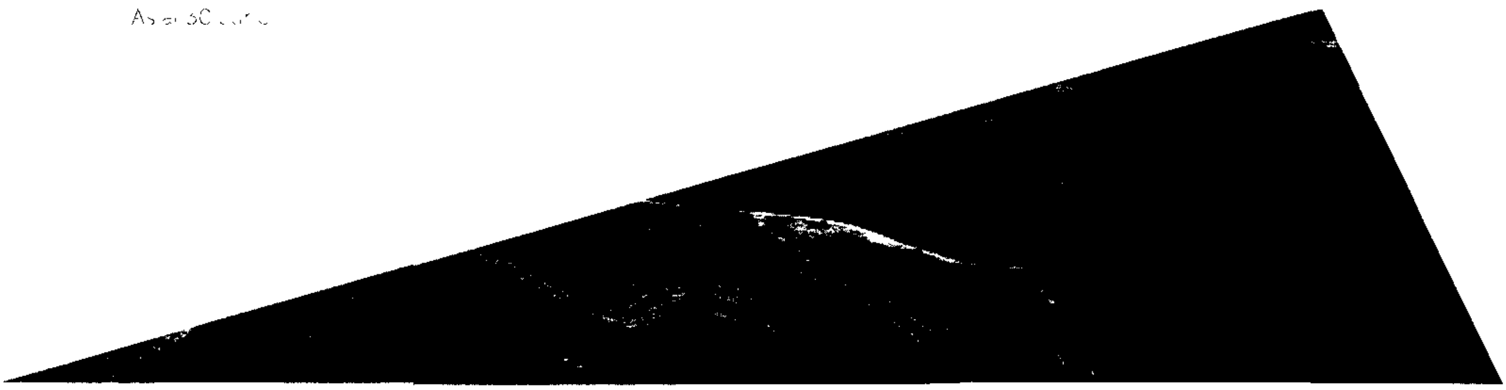
143p

2017	143.0p
2016	135.5p
2015	130.5p

Net assets*

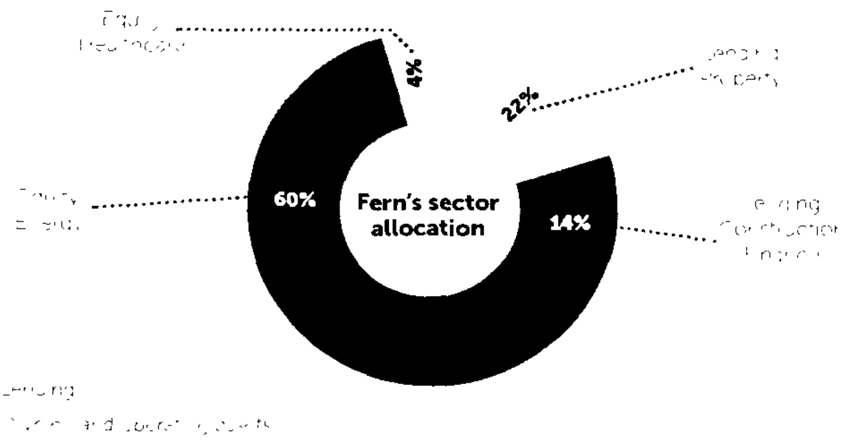
£1.42bn

2017	£1.42bn
2016	£1.28bn
2015	£1.16bn



1 | OVERVIEW

Fern's business lines



Owning and operating assets

Energy

164

24

5

5

3

Healthcare

Lending

Property

£1.1b

1,300

215

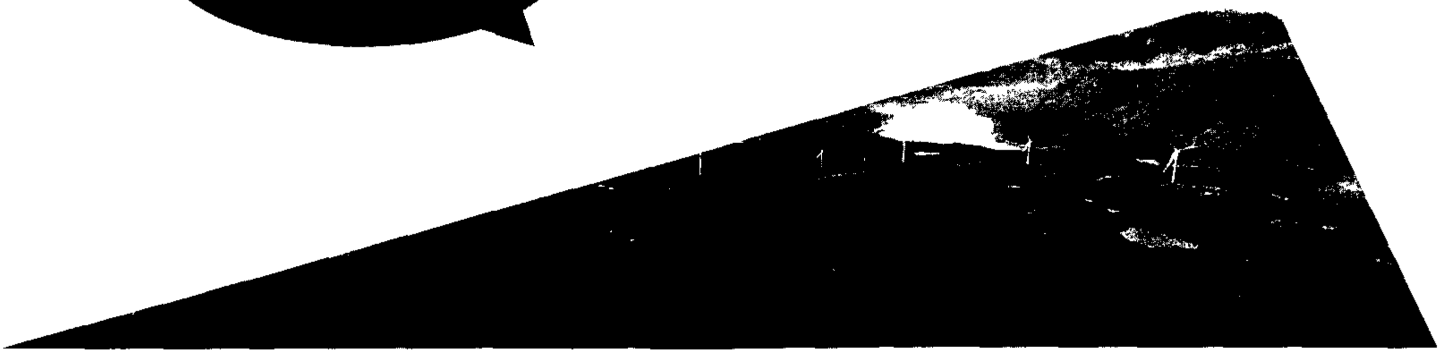
Construction Finance

£900m

£200m

The solar sites owned by Fern generate more than 740 Giga Watt hours (GWh) every year. That's enough energy to power every home in Bristol.

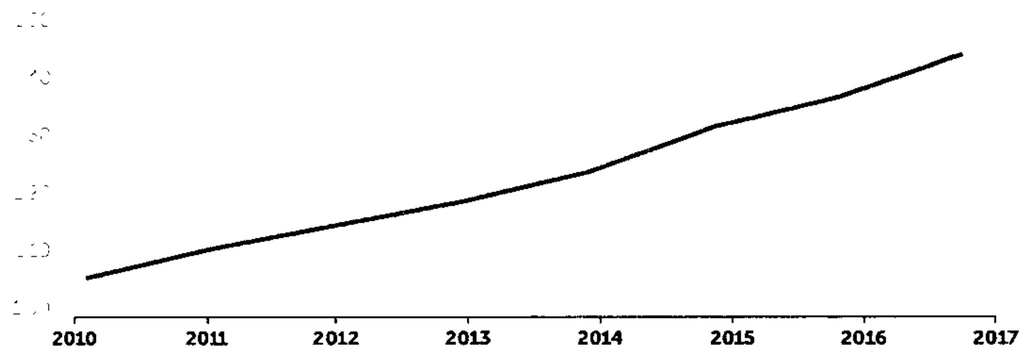
If laid end to end, our solar panels would stretch from London to New York.



1 | OVERVIEW

Fern's share price has performed in line with targets

Share price growth since inception: Fern Trading Limited



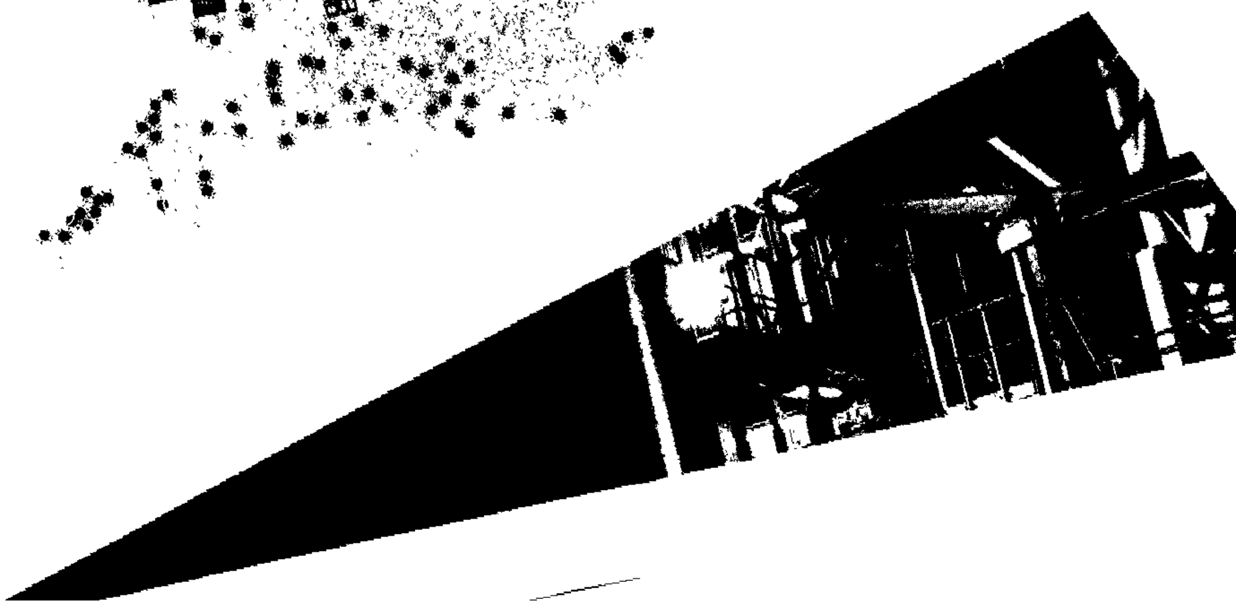
Performance is calculated based on the share price for Fern's shares at 30 June each year

Annual discrete performance

Financial Year	Discrete share price performance
June 2016-17	**5.55%**
June 2015-16	**3.83%**
June 2014-15	**4.00%**
June 2013-14	**3.73%**
June 2012-13	**3.98%**
June 2011-12	**4.10%**
June 2010-11	**4.21%**

Source: Octopus Investments, 30 June 2017

Where Fern operates



2| STRATEGIC REPORT

Chief Executive's Review

Background

The Fern Group ("Fern") has grown to over 250 companies in only seven years by focussing on operating in sectors that are making a valuable contribution for the long term. We currently achieve this in three ways:

- Helping the UK to meet its targets for renewable energy production
- Helping to free up the UK housing stock for redevelopment
- Helping address the needs and healthcare needs of an ageing population

Our involvement in these areas is driven by our financial objectives of:

- Delivering sustainable growth
- Maintaining high quality assets
- Managing liquidity

Over the last year I am delighted with the good progress we have made against this strategic mandate which has resulted in over 5.5% growth in the Group's share price.

These strategic priorities are in line with those of our shareholders' objectives and I remain committed to ensuring that these strategic and financial objectives remain at the forefront of the minds of all those associated with Fern.

Progress in the year

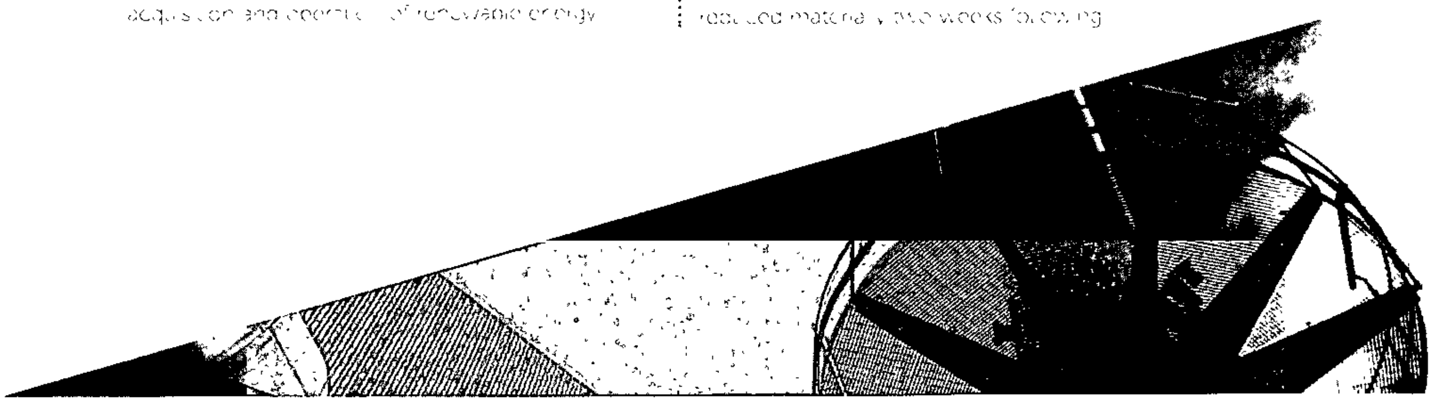
Over the last 3 years, driven by our pursuit of sustainable growth, we have evolved and diversified the operations of Fern from a business with a focus on lending to a position where 65% of its operations now involve the ownership and operation of assets. I believe this better aligns the business to the medium to long term outlook of our shareholders.

During this financial year we have continued to pursue growth in our underlying value per share by maintaining a diversified strategy and continuing the acquisition and operation of renewable energy facilities, the acquisition and management of a retirement village developer and operator and a variety of specialist lending activities. These specialist lending activities include construction loans for healthcare, energy facilities and short and medium-term property lending. Acquisitions during the year included institutional grade commercial-scale solar energy production sites, a reserve power plant (to help the national grid balance supply and demand of electricity), an onshore wind farm and a retirement village development and operator.

Over the last year I am delighted with the good progress we have made against this strategic mandate which has resulted in over **5.5%** growth in the Group's share price.

In addition, during the year we sold a number of solar sites. In previous years Fern has acquired sites [illegible] ready [illegible] and leasehold and [illegible] planning consents and then [illegible] construction of the solar site with the intention of selling once operational. This strategy has been in place for some time but only now are we seeing these sales occur and the strategy has proved attractive.

The proceeds from these sales were used after the end of the financial year to fund part of the purchase of four established onshore UK wind farms, all with proven abilities to deliver attractive returns. The unintended consequence of the timing of the sale and purchase was that there was a large amount of cash in the business at the year-end that was used to acquire the wind farm assets on 14th [illegible] 2017, two weeks after the year end. This explains the unusually high cash position at the year end, which was reduced materially two weeks following.



2| STRATEGIC REPORT

Chief Executive's Review

Fern currently operates in three sectors - renewable energy, property and healthcare. I will briefly outline our strategy in each of these sectors:

Energy

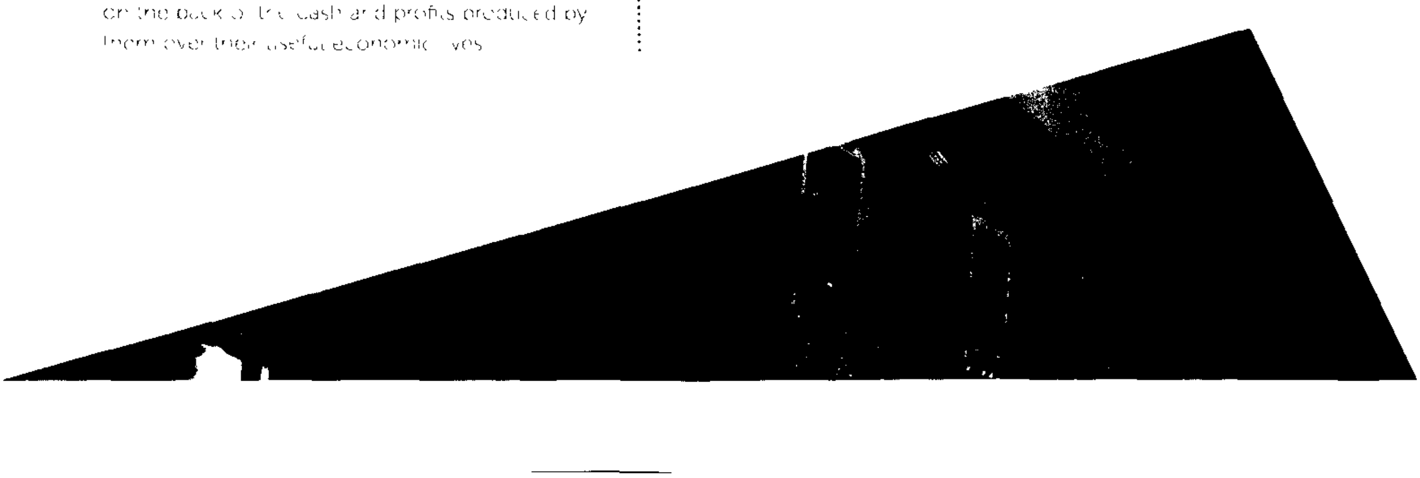
We have been involved in this sector for a number of years, initially as a lender into the construction of renewable energy assets such as solar farms but also, latterly, we have diversified into biomass plants, wind farms, reserve power and landfill gas sites. As we have become more familiar with the sector and as individual projects have moved from early construction to being operational, we have begun to own and operate more of these businesses resulting in renewable energy becoming a very significant part of our business. Consequently, we now have 250 Fern employees operating these sites on the ground as well as many more through the contracts we made to look after them.

The returns are made up of two parts. [illegible] government-backed subsidies [illegible]. We have many years' experience in this sector and own [illegible] Renewable Obligation Certificate (ROC) [illegible] government-backed subsidy solar sites in the UK. This expertise enables us to maintain these assets to deliver their generating performance and manage the commercial aspects of maintaining an electricity generating plant to optimise profits for Fern.

The other part of the revenue stream is the price at which we sell our generated electricity, and we use industry-leading consultants to help us predict and value this long-term income stream. Our model takes into account the depreciation charge that comes with owning assets with a fixed life and ensures that we both make a return on the capital and derive the cash to redeploy in future projects. So, while some of these solar sites will be worth nothing in 25 years, Fern will be a bigger business on the back of the cash and profits produced by them over their useful economic lives.

Property

We provide loans at sensible loan-to-value ratios of up to 70% (the average is significantly lower) and we have security over the property just as a mortgage lender would. These are typically short term (average loan term is [illegible] years), [illegible] loans or smaller scale single-site development or commercial loans. Our lending business is diversified and we currently have more than 200 loans on our books. At the same time we are looking to deliver [illegible] that is consistent with the balance of risk and reward which our shareholders have deemed appropriate.



2 | STRATEGIC REPORT

Chief Executive's Review

Healthcare

We provide construction finance to a number of specialist healthcare developers who are focused on building critical modern healthcare infrastructure in areas such as care homes, retirement villages, private hospitals and special educational needs schools. We also now own and operate a company that specialises in developing retirement villages that Fern initially provided construction lending to. This business is Rangeford, which has three sites [illegible] ranging from early stage development to fully operational villages, and it has developed a concept for people aged over 60 where they can live long and healthy lives in attractive surroundings with a wide range of leisure activities on their doorstep.

> The move here was so easy thanks to the Wadswick Green team

Jean Raper, resident Wadswick Green, Rangeford

With sustainable growth as a key element of everything we do, without taking some calculated commercial risk we would not be able to make a return for our shareholders. We therefore do lend to businesses that may not have been able to secure financing from traditional sources, either because they lack the requisite track record in their industry or their business model does not fit neatly into one of the well-established investment sectors.

It is also worth noting that the current balance of business areas has developed over the years and is likely to develop further as the Group grows. While these areas meet the objectives of our shareholders currently, if that ceases to be the case we could transition to others. This is not to signal any huge departure from these sectors or a deep involvement in any new area but it is important to make our investment policy very clear as I believe it promotes the interests of all our shareholders and avoids the creation of [illegible].

The outlook

I think it is helpful to share our view of the potential effect of any changes in the external environment on our businesses.

For our lending business, there is the potential that property prices growth will slow [illegible] due to the sensible loan to value ratios we adopt, the short term nature of our loans and our avoidance of the high end London property market, any price drop would have to be dramatic and quick to affect us.

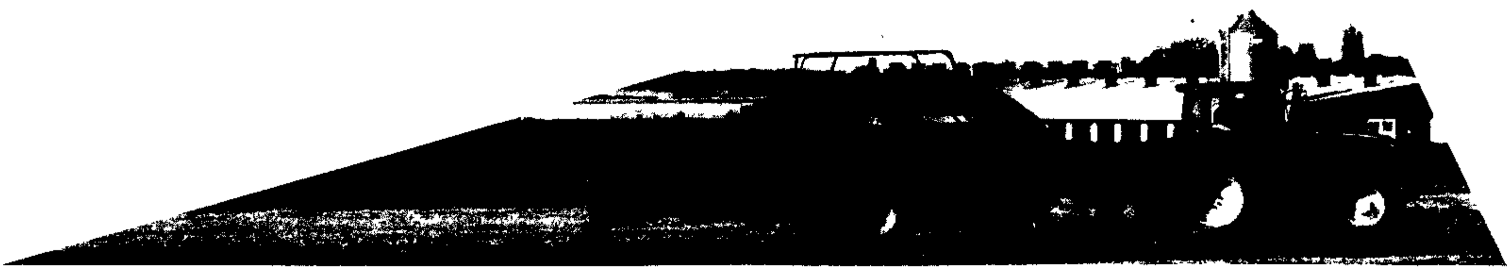
Our view on longer term interest rates is that they will remain broadly flat. Nonetheless, we actively seek protection against such moves through the use of interest rate swaps on our borrowing facilities and issuing loans on fixed rate terms. Our exposure to fluctuations in interest rates is broadly neutral.

In our healthcare business, we are reassured from a core perspective that we believe it unlikely to see any policy change that would fundamentally alter the economics of the businesses we lend to or, in the case of Rangeford, operate.

A proportion of the revenues from our renewable energy business come from government subsidies on 20 or 25 year contracts which we believe are unlikely to be modified. The other income stream is from the sale of electricity on the open market using the wholesale energy prices, largely driven by the wholesale gas price in dollars. We use industry standard consultants to produce external forecasts of the price over the coming decades but these forecasts by their speculative nature are not inherently accurate. Depending on the level of variance between the actual and forecast price, this could have an impact on our revenues and therefore the underlying net asset value.

We do not believe that Brexit will disproportionately affect our businesses.

Overall, due to the sectors we have actively chosen and the risk profile we adopt, there is nothing in the macroeconomic environment that gives us significant cause for concern.



2 | STRATEGIC REPORT

Chief Executive's Review

Making a difference

As a firm we aspire to and are excited about working in sectors such as renewable energy and healthcare infrastructure where we can make a positive difference to the lives of UK residents. Furthermore, we have found that our approach has a real resonance for our shareholders, who are proud of being part of the development of the UK economy in these fields.

Our employees

[illegible] employs more than 550 people across its businesses and provides employment for many more people indirectly through the [illegible].

I would like to highlight two groups of people for special mention.

Firstly, the employees of Rangeford who provide [illegible] care to our residents in [illegible] near [illegible]. We receive numerous letters [illegible] staff from residents and their families [illegible]. The Board and I are extremely grateful to the Rangeford employees for making [illegible] during a period of growth and development.

Living here feels like a holiday. A holiday for life

Mr & Mrs Watson, resident Wadswick Green, Rangeford

Secondly, in May 2016 a team led by Melton Renewable Energy PLC ("MRE")'s Operations Director [illegible] Andrew undertook a year of trials at [illegible] Power Station (a plant that takes waste and turns it into electricity) to validate and test its ability to significantly change its fuel mix to incorporate 50% waste wood. The test criteria included fuel feed performance, emissions, combustion, health and safety and environmental performance.

The rationale for the change was to reduce fuel costs and thereby improve financial performance whilst improving fuel feed diversity. The trial was a success and in July 2017 the engineering project was installed and completed. The project achieved all its goals and has delivered an estimated annual EBITDA improvement of £1m with significantly improved fuel flexibility. A fantastic achievement by [illegible] and his team.

Current trading

We are pleased with the progress we have made in the first four months of the current financial year with the integration of Rangeford and the four onshore wind farms purchased at the start of the new financial year having progressed well. We remain focussed on the delivery of the strategic objectives through our successful involvement in the three sectors in which we currently operate and are confident that the business will continue to create steady long term value for its shareholders.

[illegible] organic growth within the sectors outlined above while [illegible] new [illegible].

Paul Latham
Chief Executive Officer

Our strategy

Delivering sustainable growth + **Maintaining high quality assets** + **Managing liquidity**

Energy	Property lending	Healthcare
We own and operate energy sites as well as providing construction financing to new site developments	We lend against property primarily on a short term basis with loan to value levels up to 70%	We provide construction finance to healthcare providers and own and operate a retirement village business
Helping the UK to meets its targets for renewable energy production	Helping free up the UK housing stock for redevelopment	Helping address the housing and care needs of an ageing population

2| STRATEGIC REPORT

Operational strategy in action

Rangeford Wadswick Green Retirement Village

[illegible] owns the Rangeford group which specialises in creating a high quality of living for people aged over 60. It builds contemporary retirement villages in which people can live long and healthy lives in attractive surroundings with a wide range of leisure activities on their doorstep. Once a site is complete, Rangeford sells apartments to residents to live in and continues to manage the day-to-day activities of the retirement village. Rangeford currently has three retirement villages in various stages of development. The villages at Wadswick Green near Bath and Pickering in Yorkshire have residents after completing the first phase of construction while the rest of both villages continues to be built. The village at Cirencester in the Cotswolds is in the planning stage. In this section we focus on Wadswick Green to illustrate how the villages operate.

Location

Wadswick Green Retirement Village is a [illegible] acre site in Corsham, Wiltshire. It is located in a semi-rural setting and is [illegible] miles from Bath. Formerly a Royal Navy training college where the Duke of Edinburgh spent time as an instructor, this site had been abandoned since 1995 before it was acquired by Rangeford twenty years later.

Design

The village is designed like a resort, with the majority of the apartments in clusters arranged around a central facility that forms the hub of the community. These courtyard apartments are a mixture of contemporary designed 1 to 3 bedroom apartments which are separated from the central facility to promote a feeling of independence.

The central building known as the Pavilion contains a restaurant and bar/lounge, spa, gym, pool and salon. In addition to this, there are gardens and courtyards surrounding the building giving the residents a number of areas where they can relax and socialise. Within the Pavilion are smaller apartments that are designed for residents who may desire easier access to the amenities and services.

Development

The village has been open since April 2015 when the first of the 86 courtyard apartments was released to the public. The Pavilion was completed in November 2015 which is when the restaurant and spa opened and the 26 smaller apartments became available. As at the end of June 2017 all but 4 of the courtyard apartments have been sold and 20 of the Pavilion apartments are available with a total of 12[illegible] residents currently living in the village. Rangeford are building 45 more courtyard apartments which are expected to be completed in August 2018 and plan to build a further 90 in the future. They also intend to expand the Pavilion which would add additional facilities and may include more Pavilion styled apartments.

People

Wadswick Green currently employs [illegible] staff who provide the services to the residents, which include a dedicated and highly qualified domiciliary care team, a personal trainer, restaurant and bar staff, spa therapists, maintenance and [illegible] back office personnel. These people take care of the needs of the residents including helping them move in, driving them to local towns for events around the village and organising events in the village for the residents to enjoy. The restaurant serves over 800 meals a week and the care staff provide an average of 20 hours of care to the residents a day.

2| STRATEGIC REPORT

Operational strategy in action

Solar Energy Pitchford Solar Farm

Fern is the largest investor in commercial scale solar energy installations in the UK and the installed capacity of our farms is in excess of 740 Giga Watts hours (GWh). These solar farms produce a similar amount of energy each year as is consumed by a town the size of Bristol. In this section we focus on Pitchford Solar Farm to illustrate how our solar energy investments operate.

Background

The site consists of over 82,300 solar panels. These panels are made up of solar cells containing photovoltaic material able to convert energy from the sun into a flow of electrons and electric power. This power is then sold via a Power Purchase Agreement to an electricity supply company and sold on to consumers.

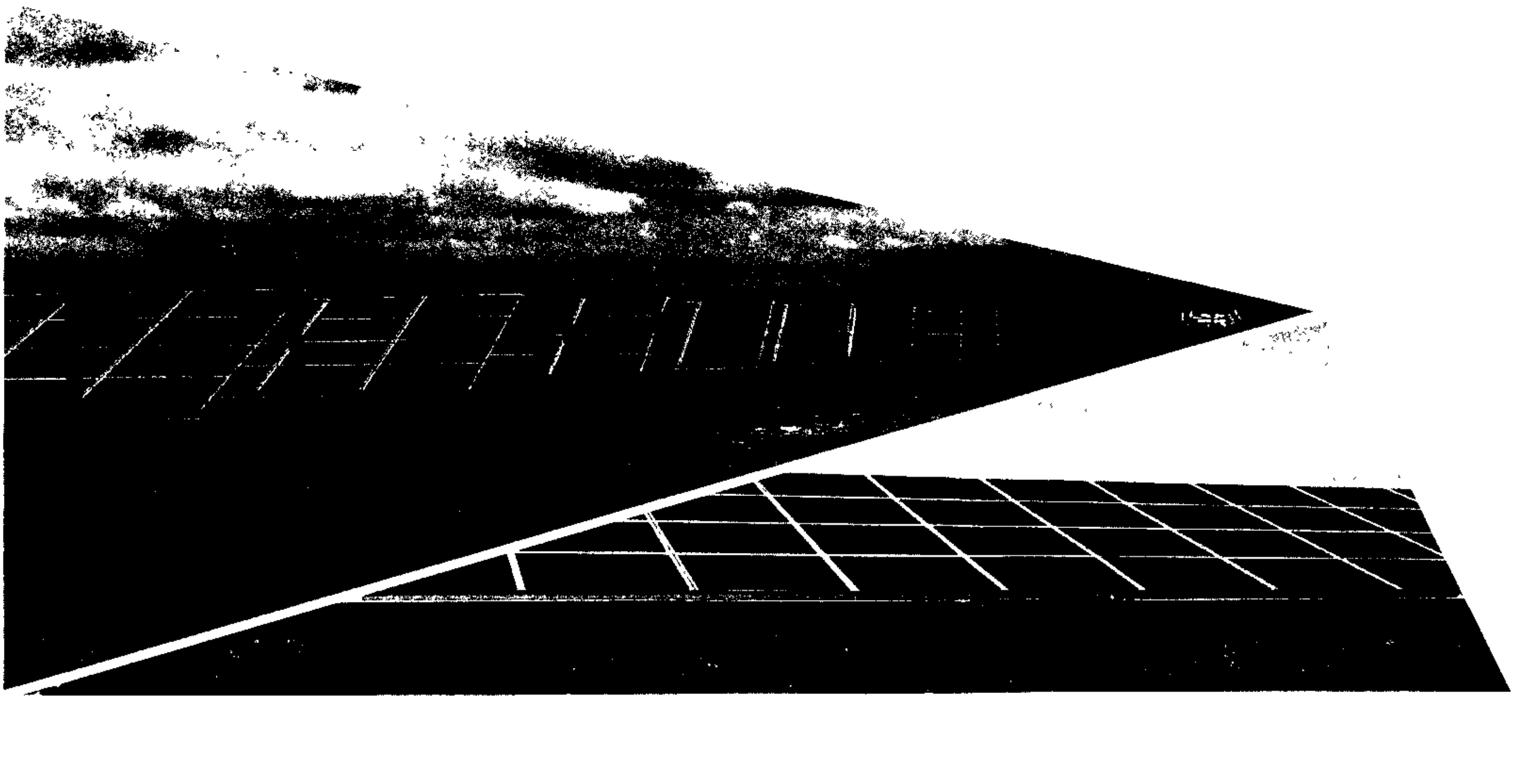
Our return on investment

Through the UK government backed Renewable Obligation Certificates (ROC) mechanism the solar farm [illegible] a 1.40 ROC accredited [illegible] guaranteed long term revenue streams (1.4x the ROC price) on top of the normal revenue from electricity sales. This long term revenue predictability coupled with increasing demand for electricity made it an attractive proposition for Fern.

Pitchford generated £2.2m of revenue for the year with an EBITDA of £1.5m. After interest and depreciation the company made a small profit of £[illegible]2k. Over the next five years revenue is expected to increase by 15% and operating costs by 15% whereas depreciation is expected to stay constant and interest is expected to fall, resulting in steadily increasing profits from the site.

Environmental benefit

The amount of electricity generated by Pitchford per annum is enough to power over 5,800 homes and enough to save around 10,000 tonnes of carbon emissions a year.



2| STRATEGIC REPORT

Directors

The experienced Board of Directors for the Fern Group ("Fern") are responsible for determining the strategy of the business and for accounting for the company's business activities to shareholders. They have a set of complementary commercial, energy sector related and strategic skills.

Paul Latham

Paul is chief executive of Fern and is responsible for the day to day running of the business. He is also a managing director of Octopus Investments, where he has worked since 2005. Octopus Investments is a key supplier of resource and expertise to Fern. Paul's dual role ensures that this relationship works effectively and always operates in the best interests of Fern's shareholders.

Paul has had various general management and internal consulting roles across a number of sectors and brings with him a wealth of industry and business experience.

Keith Willey

Keith is [illegible] and entrepreneurship [illegible] Business School [illegible] University College [illegible] non-executive [illegible] advisory roles [illegible] companies. [illegible] as non-executive [illegible] responsible for [illegible] the Board [illegible].

Keith brings independent commercial expertise gained from his time in academia, private equity investment, consulting and various non-operational roles to the Fern business.

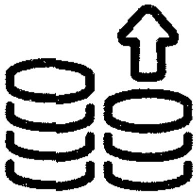
Peter Barlow

Peter has almost 30 years' experience in international financing of infrastructure and energy. As a senior executive for International Power, Peter was responsible for arranging over USD$ 2bn of project and corporate funding as well as banking relationships and treasury activities. He has spent over 20 years working internationally for HSBC, Bank of America and Nomura financing acquisitions and greenfield projects in the energy and infrastructure sectors.

His combination of Board level financing and energy experience over numerous energy sub sectors, and his all round knowledge of all the sectors in which Fern operates, adds significant value to the operation of the Board as well as its strategy formation and deployment.

2 | STRATEGIC REPORT

Key performance indicators



EBITDA

Fern's EBITDA has doubled in the last **3 years**

Carbon offsets

Fern's renewable energy sites' carbon saving in the year grew by **8.8%** to over **780,000** carbon tonnes

Energy generation

Fern's renewable energy assets produced enough energy to fuel **560,000** UK homes

Number of loans

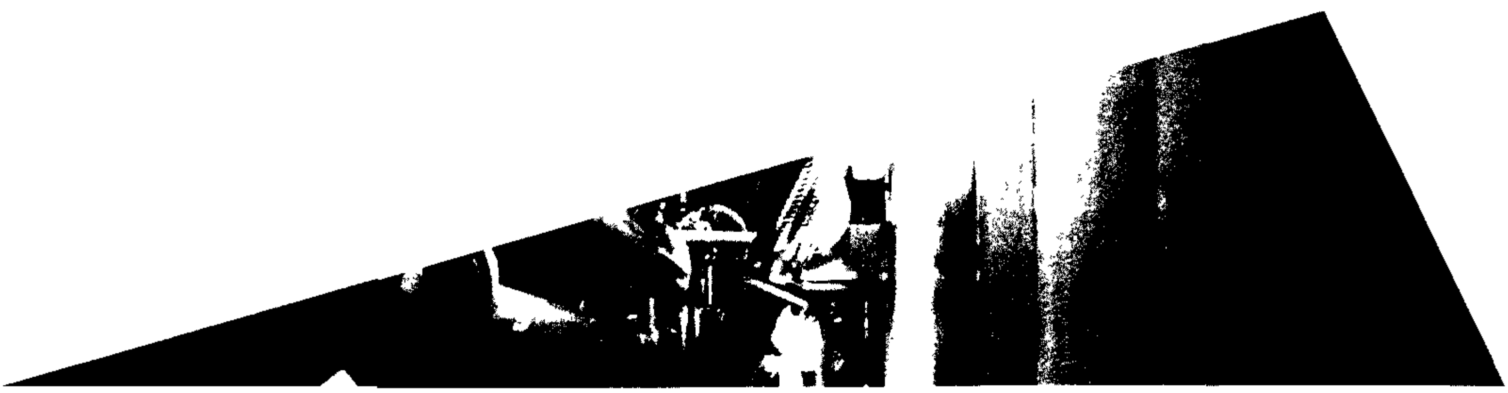
Fern provides financing to over **245** borrowers in the UK

Number of employees

Fern's has grown by around **70** employees to a total of **331** during the year

Number of sites

Fern has over **200** renewable energy sites spread predominantly across the UK



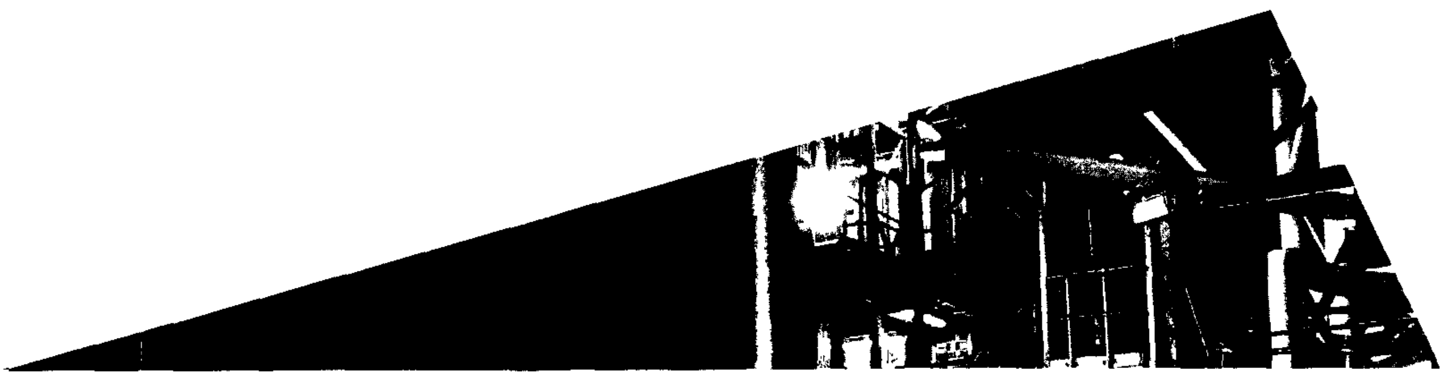
2 | STRATEGIC REPORT

Principal risks and uncertainties

Risk is present in all businesses and arises from the operations and strategic decisions made. The Group manages these risks by carrying out diversified activities (both by type of activity: ownership or lending) and by sector. Key risks that the Group are exposed to relate to energy prices, property prices and counterparty risk of borrowers. These risks are mitigated by thorough due diligence on acquisition targets and on the value of the assets being lent against for new loans. The Directors manage cash flows by deploying capital across a combination of long term equity assets which provide predictable cash flows as well as shorter term loans which help to manage liquidity.

In the table below we present a description of the risk, the mitigation we undertake to reduce the potential impact of this risk and our assessment of whether the likelihood of the risk has increased, lowered, remained the same or is a new risk in the year.

Risks	Key mitigations	Change
Energy price risk: as an owner and lender to renewable energy assets, there is a risk that operational renewable energy generation assets do not achieve the level of income forecast because of changes in energy prices or levels of inflation.	This is mitigated by government backed offtake agreements such as the Renewable Obligation Certificate (ROC) scheme [illegible] the revenue streams and through [illegible] 59% [illegible]	=
Political risk: [illegible]	[illegible]	=
Operational risk: as an owner and lender to renewable energy assets, there is a risk that the operational performance of the sites does not match up to forecast expectations in terms of the production of electricity, whether due to unpredictable weather conditions and/or operational availability.	[illegible]	=
Credit risk (loans): The key risk faced by the Group in its lending activities is the credit risk of its borrowers.	This is mitigated through solid underlying security, such as a charge over property or other security, which decreases the potential risk to the Group's capital. [illegible] loan to values also help to reduce this risk.	=



2 | STRATEGIC REPORT

Principal risks and uncertainties

Risks	Key mitigations	Change
Exposure to the property market (loans): [illegible]	[illegible]	=
Exposure to the property market (development): [illegible]	[illegible]	NEW
Construction risk: [illegible]	[illegible]	+
Financing risk: [illegible]	[illegible]	=

2 | STRATEGIC REPORT

Social responsibility

Through its current business mix the Group aims to make a valuable contribution for the long term and provide some benefits to society. We currently achieve this in three ways:

- Helping the UK to meet its targets for renewable energy production
- Helping to free up the UK housing stock for redevelopment
- Helping address the housing and care needs of an ageing population

Our team also relate to and are excited by working in sectors where we can make a positive difference, be it renewable energy, healthcare, infrastructure or lending to small companies that might not be able to find the finance elsewhere. We have found this approach allied to the straightforward tangible nature of our operations has a powerful resonance to our investors. It is worth noting however that whilst these areas meet the objectives of our shareholders currently, if that ceases to be the case we could transition to other sectors.

Fern is the UK's largest producer of solar energy from commercial-scale sites. Fern has built on this expertise, and owns additional energy sites such as wind energy, biomass and landfill gas.

The renewable energy sites owned and operated by Fern generate more than **2130 Giga Watt hours** (GWh) every year.

Fern contributes **3.1%** of all renewable energy generation in the UK.

2| STRATEGIC REPORT

Group Finance review

Annual summary

2017 has been an exciting year for the Group, which has involved continued expansion in the energy and healthcare sectors. In particular, EBITDA (explanation and calculation of EBITDA is included at the end of the Group Finance review) increased by 102% to £9[illegible]0m driven by increased revenue from energy generation as more assets have become operational and assets acquired during 2016 were held for a full year. A number of acquisitions were made during the year including 16 solar sites (ten operational and six ready to construct), a [illegible] power site and a retirement village developer and operator. Shortly after the year end, in July 2017, the Group acquired a portfolio of four wind farms for £147m and therefore had cash held at the year end in order to fund this acquisition. The Group disposed of six solar sites during the year which had been acquired ready to construct and were not intended to be held in the longer term post construction. The sale helped to fund the acquisition of the wind farms just post year end, which are higher yielding assets. The Group continues to provide property and construction loans with a loan book of £472.2m (at the year end 2016: £499.6m).

Results

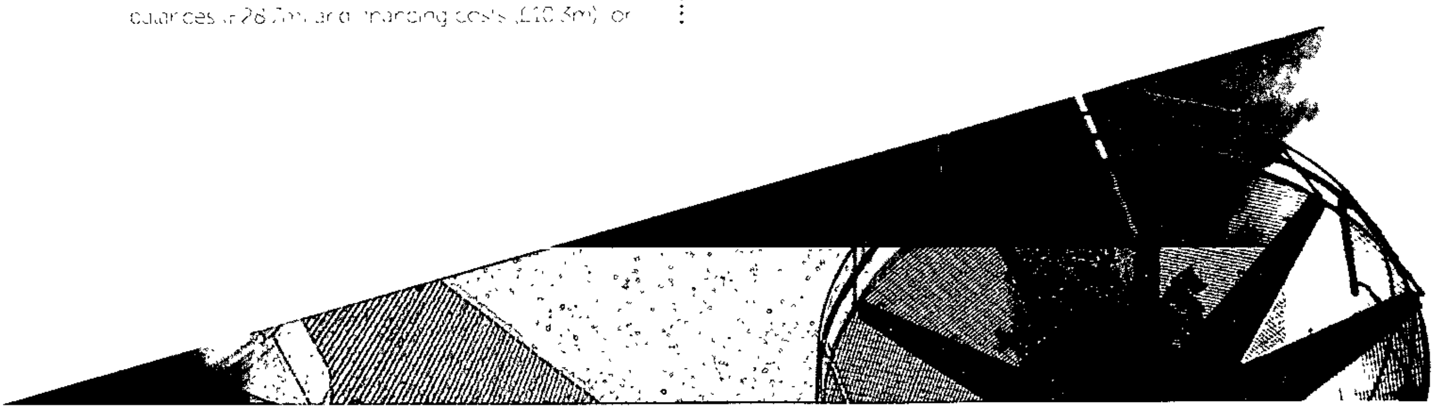
EBITDA for the Group was £95.0m (2016: £47.3m) driven by total revenue of £295.1m (2016: £275.9m). Net cash inflows from the issue of new shares was £159.2m enabling acquisitions of £97m (net of cash acquired). The Group loss for the year was £28.8m (2016: loss of £43.4m). Revenue of £295.1m was offset by expenses of £376.7m, including site costs of £112.7m, depreciation and amortisation of £85.8m, interest of £37.5m and service fees of £53.1m which reduced by £[illegible]0m compared to the previous year following the reduction in service fee level from 3.8% to 2.5% in May 2016. These expenses were in line with expectations. Non recurring expenses incurred include bad debt provisions against loan guarantees (£28.7m) and financing costs (£10.3m) for the new facilities entered into in line with budget. The financing facilities put in place are for ten years for the solar facilities and three years for the revolving credit facility, therefore these costs are deemed to be one off in nature. £11.3m of the bad debt provisions were recognised against the loan to Rangeford Holdings Limited (a retirement village developer and operator) which was subsequently acquired by Fern. Management are confident that the Rangeford group will be profitable in the long term and are assessing future plans. Group cash balances increased by £81.0m in the year to £214.8m in preparation for the £147m acquisition of four wind farms which occurred shortly after the year end.

Sectors

Revenue from lending increased by 14% to £62.9m due to an increase in the average loan book throughout the year. Gross profit on the lending book was £31.3m (2016: £43.2m), with the fall due to provisions recognised against loans during the period of £28.7m (2016: £8.0m). At the end of the year the lending book was made up of £284m property loans and £188m construction loans (£120m of healthcare construction, £68m to Energy construction) with average interest rates of 9.6% and 11.3% respectively.

[illegible]

Revenue from owning and operating solar sites increased from £5[illegible] to £89.0m due to additional sites being acquired during the year and a full year of operations from the existing sites owned (sites were acquired in August and September in 2015). The solar sites contributed £6[illegible]4m EBITDA to the Group and a loss after tax of £9.9m after expenses of £104.2m including £36.7m depreciation, £2[illegible]m site costs, £21.9m interest expense and £7.5m financing costs, in line with expectations at the time of acquisition.



2| STRATEGIC REPORT

Group Finance review

The landfill gas and biomass sites were acquired in September 2015 and therefore 2016 results included approximately nine months of contribution. As the landfill gas and biomass sites were part of the Group for the full financial year in 2017 this resulted in a revenue increase of £37.2m to £1[illegible].2m and an increase in EBITDA of £8.2m.

The Group acquired a new wind farm in September 2016 contributing to a significant increase in revenues from wind-generated energy during the year. Of the two wind farms owned and operated during the previous year one became operational in January 2016 contributing six months of generation revenues in that financial year and the other became operational in July 2016 therefore only contributing [illegible] revenue in the 2016 financial year. Revenue increased from £[illegible]m to £[illegible].8m and EBITDA increased from a loss of [illegible] to £9.2[illegible]. [illegible] loss from wind farms [illegible] was slightly [illegible] due to [illegible] low wind speeds during the year.

This year [illegible] the Group [illegible] its portfolio [illegible] wind farms increasing the capacity by [illegible] 46MWe.

The Group owns three Reserve Power sites having acquired an additional site in July 2016. Of the two sites owned during the previous financial year one was operational for the full year however one was only operational for six months of the 2016 financial year. This resulted in an increase in revenues in 2017 from £[illegible]m to £4.2m and an increase in EBITDA from £0.1m to £1.5m. The site acquired in July 2016 became operational in October 2017.

Tangerolu[illegible] the retirement village developer and operator acquired during the year contributed £5m revenue to the Group and a net loss of £4.3m. The Group is expected to make a small loss in the short term however is expected to be profitable in the long term.

The Group successfully completed £400m refinancing of [illegible] group of solar sites which was acquired during the previous year following which a two year loan facility was put in place. This [illegible] which improves operational flexibility and [illegible] resulting in an increase in expected returns from this area of the business. [illegible] solar sites [illegible] during the year [illegible] across [illegible] improved [illegible] expected to result in [illegible] returns from [illegible] sites. [illegible] Our strategy is to leverage our operating assets in [illegible] increased by £[illegible] to £782[illegible] resulting in an increase in interest costs to £37.[illegible]m (2016: £[illegible]). Our strategy is to leverage our operating assets in order to deliver expected returns across the Group therefore we expect borrowing to increase as our operating assets grow.

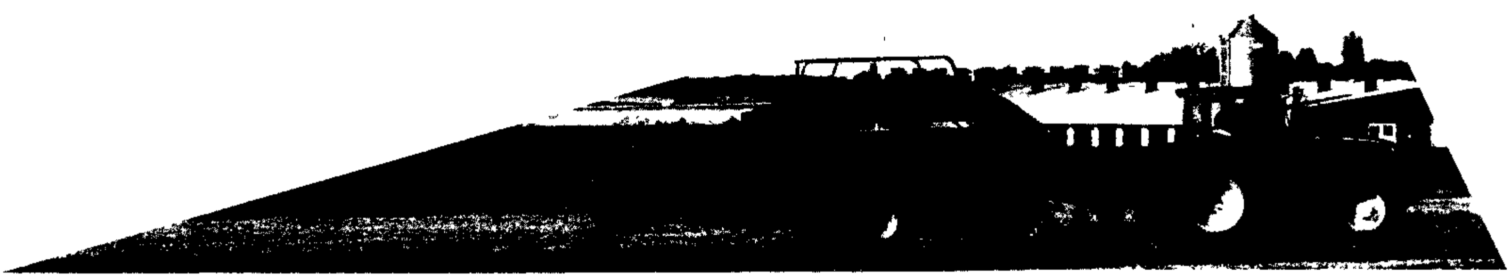
2| STRATEGIC REPORT

Group Finance review

Following a two year transition period management expect a period of stability and focus on maximising returns from current operations. The majority of the energy sites within the Group are now fully constructed and operational and therefore contributing towards Group revenue. The Group's energy business is expected to be cash generative but will continue contributing an overall loss to the Group in the short term due to amortising loans and depreciation charged at a fixed rate whilst revenues are index linked and are therefore expected to increase over time. The acquisition of four wind farms in [illegible] 201[illegible] is expected to increase revenues from wind generated energy significantly as the wind capacity increases from 81MWh to 229MWh. The [illegible] book continues to be both cash generative and profitable and management intend to continue seeking attractive lending opportunities.

EBITDA is earnings before interest, tax, depreciation and amortisation. The Group uses EBITDA as a key measure of performance as it provides comparable results that are not skewed by non cash expenses (depreciation and amortisation) or financing arrangements. It helps to show the Group's ability to pay interest on its debt. As the Group owns and operates a large number of energy sites, capital expenditure over the past few years has been high leading to large depreciation charges. Whilst the Group's policy is to depreciate assets on a straight line basis, we expect revenues to increase over time due to sites operating for their full year and inflation.

	£'000
Loss for the year	28,802
Net interest expense	[illegible]
Tax	[illegible]
Depreciation & amortisation	5[illegible],848
EBITDA	**94,950**



3 | GOVERNANCE

Directors' report for the year ended 30 June 2017

The directors present their report and the audited consolidated financial statements for the year ended 30 June 2017.

Refer to the Group finance review on page 1[illegible].

The directors who served during the year and up to the date of signing the financial statements were:

[illegible]
[illegible]
[illegible]

Refer to note 20 in the Notes to the financial statements.

The Group's business activities, together with the factors likely to affect its financial position and exposures are described in the Strategic report on pages 7 to 19.

The directors believe that the diversification strategy means the Group is well placed to manage its business risks successfully. Accordingly, they expect to continue to adopt the going concern basis in preparing the annual report and accounts.

Refer to the Strategic report on page 1[illegible].

Refer to the Strategic report on page 16.

Applications for employment by disabled persons are given full and fair consideration for all vacancies having regard to their particular aptitudes and abilities. Should a person become disabled while in the Group's employment, every effort is made to retain them in employment, giving alternative training as necessary.

We fully realise that our employees wish to be informed and consulted on matters affecting their work and to be involved in problem solving affecting their own areas of interest and responsibility. The Group is firmly committed to a policy of good communication at all levels and we aim to establish a climate which constantly encourages the open flow of information and ideas. Presently this includes monthly team briefings at a local level and the publication of monthly key performance indicators covering output, operating costs and health and safety.

The directors are responsible for preparing the Strategic Report, Directors' Report and the group and parent company financial statements, 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 prepared the financial statements in accordance with United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

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 Group and the Company and of the profit or loss of the Group and 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" has been followed, subject to any material departures disclosed and explained in the financial statements;

3 | GOVERNANCE

Directors' report for the year ended 30 June 2017

- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of 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 the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

Each of the persons who is a director at the date of approval of this report confirms that:

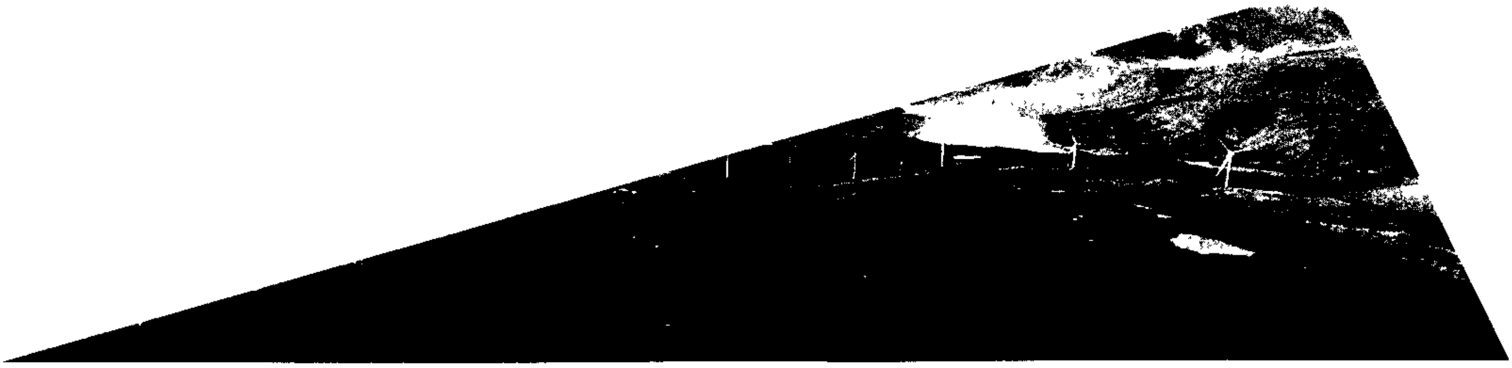
- so far as the directors are aware, there is no relevant audit information of which the Company's auditors are unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors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

PricewaterhouseCoopers LLP have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

On behalf of the board

PS Latham
Director
19 December 2017



3| GOVERNANCE

Independent auditors' report to the members of Fern Trading Limited

Report on the audit of the financial statements

Opinion

In our opinion, Fern Trading Limited's Group financial statements and Company financial statements (the "financial statements"):

- give a true and fair view of the state of the Group's and of the Company's affairs as at 30 June 2017 and of the group's loss and cash flows for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

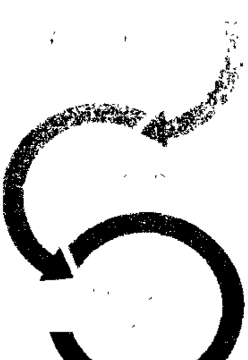
We have audited the financial statements, included within the Annual Report and financial statements (the "Annual Report"), which comprise: the group and the company balance sheets as at 30 June 2017; the group profit and loss account and the statement of comprehensive income, the group statement of cash flows, and the group and company statements of changes in equity for the year then ended; the statement of accounting policies; and the notes to the financial statements.

Basis for opinion

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

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

Our audit approach



- Overall group materiality: £2,93[illegible],300 (2016: £2,258,500), based on 1% of revenue.
- Overall company materiality: £2,[illegible]00,000 (2016: £2,000,000), based on 10% of PBT (Profit before tax from continuing operations).

- We conducted audits of the complete financial information of Fern Trading Limited and the consolidated components [illegible] Energy Limited and Melton Renewable Energy UK PLC.
- The timing of the audits for the statutory accounts for the Group, Company and the subsidiary companies took place at the same point in time and, as such, as at the date of this opinion we have audited all material balances across the Group.
- The Group engagement team performed all audit procedures including the audit of the consolidation, other than the Rangeford Holdings Limited group audit which was performed by component auditors.

- Acquisition accounting (Group)
- Recoverability of Accounts receivable (Parent)
- Impairment of goodwill and investments (Group and parent)

Independent auditors' report to the members of Fern Trading Limited

Our audit approach (continued)

[illegible]

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits we also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

[illegible]

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. This is not a complete list of all risks identified by our audit.

Key audit matter	How our audit addressed the key audit matter
Acquisition Accounting The Group has made a number of acquisitions during the financial year. On purchase of these entities, the assets and liabilities purchased were recognised at their fair values. The fair values determined involve judgement from management.	We have understood all acquisition transactions in the year and tested the acquisitions including legal documentation and consideration paid. We have also tested the fair values of all significant opening balances as well as the calculation and allocation of goodwill.
Recoverability of Accounts Receivable Within Fern Trading Limited there are material balances relating to the specialist lending business. Management's judgements in respect of these amounts are an area of subjectivity with respect to the recoverability of balances.	We have observed the controls and procedures in place around the issuance of loans and have performed testing to validate this process. We have tested management's receivables provisioning policies and processes. We have also tested the accounts receivable for evidence of additional impairments through investigation where loan to value ratios were breached, ensuring valuations on collateral properties are independent and undertaken using an appropriate methodology, assessment of overdue loans and loans with multiple extensions, and analysis of forecasts and cash flow models to support the recoverability of the loans.
Impairment of Goodwill and Investments As a result of acquisitions in the year and historically and the capitalisation of intercompany loans in the year, significant assets are held on the balance sheet in relation to goodwill and investments. In addition, there are significant intercompany balances throughout the Group which must be assessed for recoverability. Changes in energy prices and the performance of the assets mean that the carrying value of these assets may no longer be supported by the valuation models.	We have obtained the valuation models from management and assessed the methodology and functionality of the reviews. We have engaged experts to assist us in the process and report on the specialist assumptions used in the models. We have also consulted with experts to give us comfort over the consistency of the models used to assess the impairment.

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Independent auditors' report to the members of Fern Trading Limited

Our audit approach (continued)

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the group and the company, the accounting processes and controls, and the industry in which they operate.

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

	Group financial statements	Company financial statements
Overall materiality	£2,[illegible] (2016: £2,258,500)	£2,000,000 (2016: £2,000,000)
How we determined it	1% of revenue	10% of profit before tax
Rationale for benchmark applied	Based on our professional judgement and [illegible] overall materiality is based on 1% (2016: 1%) of revenue, giving an overall materiality of £2,[illegible] (2016: £2,258,500). We used 1% of revenue as the benchmark for our materiality calculations due to the low margin nature of the business and our judgement around what would affect the decisions of the members. This differs from the benchmark used for the company materiality since the company is consistently profitable and has a more consistent margin.	Based on our professional judgement [illegible] materiality was based on [illegible] (2016: [illegible]) of profit before tax, giving an overall materiality of [illegible] (2016: £2,000,000). We used 10% of profit before tax as the benchmark for our materiality calculations due to our judgement around what would affect the decisions of the members.

For each component in the scope of our group audit, we allocated a materiality that is less than our overall group materiality. The range of materiality allocated across components was between £829,000 and £2,000,000. Certain components were audited to a local statutory audit materiality that was also less than our overall group materiality.

We agreed with the Audit Committee that we would report to them misstatements identified during our audit above £140,370 (Group audit) (2016: £112,000) and £100,000 (Company audit) (2016: £100,000) as well as misstatements below those amounts that, in our view, warranted reporting for qualitative reasons.

Independent auditors' report to the members of Fern Trading Limited

Conclusions relating to going concern

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

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

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

Reporting on other information

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

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

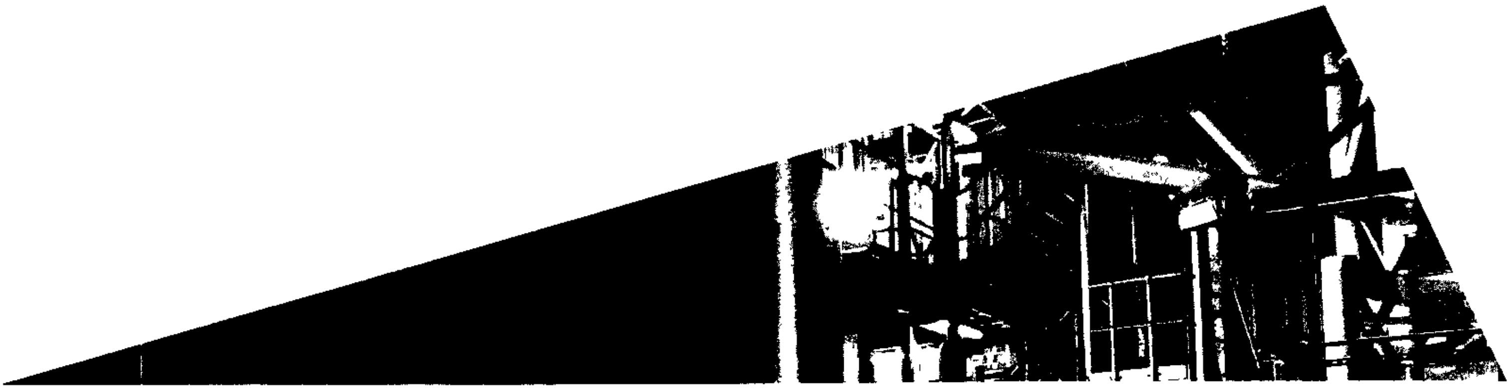
With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

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

[illegible]

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 June 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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



Independent auditors' report to the members of Fern Trading Limited

Responsibilities for the financial statements and the audit

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

In preparing the financial statements, the directors are responsible for assessing the Group's and 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 Group or the Company or to cease operations, or have no realistic alternative but to do so.

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

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

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

Other required reporting

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

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

We have no exceptions to report arising from this responsibility.

Jonathan Greenaway (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle upon Tyne
19 December 2017

4| FINANCIAL STATEMENTS 30 JUNE 2017

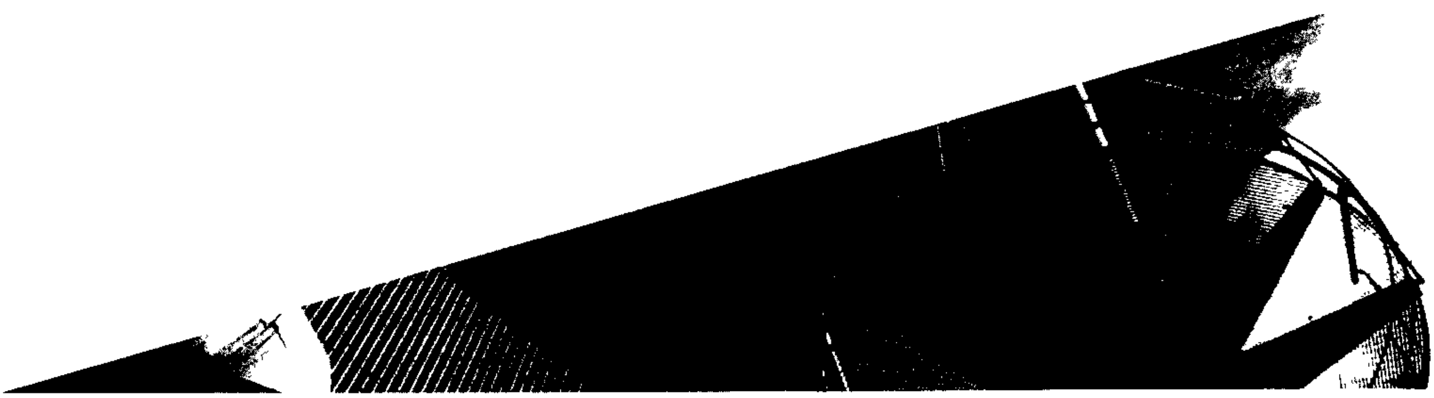
Group profit and loss account for the year ended 30 June 2017

	Note	2017 £'000	2016 £'000
Turnover		**293,126**	[illegible]
Cost of sales		**(141,452)**	[illegible]
Gross profit		**151,674**	[illegible]
Administrative expenses		**(147,695)**	[illegible]
Other income		**106**	[illegible]
Operating profit/(loss)	2	**4,085**	[illegible]
Income from other fixed asset investments		**1,594**	[illegible]
Share of operating loss in joint venture		**-**	[illegible]
Profit on disposal of subsidiaries		**3,423**	
Interest receivable and similar income	5	**2,318**	[illegible]
Interest payable and similar charges	5	**(37,532)**	[illegible]
Loss on ordinary activities before taxation		**(26,112)**	[illegible]
Tax on loss profit on ordinary activities	6	**(2,690)**	[illegible]
Loss profit for the financial year		**(28,802)**	[illegible]

All results relate to continuing activities

Group statement of comprehensive income for the year ended 30 June 2017

	Note	2017 £'000	2016 £'000
Loss for the financial year		**(28,802)**	[illegible]
Other comprehensive income/(expense)			
Movements in market value of cash flow hedges		**7,570**	[illegible]
Foreign exchange gain/loss on retranslation of investments		**(100)**	[illegible]
Other comprehensive income/(expense) for the year		**7,470**	[illegible]
Total comprehensive expense for the year		**(21,332)**	[illegible]



4| FINANCIAL STATEMENTS 30 JUNE 2017

Group balance sheet as at 30 June 2017

	Note	2017 £'000	2016 £'000
Fixed assets			
Goodwill	7	**460,206**	[illegible]
Tangible assets	8	**965,832**	[illegible]
Investments	9	**4,260**	[illegible]
		1,430,298	[illegible]
Current assets			
Stocks	10	**61,889**	[illegible]
Debtors (including £[illegible] (2015: £[illegible]) due after more than one year)	11	**596,178**	[illegible]
Cash at bank and in hand		**214,779**	[illegible]
		872,846	[illegible]
Creditors: amounts falling due within one year	12	**(77,887)**	[illegible]
Net current assets		**794,959**	[illegible]
Total assets less current liabilities		**2,225,257**	[illegible]
Creditors: amounts falling due after more than one year	13	**(791,570)**	[illegible]
Provisions for liabilities	14	**(18,647)**	[illegible]
Net assets		**1,415,040**	[illegible]
Capital and reserves			
Called up share capital	15	**115,487**	[illegible]
Share premium account		**1,318,193**	[illegible]
Cash flow hedge reserve		**(25,701)**	[illegible]
Profit and loss account		**7,061**	[illegible]
Total shareholders' funds		**1,415,040**	[illegible]

These consolidated financial statements on pages 29 to 72 were approved by the board of directors on 19 December 2017 and are signed on their behalf by

PS Latham
Director
Registered number 0644[illegible]318

4| FINANCIAL STATEMENTS 30 JUNE 2017

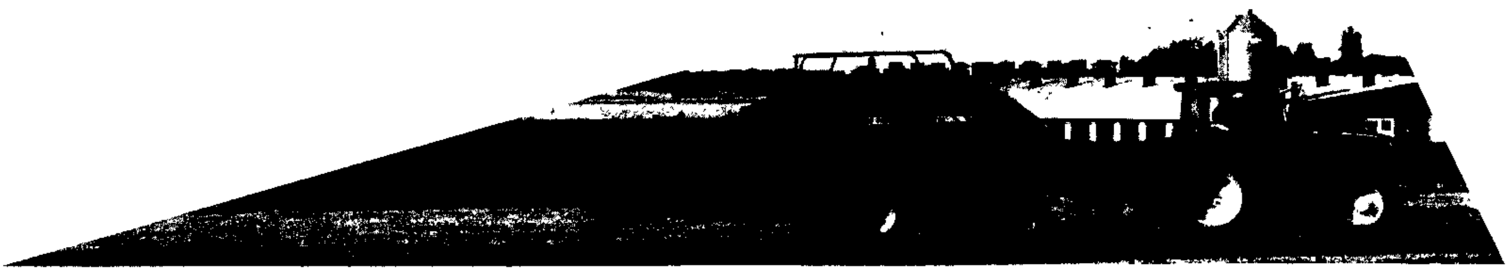
Company balance sheet as at 30 June 2017

	Note	2017 £'000	2016 £'000
Fixed assets			
Investments	9	**843,606**	16,500
		843,606	16,500
Current assets			
Debtors including £183,775,000 (2016: £277,495,000) due after more than one year	11	**527,918**	1,219,200
Cash at bank and in hand		**126,828**	39,358
		654,746	1,258,558
Creditors: amounts falling due within one year	12	**(9,870)**	[illegible]
Net current assets		**644,876**	[illegible]
Net assets		**1,488,482**	[illegible]
Capital and reserves			
Called up share capital		**115,487**	[illegible]
Share premium account	15	**1,318,193**	[illegible]
Profit and loss account		**54,802**	[illegible]
Total shareholders' funds		**1,488,482**	[illegible]

The Company has elected to take the exemption under section 408 of the Companies Act 2006 not to present the Company profit and loss account. The profit for the financial year dealt with in the financial statements of the Company was £66,943,000 (2016: loss of £97,384,000).

These financial statements on pages 29 to 72 were approved by the board of directors on 19 December 2017 and are signed on their behalf by:

PS Latham
Director



4| FINANCIAL STATEMENTS 30 JUNE 2017

Group statement of changes in equity for the year ended 30 June 2017

	Called up share capital	Share premium account	Cash flow hedge reserve	Profit and loss account	Total shareholders' funds
	£'000	£'000	£'000	£'000	£'000
[illegible]	88,836	[illegible]	549	[illegible]	1,153,628
Loss for the financial year	-	-		[illegible]	(43,352)
Changes in market value of cash flow hedges		-	(33,820)	-	(33,820)
Foreign exchange loss on retranslation of investments				[illegible]	(1,125)
Other comprehensive expense for the year			[illegible]	[illegible]	[illegible]
[illegible]			[illegible]	[illegible]	[illegible]
Shares issued during the year	15,155	[illegible]	-	-	201,798
Balance as at 30 June 2016	103,991	1,170,446	(33,271)	35,963	1,277,129
Balance as at 1 July 2016	**103,991**	**1,170,446**	**(33,271)**	**35,963**	**1,277,129**
Loss for the financial year	**-**	**-**	**-**	**(28,802)**	**(28,802)**
Changes in market value of cash flow hedges	**-**	**-**	**5,630**	**-**	**5,630**
***Foreign exchange loss on* retranslation of investments**	**-**	**-**	**-**	**(100)**	**(100)**
Other	**-**	**-**	**1,940**	**-**	**1,940**
Other comprehensive expense for the year	**-**	**-**	**7,570**	**(100)**	**7,470**
Total comprehensive income/(expense) for the year	**-**	**-**	**7,570**	**(28,902)**	**(21,332)**
Shares issued during the year	**11,496**	**147,747**	**-**	**-**	**159,243**
Balance as at 30 June 2017	**115,487**	**1,318,193**	**(25,701)**	**7,061**	**1,415,040**

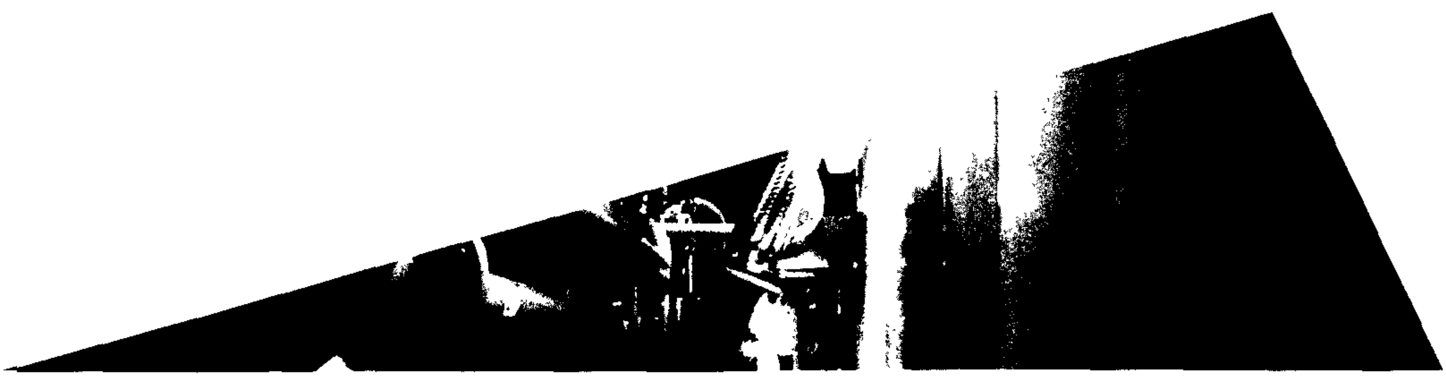
Company statement of changes in equity for the year ended 30 June 2017

	Called up share capital	Share premium account	Profit and loss account	Total shareholders' funds
	£'000	£'000	£'000	£'000
Balance as at 1 July 2015	88,836	983,8[illegible]	85,2[illegible]3	1,157,882
Loss for the financial year and total comprehensive income	-	-	(97,384)	(97,384)
Shares issued during the year	[illegible]155	186,347	-	201,798
Balance as at 30 June 2016	103,99[illegible]	1,170,446	(12,141)	1,262,296
Balance as at 1 July 2016	**103,991**	**1,170,446**	**(12,141)**	**1,262,296**
Profit for the financial year and total comprehensive income	**-**	**-**	**66,943**	**66,943**
Shares issued during the year	**11,496**	**147,747**	**-**	**159,243**
Balance as at 30 June 2017	**115,487**	**1,318,193**	**54,802**	**1,488,482**

4| FINANCIAL STATEMENTS 30 JUNE 2017

Group statement of cash flows for the year ended 30 June 2017

	Note	2017 £'000	2016 £'000
Net cash from operating activities	19	(5,715)	[illegible]
Taxation received/(paid)		2,545	[illegible]
Net cash (used in)/generated from operating activities		(3,170)	[illegible]
Cash flow from investing activities			
Purchase of subsidiary undertakings net of cash acquired		(97,132)	[illegible]
Sale of subsidiary undertakings		29,098	
Purchase of tangible fixed assets		(48,982)	[illegible]
Sale of tangible fixed assets		19,278	
Purchase of quoted and other investments		(92,153)	[illegible]
Sale of quoted and other investments		105,263	[illegible]
Interest received		134	[illegible]
Income from investments		1,706	[illegible]
Net cash used in investing activities		(82,788)	[illegible]
Cash flow from financing activities			
Proceeds from financing		41,403	[illegible]
Interest paid		(33,875)	[illegible]
Proceeds from share issue		159,242	[illegible]
Net cash generated from/(used in) financing activities		166,770	[illegible]
Net increase/(decrease) in cash and cash equivalents		80,812	[illegible]
Cash and cash equivalents at the beginning of the year		133,737	[illegible]
Exchange gains on cash and cash equivalents		230	[illegible]
Cash and cash equivalents at the end of the year		214,779	[illegible]



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Statement of accounting policies

Company information

The Company is a private company limited by shares incorporated and domiciled in England in the United Kingdom and registered under company number 06447318. The address of the registered office is 6th Floor 33 Holborn, London EC1N 2HT.

Statement of compliance

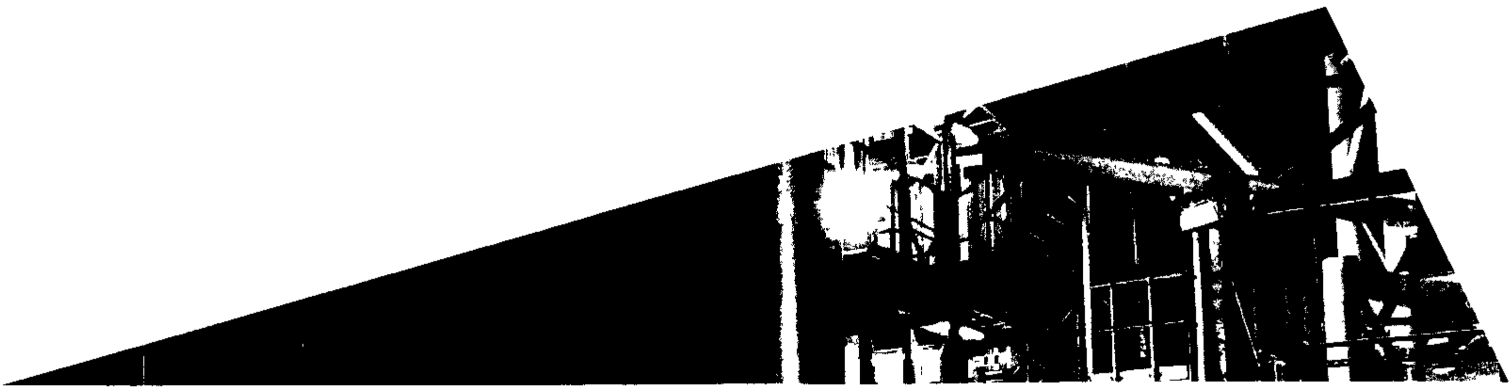
The Group and individual financial statements of Tern Trading Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' ('FRS 102') and the Companies Act 2006.

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention on the going concern basis and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below. The Company's functional and presentation currency of these financial statements is sterling.

The consolidated financial statements include the results of all subsidiaries owned by Tern Trading Limited as listed in note [illegible] to the annual financial statements. Certain of these subsidiaries which are listed below have taken the exemption from an audit for the year ended 30 June 2017 by virtue of s479A of Companies Act 2006. In order to allow these subsidiaries to take the audit exemption, the parent company, Tern Trading Limited has given a statutory guarantee under s479C of Companies Act 2006 for all the outstanding liabilities as at 30 June 2017 of the subsidiaries below. The subsidiaries which have taken an exemption from an audit for the year ended 30 June 2017 by virtue of s479A Companies Act 2006 are:

The Tern Power Company
Tern Lifestyle Holdings Limited
Tern Energy Limited
Sulis Energy Holdings Limited
Sulis Energy Limited
Elios Energy Holdings Limited
Elios Energy Holdings 3 Limited
Elios Energy DS3 Holdings 1 Limited
Elios Energy DS3 Holdings 2 Limited
Elios Energy DS3 Holdings 3 Limited
Elios Renewable Energy Limited
Eucalyptus Energy Holdings Limited
Eucalyptus Energy Limited
Boomerang Energy Limited
Tern Trading Development Company Limited
Bolsama Energy Limited
Porthos Solar Holdings Limited
Porthos Solar Limited
Tern Healthcare Holdings Limited
Rangeford Retirement Living Holdings Limited
Rangeford Properties Limited
Elios Energy Holdings 2 Limited
Elios Energy 2 Limited



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Statement of accounting policies (continued)

Basis of consolidation

The financial statements consolidate the financial statements of the Company and all of its subsidiary undertakings ('subsidiaries'). The Company has taken advantage of the exemption in section 408 of the Companies Act from disclosing its individual profit and loss account.

Entities in which the Group holds an interest on a long term basis and are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. In the Group financial statements, joint ventures are accounted for using the equity method.

Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of, and no objection to, the use of exemptions by the company's shareholders.

The company has taken advantage of the following exemptions:

i) from preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the company's cash flows;

ii) from the financial instrument disclosures, required under FRS 102 paragraphs 11.39 to 11.48A and paragraphs 12.26 to 12.29, as the information is provided in the consolidated financial statement disclosures;

iii) from disclosing the company key management personnel compensation, as required by FRS 102 paragraph 33.7.

Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Turnover

Fern Trading Limited operates four main classes of business. Revenue is derived from Fern Trading Limited's subsidiaries for which it is the sole shareholder, by the following:

- solar farms, wind generating sites and reserve power plants that generate turnover from the sale of electricity that they generate. All turnover and income is accrued in the period in which it is generated.
- biomass and landfill sites that generate turnover when electricity generated is exported to third party customers. Income from recycled renewable obligation certificates ('Recycled ROC') is recognised when the amount is known with reasonable certainty. Turnover generated from the sale of fertiliser is recognised on physical dispatch.
- a retirement village development group which generates turnover from the sale of retirement village property. Revenue is recognised when the significant risks and rewards of ownership have passed to the buyer (usually on exchange of contracts), the amount of revenue can be recognised reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

Fern's fourth class of business is a money lending business in the United Kingdom. Turnover represents arrangement fees and loan interest, net of any value added tax and is recognised upon delivery of the relevant services. Arrangement fees are spread over the life of the loan to which they relate.

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Statement of accounting policies (continued)

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives. Depreciation commences from the date an asset is brought into service. Land and assets in the course of construction are not depreciated. The estimated useful lives are as follows:

Buildings	2% straight line
Leasehold property	4% straight line
Power stations	4% and 5% straight line
Plant and machinery	4% to 25% straight line

The directors annually review their decommissioning assessment to confirm that there are not any material net liabilities or contingencies arising from the commitment to decommission the biomass power stations.

Investments

Investments held as fixed assets are shown at cost less provision for impairment.

Cash

Cash includes cash in hand and deposits repayable on demand.

Leases

At inception of the contract the Group assesses whether it is, or contains, a lease. The assessment considers whether the arrangement is or contains a lease based on the substance of the arrangement and whether the lease should be classified as either a finance lease or an operating lease.

Leases of assets that transfer substantially all the risks and rewards incidental to ownership are classified as finance leases. Finance leases are capitalised at the commencement of the lease at the fair value of the leased asset and depreciated over the shorter of the lease term and the estimated useful life of the asset. Assets are assessed for impairment at each reporting date.

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Stocks

Spare parts are valued at the lower of cost and net realisable value. Where necessary, provision is made for obsolete, slow moving and defective stock.

Fuel stocks of MBM and litter are valued on an average cost basis over up to 2 months and provision for unusable litter is reviewed monthly and applied to off-site stock.

Fuel stock of straw has been valued at the historical cost per tonne of straw. A provision for unusable straw is identified on an individual stack basis and is reviewed monthly. Stocks are currently used on a first in, first out (FIFO) basis by age of straw.

Stocks of ash and Fibrophos are valued at the lower of cost and net realisable value to the Group.

Stocks of property development WIP are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present locations and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss through the profit and loss account. Reversals of impairment losses are also recognised in the profit and loss account.

4| FINANCIAL STATEMENTS 30 JUNE 2017

Statement of accounting policies (continued)

Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are discounted.

Business combinations and goodwill

Business combinations are accounted for by applying the purchase method.

The cost of a business combination is the fair value of the consideration given, liabilities incurred or assumed and the equity instruments issued plus the costs directly attributable to the business combination. Where control is achieved in stages the cost is the consideration at the date of each transaction.

On acquisition of a business, fair values are attributed to the identifiable assets, liabilities and contingent liabilities unless the fair value cannot be measured reliably, in which case the value is incorporated as goodwill. Where the fair value of contingent liabilities cannot be reliably measured they are disclosed on the same basis as other contingent liabilities.

Goodwill recognised represents the excess of the fair value and directly attributable costs of the purchase consideration over the fair values to the Group's interest in the identifiable net assets, liabilities and contingent liabilities acquired.

On acquisition, goodwill is allocated to cash-generating units ('CGUs') that are expected to benefit from the combination.

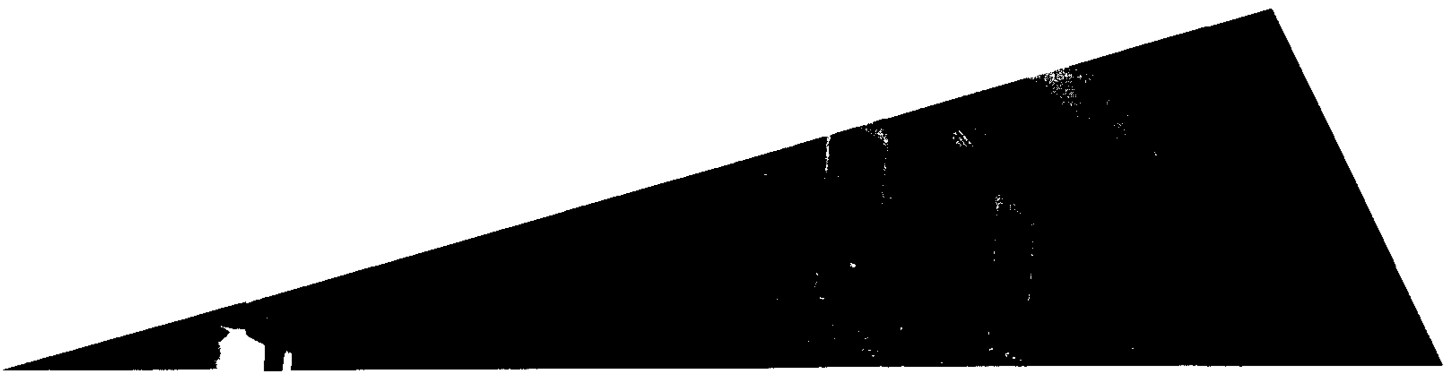
Goodwill is amortised over its expected useful life. Where the Group is unable to make a reliable estimate of useful life, goodwill is amortised over a period not exceeding 10 years. Goodwill is assessed for impairment when there are indicators of impairment and any impairment is charged to the income statement. Reversals of impairment are recognised when the reasons for the impairment no longer apply.

Accrued income

Accrued income on loans is calculated at the rate of interest set out in the loan contracts. Uninvoiced energy income is accrued over the period it has been generated.

Deferred income

Deferred income is recognised in accordance with the terms set out in the contract and is recognised in revenue.



4| FINANCIAL STATEMENTS 30 JUNE 2017

Statement of accounting policies (continued)

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the profit and loss account and statement of comprehensive income.

Debt issue costs

Issue costs associated with senior secured notes are capitalised and netted off against the principal amounts. The costs are amortised over the five year term of the notes in proportion to amounts outstanding.

Financial instruments

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

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

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

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

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

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

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

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for [illegible] services and amortised over the period of the facility to which it relates.

4| FINANCIAL STATEMENTS 30 JUNE 2017

Statement of accounting policies (continued)

Financial instruments

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

[illegible]

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Hedging

The Group applies hedge accounting for transactions entered into to manage the cash flow exposures of borrowings. Interest rate swaps are held to manage the interest rate exposures and are designated as cash flow hedges of floating rate borrowings. Changes in the fair values of derivatives designated as cash flow hedges and which are effective are recognised directly in equity. Any ineffectiveness in the hedging relationship (being the excess of the cumulative change in fair value of the hedging instrument since inception of the hedge over the cumulative change in the fair value of the hedged item since inception of the hedge) is recognised in the income statement.

The gain or loss recognised in other comprehensive income is reclassified to the income statement in accordance with the cash flows of the hedged item. [illegible] hedging instrument expires [illegible] hedged [illegible] instrument is derecognised or the hedging instrument is terminated.

Taxation

Tax is recognised in the statement of income and retained earnings, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

4| FINANCIAL STATEMENTS 30 JUNE 2017

Statement of accounting policies (continued)

Taxation (continued)

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Related party transactions

The Group discloses transactions with related parties which are not wholly owned within the same Group. Transactions within the Group need not be disclosed under FRS 102 33.1A. Where appropriate, transactions of a similar nature are aggregated unless, in the opinion of the directors, separate disclosure is necessary to understand the effect of the transactions on the Group financial statements.

Transaction costs

Transaction costs relating to debt financing are spread over the life of the debt using the effective interest method with the balance shown net in the financial statements.

Judgements in applying accounting policies and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no critical judgements in applying the entity's accounting policies.

(i) Impairment of goodwill and investments

The Group considers whether goodwill is impaired. The Company considers whether investments are impaired. Where an indication of impairment is identified the estimation of recoverable value requires estimation of the recoverable value of the cash generating units (CGUs). This requires estimation of the future cash flows from the CGUs and also selection of appropriate discount rates in order to calculate the net present value of those cash flows.

(ii) Fair values on acquisition

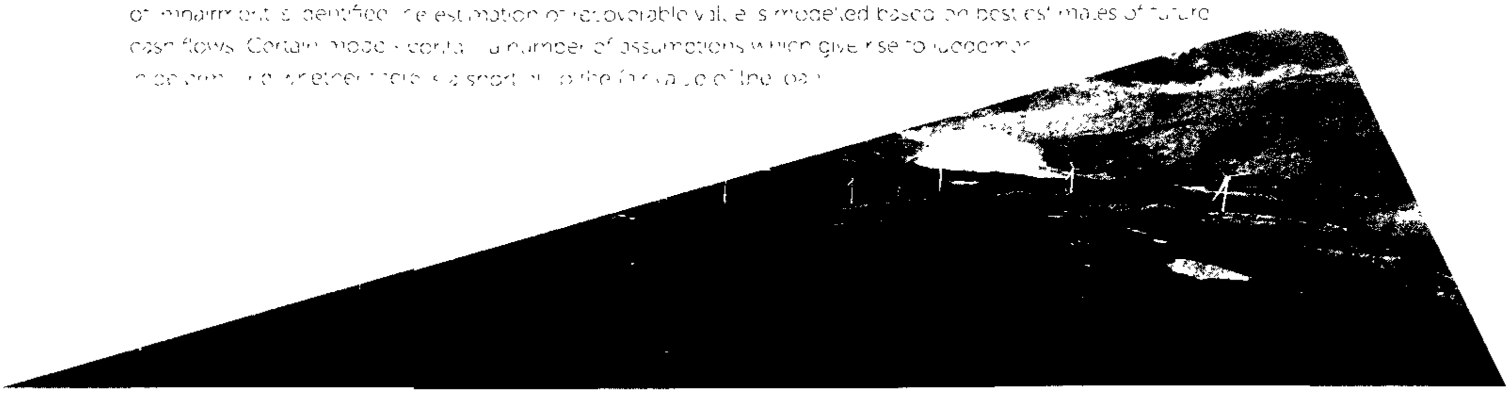
The fair value of assets and liabilities acquired in the acquisitions detailed in note 24 are considered to be a key accounting estimate.

(iii) Cash flow hedges

Cash flow hedges are considered for ineffectiveness by comparing the cumulative change in the fair value of the hedged instrument to the cumulative change in the fair value of hedged item.

(iv) Loan impairment (note 11)

The Group considers whether loans are impaired on a regular basis throughout the year. Where an indication of impairment is identified the estimation of recoverable value is modelled based on best estimates of future cash flows. Certain models contain a number of assumptions which give rise to judgement in determining whether there is a shortfall to the fair value of the loan.



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Notes to the financial statements for the year ended 30 June 2017

1 [illegible]

	2017	2016
	£'000	£'000
[illegible]	62,923	55,184
Solar reserve and wind power energy income	107,024	64,783
Sale of solar panels	-	26,0[illegible]
Biomass and landfill gas energy income	117,178	[illegible]
[illegible] income	6,001	-
	293,126	[illegible]

The geographical analysis of turnover by destination is as follows.

	2017	2016
	£'000	£'000
[illegible]	283,301	220,0[illegible]
Rest of Europe	9,825	5,848
	293,126	[illegible]

2 [illegible]

This is stated after charging/(crediting)

	2017	2016
	£'000	£'000
[illegible]	23,957	[illegible]
Depreciation of tangible fixed assets (note 8)	61,891	[illegible]
Stock recognised as an expense (note 10)	42,403	[illegible]
Auditors remuneration – Company and the Group's consolidated financial statements	136	1[illegible]4
Auditors remuneration – audit of Company's subsidiaries	530	500
Auditors remuneration – non audit services	94	253
Auditors remuneration – taxation compliance services	173	159
Difference on foreign exchange	(577)	1,9[illegible]8
Operating lease rentals	17,494	[illegible]

Notes to the financial statements for the year ended 30 June 2017
(continued)

3

	2017	2016
	£'000	£'000
Wages and salaries	**11,923**	[illegible]
Social security costs	**1,263**	859
Other pension costs	**387**	[illegible]
	13,573	[illegible]

The average monthly number of persons employed by the Group and Company during the year was

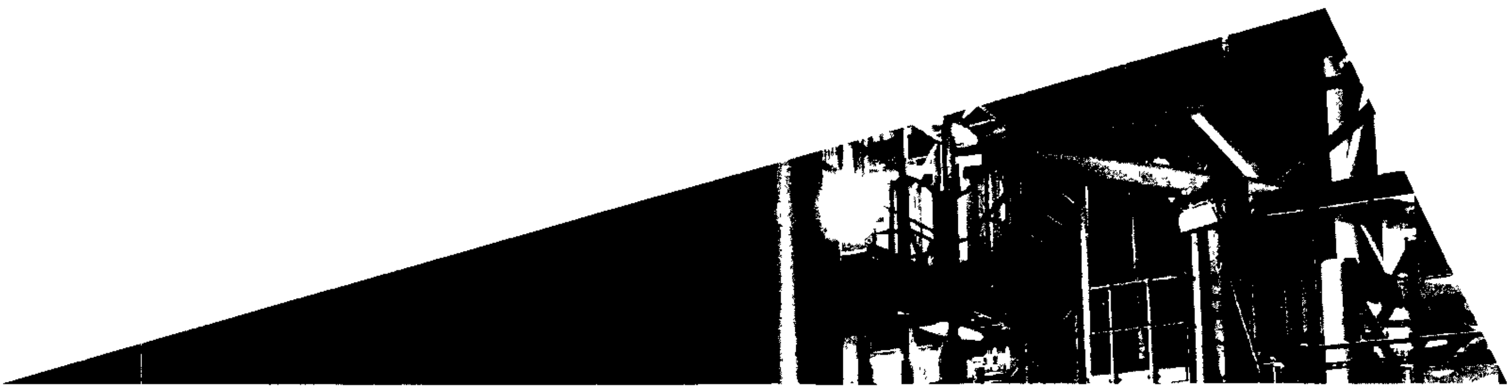
	2017	2016
	Number	Number
[illegible]	**258**	[illegible]
Administration	**70**	[illegible]
Directors	**3**	[illegible]
	331	[illegible]

4

	2017	2016
	£'000	[illegible]
[illegible]	**93**	[illegible]

During the year no pension contributions were made in respect of the directors (2016. none).
Key management personnel compensation paid by the Group during the year was

	2017	2016
	£'000	£'000
Salaries and other short term benefits	**352**	[illegible]
Post employment benefits	**9**	[illegible]
	361	[illegible]



4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

5 [illegible]

Interest receivable and similar income	2017	2016
	£'000	£'000
On bank balances	134	[illegible]
Gains on derivative financial instruments	2,184	
	2,318	[illegible]

Interest receivable and similar income	2017	2016
	£'000	[illegible]
[illegible]	23,619	[illegible]
Interest on senior secured notes	10,256	[illegible]
Amortisation of issue costs on bank borrowings	2,268	[illegible]
Amortisation of issue costs on senior secured notes	1,045	[illegible]
Losses on derivative financial instruments	344	[illegible]
	37,532	[illegible]

6 [illegible]

(a) Analysis of charge in year

	2017	2016
	£'000	[illegible]
Current taxation:		
[illegible]	210	[illegible]
[illegible]	103	1
Adjustments in respect of prior periods	130	[illegible]
Total current taxation	443	[illegible]
Deferred taxation:		
Origination and reversal of timing differences	1,835	[illegible]
Adjustment in respect of prior periods	1,822	[illegible]
Effect of change in tax rates	(1,410)	21
Total deferred taxation	2,247	[illegible]
Tax charge on loss on ordinary activities	2,690	[illegible]

Notes to the financial statements for the year ended 30 June 2017
(continued)

6 [illegible]

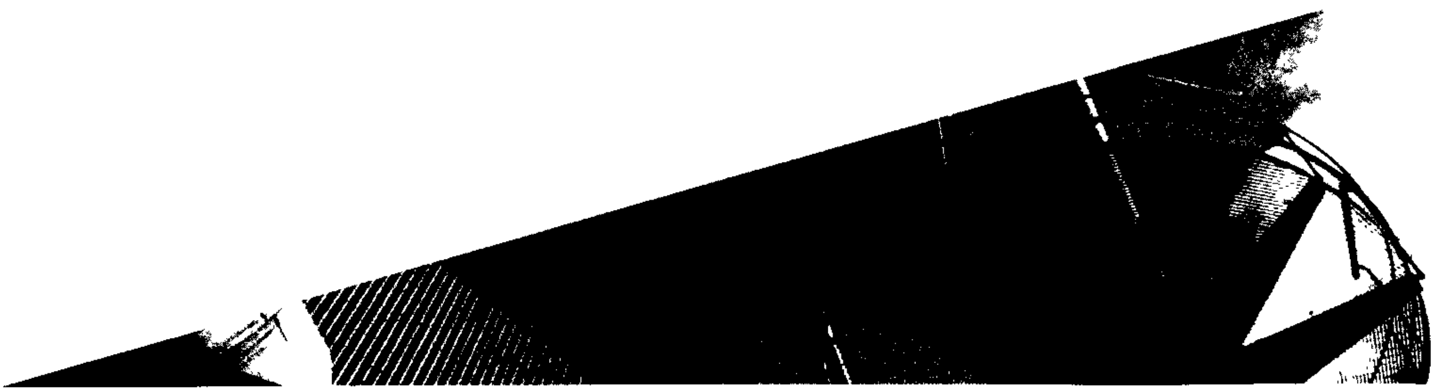
(b) Factors affecting tax charge for the year

The tax assessed for the year is higher (2016: higher) than the standard rate of corporation tax in the UK of 19.75% (2016: 20.00%). The differences are explained below.

	2017	2016
	£'000	[illegible]
Loss on ordinary activities before taxation	**(26,112)**	[illegible]
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.75% (2016: 20.00%)	**(5,113)**	[illegible]
Effects of:		
[illegible]	**14,899**	[illegible]
[illegible]	**962**	[illegible]
[illegible]	**(9,489)**	[illegible]
[illegible]	**-**	[illegible]
[illegible]	**-**	[illegible]
Adjustments in respect of prior periods	**1,952**	[illegible]
Effects of change in tax rates	**(521)**	[illegible]
Total tax charge for the year	**2,690**	[illegible]

(c) Factors that may affect future tax charge

The main rate of Corporation Tax in the UK reduced from 20% to 19% with effect from 1 April 2017. Accordingly, the tax rate applicable for this accounting year is 19.75%. A reduction in the main rate of corporation tax to 17% from 1 April 2021 was enacted during the period. Consequently, deferred tax has been calculated at the period-end using a tax rate of 17%.



Notes to the financial statements for the year ended 30 June 2017
(continued)

7 [illegible]

Group	Goodwill £'000
Cost	
At 1 July 2016	[illegible]
Additions	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
At 30 June 2017	**503,417**
Accumulated amortisation	
[illegible]	[illegible]
[illegible]	[illegible]
[illegible]	[illegible]
At 30 June 2017	**43,211**
Net book value	
At 30 June 2017	**460,206**
At 30 June 2016	[illegible]

[illegible]

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

8 [illegible]

Group	Land and buildings £'000	Power stations £'000	Plant and machinery £'000	Assets under construction £'000	Total £'000
Cost					
At 1 July 2016	[illegible]	[illegible]	813,668	[illegible]	975,353
Additions	105	[illegible]	[illegible]	9,541	48,982
Acquisitions	-	-	101,602		101,602
Transfers		[illegible]	[illegible]	[illegible]	-
Disposals			[illegible]	-	(25,934)
At 30 June 2017	**4,892**	**158,603**	**926,967**	**9,541**	**1,100,003**
Accumulated depreciation					
At 1 July 2016	[illegible]	[illegible]	[illegible]		66,750
Charge for the year	[illegible]	[illegible]	[illegible]	-	61,891
Acquisitions	-	-	[illegible]		[illegible]
Disposals	-		[illegible]	-	[illegible]
At 30 June 2017	**174**	**42,882**	**91,115**	**-**	**134,171**
Net book value					
At 30 June 2017	**4,718**	**115,721**	**835,852**	**9,541**	**965,832**
At 30 June 2016	[illegible]	[illegible]	[illegible]	[illegible]	908,603

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Group	Unlisted investments £'000	Other investments £'000	Total £'000
Cost and net book value			
At 1 July 2016	16,500	22,905	39,405
Additions	92,153		92,153
Disposals	(105,263)	(21,565)	(126,828)
Impairment	-	(470)	(470)
At 30 June 2017	**3,390**	**870**	**4,260**

Other investments represent the Group's holdings of deferred shares in a number of companies. An impairment was recognised during the year predominantly due to reductions in energy prices which have impacted the valuation of the deferred shares.

Group	Subsidiary undertakings £'000	Unlisted investments £'000	Total £'000
Cost and net book value			
At 1 July 2016		16,500	16,500
Additions	[illegible]	92,153	276,683
Disposals		(105,263)	(105,263)
Shares issued on conversion of debt	858,760		858,760
Reversal of impairments	8,818		8,818
Impairments	(211,892)	-	(211,892)
At 30 June 2017	**840,216**	**3,390**	**843,606**

Unlisted investments comprise the Company's and the Group's holding of the members' capital of Lendo LLP, a money lending business. [illegible]erm co-founded Lendo LLP in October 2012 with the intention of conducting a proportion of its future trade through the partnership. Lendo LLP has not been treated as a subsidiary undertaking and its results have not been consolidated as in the opinion of the directors, [illegible]erm Trading Limited is unable to exert significant influence over its activities.

The Company has historically financed its subsidiaries with shareholder loans. Following a review of financing in the Group during the year, the shareholder loans between the Company and the intermediate holding companies within the Group have been repaid. The funding of these companies has been replaced with equity via the allotment of shares from the subsidiaries to the parent companies.

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	[illegible]	Holding company
[illegible] Reserve Power Limited	UK	Ordinary	[illegible]	Energy generation
[illegible] Power Limited	UK	Ordinary	100%	Energy generation
[illegible] Power Limited	UK	Ordinary	[illegible]	Energy generation
[illegible] Renewable Energy Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Limited	UK	Ordinary	[illegible]	Holding company
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible] Limited	UK	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible]	[illegible]	[illegible]	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	[illegible]
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible]	[illegible]	Ordinary	[illegible]	[illegible]
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible] Energy Holdings Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Holdings Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Energy Holdings Limited	UK	Ordinary	100%	Holding company
[illegible] Energy Holdings 2 Limited	UK	Ordinary	100%	Holding company
[illegible] Energy 2 Limited	UK	Ordinary	[illegible]	Holding company
[illegible] Energy Holdings [illegible] Limited	UK	Ordinary	[illegible]	Holding company

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Holding company
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Holding company
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	[illegible]	[illegible]	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible]	UK	Ordinary	[illegible]	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	[illegible]	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation

Notes to the financial statements for the year ended 30 June 2017
(continued)

9

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Energy generation
[illegible] Solar Limited	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	[illegible]	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	[illegible]	Energy generation
[illegible]	France	Ordinary	[illegible]	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation
[illegible]	France	Ordinary	100%	Energy generation

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Retirement village development
[illegible]	UK	Ordinary	100%	Retirement village development
[illegible]	UK	Ordinary	100%	Retirement village development
[illegible]	UK	Ordinary	100%	Retirement village development
Rangeford Care [illegible]	UK	Ordinary	100%	Retirement village development
[illegible]	UK	Ordinary	100%	Retirement village development
Wadswick Green Limited	UK	Ordinary	100%	Retirement village development
Rangeford Developments Limited	UK	Ordinary	100%	Retirement village development
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company

Notes to the financial statements for the year ended 30 June 2017

(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	Holding company
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	Operating and management services
[illegible]	[illegible]	Ordinary	100%	[illegible]
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible]	UK	[illegible]	100%	[illegible]
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	[illegible]
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation

Notes to the financial statements for the year ended 30 June 2017
(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible] Energy Limited	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible] Energy Limited	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	[illegible]	[illegible]	[illegible]
[illegible]	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	[illegible]	Energy generation
[illegible]	UK	[illegible]	[illegible]	[illegible]
[illegible]	UK	[illegible]	[illegible]	Dormant company
[illegible]	UK	Ordinary	[illegible]	Dormant company
[illegible]	UK	[illegible]	100%	Dormant company
[illegible]	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible] Renewable Energy [illegible] Limited	UK	Ordinary	100%	Holding company
EPR Renewable Energy Limited	UK	Ordinary	100%	Holding company
Energy Power Resources Limited	UK	Ordinary	100%	Energy project development and management services
EPR [illegible] Limited	UK	Ordinary	100%	Energy generation
EPR Ely Limited	UK	Ordinary	100%	Energy generation
EPR [illegible] Limited	UK	Ordinary	100%	Energy generation

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017

(continued)

9 [illegible]

Name	Country of incorporation	Class of shares	Holding	Principal activity
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Energy generation
[illegible]	UK	Ordinary	100%	Supply of electricity
[illegible] Limited	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	100%	Dormant company
[illegible]	UK	Ordinary	100%	Dormant company
[illegible] Limited	UK	Ordinary	100%	Dormant company
[illegible] Group Limited	UK	Ordinary	100%	Dormant company
[illegible] Limited	UK	Ordinary	100%	Dormant company
[illegible] Limited	[illegible]	Ordinary	[illegible]	[illegible]

[illegible]

a [illegible]

b [illegible]

c [illegible]

d [illegible]

e [illegible]

[illegible]

[illegible]

[illegible]

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

10 [illegible]

	Group 2017 £'000	Group 2016 £'000	Company 2017 £'000	Company 2016 £'000
[illegible] stock	**3,522**	[illegible]	**-**	-
Property development WIP	**46,795**	-	**-**	-
Fuel, spare parts and consumables	**11,572**	[illegible]	**-**	-
	61,889	[illegible]	**-**	[illegible]

The amount of stocks recognised as an expense during the year was [illegible] (2016: [illegible]).

Included in the fuel, spare parts and consumables stock value is a provision of [illegible] for unusable fuel stocks (2016: [illegible]). [illegible] stock value is a provision of [illegible] for slow moving stock (2016: [illegible]).

On acquisition of the [illegible] Holdings Limited group (note 24) a [illegible] exercise was performed and an impairment of £[illegible] was recognised on the carrying value of property development WIP.

11 [illegible]

	Group 2017 £'000	Group 2016 £'000	Company 2017 £'000	Company 2016 £'000
Amounts falling due after one year				
Loans and advances to customers	**187,735**	[illegible]	**187,735**	[illegible]
Amounts falling due within one year				
Loans and advances to customers	**284,435**	[illegible]	**284,435**	[illegible]
Amounts owed by group undertakings	**-**		**-**	[illegible]
Trade debtors	**24,245**	[illegible]	**512**	[illegible]
Other debtors	**580**	167	**12,907**	[illegible]
Corporation tax	**-**	[illegible]	**2,725**	[illegible]
Deferred tax asset	**-**		**-**	[illegible]
Prepayments and accrued income	**99,183**	[illegible]	**39,604**	49,184
	596,178	[illegible]	**527,918**	[illegible]

Loans and advances to customers are stated net of provision of £[illegible] (2016: £[illegible]).

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

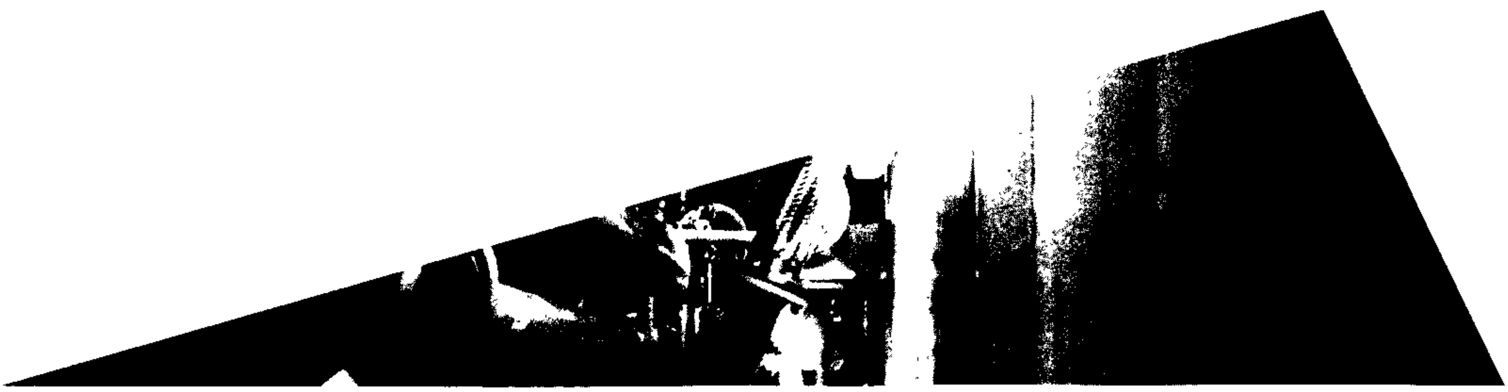
11 [illegible]

Amounts owed by group undertakings previously included the following loans from Tern Trading Limited to subsidiary companies. Provisions of [illegible] (2016: £126,189,000) have been recognised against these loans which were unsecured and repayable on demand. The loans have been fully repaid in the year.

	Interest rate	2017	2016
		£'000	£'000
[illegible] Limited	10.00%	-	12,509
[illegible] Energy Holdings Limited	9.00%	-	140,816
[illegible] Energy Holdings Limited	8.00%	-	[illegible]
[illegible] Energy Holdings Limited	[illegible]	-	[illegible]
[illegible] Holdings Limited	6.00%	-	[illegible]
[illegible] Holdings Limited	[illegible]	-	321,582
[illegible] Energy Holdings Limited	[illegible]	-	[illegible]
		-	[illegible]

12 [illegible]

	Group		Company	
	2017	2016	2017	2016
	£'000	£'000	£'000	£'000
Trade payables	27,533	[illegible]	3,518	[illegible]
Bank loans and overdrafts	19,194	14,788	-	-
Corporation tax	1,036		-	-
Other taxation and social security	2,275	[illegible]	978	922
Other creditors	5,137	[illegible]	625	999
Derivative financial instruments (note 17)	-	[illegible]	-	-
Accruals and deferred income	22,712	41,808	4,749	[illegible]
	77,887	[illegible]	9,870	[illegible]



Notes to the financial statements for the year ended 30 June 2017
(continued)

13 [illegible]

	Group		Company	
	2017	**2016**	**2017**	**2016**
	£'000	£'000	**£'000**	£'000
[illegible]	**613,929**	[illegible]	**-**	-
Senior secured notes	**148,886**	[illegible]84	**-**	
Derivative financial instruments (note 17)	**28,755**	[illegible]	**-**	
	791,570	599,[illegible]	**-**	

	Group		Company	
	2017	**2016**	**2017**	**2016**
Bank loans	**£'000**	£'000	**£'000**	[illegible]
[illegible] 1 year	**19,194**	4[illegible]98	**-**	
Due between 1 and 5 years	**171,195**	4[illegible]0,550	**-**	-
Due in more than 5 years	**442,734**	[illegible]	**-**	
	633,123	[illegible]	**-**	

The bank loans are secured against the assets of the Group with each loan as held by the subsidiary shown below.

	Interest rate	2017	2016
		£'000	£'000
[illegible]	6 month LIBOR plus 2.[illegible]%	**-**	464,51[illegible]
[illegible] Energy Limited	6 month LIBOR plus 2.25%	**391,551**	
[illegible] Renewable Energy Limited	6 month LIBOR plus 1.90%	**58,010**	60,[illegible]
Wryde Croft Wind Farm Limited	6 month LIBOR plus 2.[illegible]%	**-**	2[illegible],658
Wryde Croft Wind Farm Limited	6 month LIBOR plus 1.90%	**24,830**	[illegible]
Glenchamber Wind Energy Limited	6 month LIBOR plus 1.80%	**46,385**	[illegible]
[illegible] Wind Farm Limited	6 month LIBOR plus 1.30%	**42,235**	[illegible]
[illegible] Solar SPV 1 Limited	6 month LIBOR plus 4.25%	**4,607**	
[illegible] Solar SPV 1 Limited	6 month LIBOR plus 4.25%	**7,542**	
Hurst SPV 1 Limited	6 month LIBOR plus 4.25%	**6,950**	
[illegible] Energy 2 Limited	Average rate of 4.6[illegible]%	**-**	[illegible]
[illegible] Energy 2 Limited	6 month LIBOR plus 1.58%	**51,013**	
		633,123	[illegible]

The senior secured notes are repayable on 1 February 2020, bear interest at 6.[illegible]% and are guaranteed by the subsidiary group companies of Melton Renewable Energy UK PLC.

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

14 [illegible]

	Decommissioning provision	Deferred taxation	Total
	£'000	£'000	**£'000**
At 1 July 2016	[illegible]	[illegible]	**16,642**
Adjustment in respect of prior periods		1,822	**1,822**
Additions	[illegible]	[illegible]	**908**
Utilisation	-	[illegible]	**(725)**
At 30 June 2017	**1,568**	**17,079**	**18,647**

The decommissioning provision is held in the subsidiary companies [illegible] Croft Wind Farm Limited and [illegible] Wind Energy Limited. It is to cover future obligations to return land on which the companies operate to its original condition. The amounts are not expected to be utilised for in excess of 25 years.

15 [illegible]

Group and Company	2017	2016
Allotted, called-up and fully paid	**£'000**	£'000
[illegible]	**115,487**	[illegible]

During the year the Group and Company issued [illegible] Ordinary shares of [illegible] each for a consideration of [illegible] giving rise to a premium of [illegible].

Notes to the financial statements for the year ended 30 June 2017
(continued)

16 [illegible]

Contingent liabilities

Under section 479C of the Companies Act 2006 the parent company [illegible] Holding Limited has guaranteed all outstanding liabilities to which the subsidiaries taking the audit exemption listed in note 9 were subject at the end of 30 June 2017 until they are satisfied in full. These liabilities total £1,330,136,000 including intercompany loans of £276,382,000. Such guarantees are enforceable against [illegible] Holding Limited by any person to whom any such liability is due. A breakdown of the amounts for each of these companies is shown below.

Company	Total Liabilities £000	Intercompany £000
[illegible]	124	
[illegible]	2	-
[illegible]	1	-
[illegible]	2,400	
[illegible]	506,280	[illegible]
[illegible]	12,293	[illegible]
[illegible]	18,992	[illegible]
[illegible]	17,838	[illegible]
[illegible]	54,368	
[illegible]	451,4[illegible]6	[illegible]
[illegible]	2,191	
[illegible]	17,812	
[illegible]	-	
[illegible]	410	
[illegible]	-	
[illegible]	6,429	-
[illegible]	3	
[illegible] Energy Holdings Limited	5	-
[illegible] Energy Limited	2,934	-
[illegible] Renewable Energy Limited	236,578	225,457
[illegible] Development Company Limited	-	
[illegible] Energy Limited	-	
Total	**1,330,136**	**276,382**

Notes to the financial statements for the year ended 30 June 2017
(continued)

17 - [illegible]

The Group has the following financial instruments

	Group		Company	
	2017	2016	2017	2016
	£'000	£'000	£'000	£'000
Carrying amount of financial assets				
[illegible]	**496,995**	[illegible]	**485,589**	[illegible]
Carrying amount of financial assets				
[illegible]	**795,485**	[illegible]	**4,143**	[illegible]
[illegible]	**-**	[illegible]	**-**	-
[illegible]	**28,755**	[illegible]	**-**	

Derivative financial instruments

[illegible]

18 [illegible]

At 30 June the Group had total future minimum lease payments under non-cancellable operating leases as follows

	2017		2016	
	Land and Buildings	Other	Land and Buildings	Other
	£'000	£'000	£'000	£'000
Payments due:				
[illegible]	**4,664**	**234**	[illegible]	[illegible]
[illegible]	**18,889**	**224**	[illegible]	[illegible]
[illegible]	**117,246**	**-**	[illegible]	-
	140,799	**458**	[illegible]	[illegible]

Notes to the financial statements for the year ended 30 June 2017
(continued)

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	2017	2016
	£'000	£'000
Loss for the financial year	**(28,802)**	[illegible]
Adjustments for:		
Tax on profit on ordinary activities	**2,690**	[illegible]
Interest receivable and similar income	**(2,318)**	[illegible]
Interest payable and other similar charges	**37,532**	[illegible]
Profit on disposal of subsidiaries	**(3,423)**	-
Income from fixed asset investments	**(1,594)**	[illegible]
Operating profit / loss	**4,085**	[illegible]
Amortisation of intangible fixed assets	**23,957**	[illegible]
Depreciation of tangible fixed assets	**61,891**	[illegible]
Impairment on listed shares	**470**	[illegible]
Non cash movements on derivatives and foreign exchange	**(3,058)**	[illegible]
Decrease in stocks	**294**	[illegible]
Increase / decrease in debtors	**(36,186)**	[illegible]
Decrease in creditors	**(57,168)**	[illegible]
Net cash from operating activities	**(5,715)**	[illegible]

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On 14th July 2017 Boomerang Energy Limited, a subsidiary of Fern Trading Limited acquired Blue Energy Partnerships Holdings Limited including the following SPV's

- Acquire the Land Company Limited
- Clour Wind Farm (Scotland) Limited
- Grange Wind Farm Limited
- Beinneun Wind Farm Limited

In addition the following holding and dormant companies were acquired

- Blue Energy Jupiter Acquisitions Limited
- Blue Energy RidgeWind Holdings Limited
- Blue Energy Wind Holdings Limited
- Blue Energy Whiteside Holdings Limited
- Blue Energy RidgeWind Acquisitions Limited
- Blue Energy RidgeWind Acquisitions Number 2 Limited
- Blue Energy Clour Holdings Limited
- RidgeWind Acquisitions Limited
- Clour Wind Farm Holdings Limited
- Beinneun Holdings Limited
- Blue Energy (Grange) Limited
- Beinneun Wind Farm Extension Limited

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

21 [illegible]

Under FRS 102 33.1A disclosures need not be given of transactions entered into between two or more members of a Group provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Other than the transactions disclosed below, the Company's other related party transactions were with its wholly owned subsidiary members of the Group.

As at 30 June 2017 £12,219,000 (2016: £10,226,000) was due from Yorkshire Windpower Limited ("YWP"), a 50% joint venture shareholding, in relation to the Group's 50% share of the shareholder loan facility made available to YWP in relation to the repowering of Ovenden Moor. The loan has a fixed interest rate of 6.91% and is due for repayment in October 2017.

During the period the Group received in the normal course of business from YWP £25,000 (2016: £62,000) for management and accountancy services. At the year end £nil (2016: £62,000) was outstanding.

During the year fees of £56,368,000 (2016: £44,151,000) were charged to the Group by Octopus Investments Limited, a related party due to its significant influence over the entity. Octopus Investments Limited also recharged legal and professional fees totalling £[illegible]67,000 (2016: £829,000) to the Group. At the year end an amount of £4,037,000 (2016: £2,8[illegible]1,000) was outstanding which is included in the trade creditors.

The Company is entitled [illegible] investment [illegible] related party due to key management personnel in common. In 2017 a share of profit equal to £[illegible]94,000 (2016: £[illegible]8,2[illegible]00) has been recognised by the Company. At the year end the Company has an interest in the members' capital of £5,39[illegible],000 (2016: £16,500,000) and accrued income due of £334,000 (2016: £[illegible]2,000).

The Company previously provided a wholesaling arrangement for purchases of inventory. During the year income of £nil (2016: £5,584,951) was received from related parties that have key management personnel in common. This includes the below individually material entities:

	Amounts included in debtors in the year ended 30 June 2017	Amounts included in debtors in the year ended 30 June 2016
	£'000	£'000
[illegible] Limited	-	2,133
Starling Wood Solar Limited (formerly [illegible] Source SPV 150 Limited)	-	1,003

The Company engages in lending activities which include balances provided to related parties. Regarding entities with key management personnel in common, loans of £199,159,000 (2016: £86,799,000), accrued income of £6,738,000 (2016: £4,353,000) and deferred income of £11,699 (2016: £1,463,000) were outstanding at year end. During the year interest income of £21,583,000 (2016: £9,384,000) and fees of £1,861,000 (2016: £1,460,000) was recognised in relation to these loans. Within the loan balances at each year end there were the following individually material amounts:

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

21 [illegible]

	Amounts included in debtors in the year ended 30 June 2017	Interest receivable in the year ended 30 June 2017	Amounts included in debtors in the year ended 30 June 2016	Interest receivable in the year ended 30 June 2016
	£'000	£'000	£'000	£'000
[illegible]	1,577	122	[illegible]	[illegible]
[illegible]	17,620	2,076	[illegible]	[illegible]
[illegible]	21,775	2,003	14,585	[illegible]
[illegible]	-	466	[illegible]	363
[illegible]	25,098	9,159	[illegible]	[illegible]
[illegible]	5,081	438	1,989	[illegible]
[illegible]	9,620	920	[illegible]	[illegible]
[illegible]	1,930	176	1,880	108
[illegible]	9,400	918	[illegible]	1
[illegible]	2,587	193	2,561	[illegible]
[illegible]	2,048	155	[illegible]	[illegible]
[illegible]	3,179	70		
[illegible]	4,077	138		
[illegible]	2,595	92		
[illegible]	4,303	125		
[illegible]	-	-	[illegible]	
[illegible]	-	403	[illegible]	[illegible]
[illegible]	42,354	3,278	[illegible]	[illegible]
[illegible]	-	711	4,220	15
[illegible]	-	818	6,255	146
[illegible]	6,592	522	3,850	341
[illegible]	-	341	1,880	29
[illegible]	-	677	4,402	[illegible]
St Asaph [illegible]	5,966	156	-	-
[illegible]	8,952	788	4,187	58
[illegible]	5,355	491	2,702	4
[illegible]	4,774	296	1,379	44

4| FINANCIAL STATEMENTS 30 JUNE 2017

Notes to the financial statements for the year ended 30 June 2017
(continued)

22 [illegible]

At the year end the Group had capital commitments as follows

	2017	2016
	£'000	£'000
[illegible]	763	[illegible]

23 [illegible]

There is no ultimate controlling party.

24 [illegible]

a) Rangeford Holdings Limited acquisition

On 20 January 2017 the Group [illegible] of Rangeford Holdings Limited [illegible] subsidiaries [illegible] Rangeford [illegible] In August 2016 the Group [illegible] Rangeford [illegible] undertakings [illegible] Rangeford [illegible] the Group [illegible] 100% of the share capital of Rangeford Holdings Limited.

Goodwill resulting from the business combination was £5,229,000 and has an estimated useful life of 15 years reflecting the lifespan of the assets acquired.

The revenue from the acquired businesses included in the consolidated statement of comprehensive income for the year was £[illegible] and a loss of £[illegible] was contributed over the same year.

b) Nevern Power Limited acquisition

On 8 July 2016 the Group acquired control of the company. The acquired site is planned to be used for reserve power.

Consideration for Nevern Power Limited was £1 and the fair value of assets acquired was £1. Goodwill resulting from the business combination was nil.

The revenue from the acquired businesses included in the consolidated statement of comprehensive income for the year was £[illegible] and a loss of £[illegible] was contributed over the same year.

Notes to the financial statements for the year ended 30 June 2017
(continued)

24 [illegible]

c) Belisama Energy Limited acquisition

During the year the Group acquired control of the subsidiaries listed in note 9 through the acquisition of 100% of the share capital. The acquisition dates are as follows:

- On 28 November 2016, the Group acquired SRC [illegible] Limited
- On 30 November 2016, the Group acquired SSR Stormy West Limited
- On [illegible] December 2016, the Group acquired Fullerton Solarfield Limited
- On 7 December 2016, the Group acquired [illegible] Solarfield Limited and SSR [illegible] Limited
- On 14 December 2016, the Group acquired SSR [illegible] Limited

The acquired entities are involved in the generation of solar energy. The following table summarises the consideration paid by the Group, the fair value of assets acquired, liabilities assumed and the non-controlling interest at the acquisition date.

Consideration

	2017 £'000
[illegible]	5,898
[illegible]	81
Total consideration	**5,979**

Details of the fair value of the net assets acquired and goodwill arising are as follows

	Book values £'000	Adjustments £'000	Fair value £'000
Property, plant and equipment	[illegible]		[illegible]
Trade and other receivables	258		[illegible]
Trade and other payables	(1,552)	-	[illegible]
Net assets acquired	**(57)**	**-**	**(57)**
Goodwill			6,036
Total consideration			**5,979**

Goodwill resulting from the business combination was £6,036,489 and has an estimated useful life of 25 years reflecting the lifespan of the assets acquired.

The revenue from the acquired businesses included in the consolidated statement of comprehensive income for the year was £1,223,4[illegible]4 and a profit of £20,965 was contributed over the same year.

Notes to the financial statements for the year ended 30 June 2017
(continued)

24 [illegible]

d) Porthos Solar Limited acquisition

During the year the Group acquired control of the subsidiaries listed in note 9 through the acquisition of 100% of the share capital. The acquisition dates are as follows:

- On 15 March 2017 the Group acquired NCF Limited
- On 1[illegible] March 2017 the Group acquired Caswell Solar Farm Limited
- On 31 March 2017 the Group acquired Raby Solar Farm Limited and Crossing Solar Farm Limited
- On 4 April 2017 the Group acquired Deepdale Farm Solar Limited and Pearman Solar 2 Limited
- On 19 May 2017 the Group acquired UKSH 15 Solar Limited

The acquired entities each own a single operational solar farm. The following tables summarise the consideration paid by the Group, the fair value of assets acquired, liabilities assumed and the non-controlling interest at the acquisition date.

Consideration

	2017
	£'000
[illegible]	9,336
[illegible]	422
Total consideration	**9,758**

Details of the fair value of the net assets acquired and goodwill arising are as follows

	Book values	Adjustments	Fair value
	£'000	£'000	£'000
Property, plant and equipment	32,315	-	32,315
Trade and other receivables	46		46
Cash and cash equivalents	59	-	59
Prepayments and accrued income	553	-	553
Trade and other payables	(4[illegible])	-	(4[illegible])
Loans and other non-current liabilities	(32,18[illegible])		(32,18[illegible])
Net assets acquired	**366**	**-**	**366**
Goodwill			9,392
Total consideration			**9,758**

Goodwill resulting from the business combination was £9,392,392 and has an estimated useful life of 25 years reflecting the lifespan of the assets acquired.

The revenue from the acquired businesses included in the consolidated statement of comprehensive income for the year was £1,294,206 and a profit of £[illegible] was contributed over the same year.

Notes to the financial statements for the year ended 30 June 2017
(continued)

24 [illegible]

e) Caicias Energy Limited acquisition

On 30 September 2016 the Group acquired control of the subsidiaries listed in note 9 through the acquisition of 100% of the share capital. The acquired entity's subsidiary owns a single wind farm. The following tables summarise the consideration paid by the Group, the fair value of assets acquired, liabilities assumed and the non-controlling interest at the acquisition date.

Consideration

	2017 £'000
[illegible]	15,134
Contingent consideration	337
Total consideration	**15,471**

Details of the fair value of the net assets acquired and goodwill arising are as follows

	Book values £'000	Adjustments £'000	Fair value £'000
[illegible]	[illegible]	-	[illegible] 624
Property, plant and equipment	33,1[illegible]7		33,107
Trade and other receivables	7,541	-	7,541
Cash and cash equivalents	2,527		2,527
Prepayments and accrued income	1,493		1,493
Trade and other payables	(33,120)	-	(33,120)
Loans and other non-current liabilities	(42,765)	-	(42,765)
Net assets acquired	**(207)**	-	**(207)**
Goodwill			15,678
Total consideration			**15,471**

Goodwill resulting from the business combination was £15,678,000 and has an estimated useful life of 25 years, reflecting the lifespan of the assets acquired.

The revenue from the acquired businesses included in the consolidated statement of comprehensive income for the year was £5,047,094 and a loss of £487,015 was contributed over the same year.

Notes to the financial statements for the year ended 30 June 2017
(continued)

24 [illegible]

f) DS3 Acquisition

On 1 October 2016 the Group acquired control of the subsidiaries listed in note 9 through the acquisition of 100% of the share capital. The acquired entities subsidiaries each own a single solar farm. The following tables summarise the consideration paid by the Group, the fair value of assets acquired, liabilities assumed and the non-controlling interest at the acquisition date.

Consideration

	2017 £'000
[illegible]	-
[illegible]	-
Total consideration	**-**

Details of the fair value of the net assets acquired and goodwill arising are as follows

	Book values	Adjustments	Fair value
[illegible]	[illegible]	[illegible]	[illegible]
Net assets acquired	**(9,853)**	**-**	**(9,853)**
Goodwill			[illegible]
Total consideration			**-**

Goodwill resulting from the business combination was £9,853,284 and has an estimated useful life of 25 years reflecting the lifespan of the assets acquired.

The revenue from the acquired businesses included in the consolidated statement of comprehensive income for the year was £3,010,153 and a loss of £1,989,128 was contributed over the same year.

g) Disposal of subsidiaries

During the year as part of the group's strategy a restructure was executed. As part of this restructure Elios Energy Limited was sold on 5 May 2017. During the year Elios Energy Limited contributed post tax profits of £44,280,[illegible]. The Group received cash consideration of £18,309,414. The net assets at the date of disposal were £15,197,024 and a profit on disposal of £3,422,000 was recognised in the profit and loss account.

5| COMPANY INFORMATION

Directors and Advisors

Directors

PS [illegible]
KC Wiley
PC Barlow

Company secretary

Sharna Ludlow
Kamalika Banerjee (appointed 1 November 201[illegible])

Company number

06447518

Registered office

6th Floor, 35 [illegible] London EC1N [illegible]

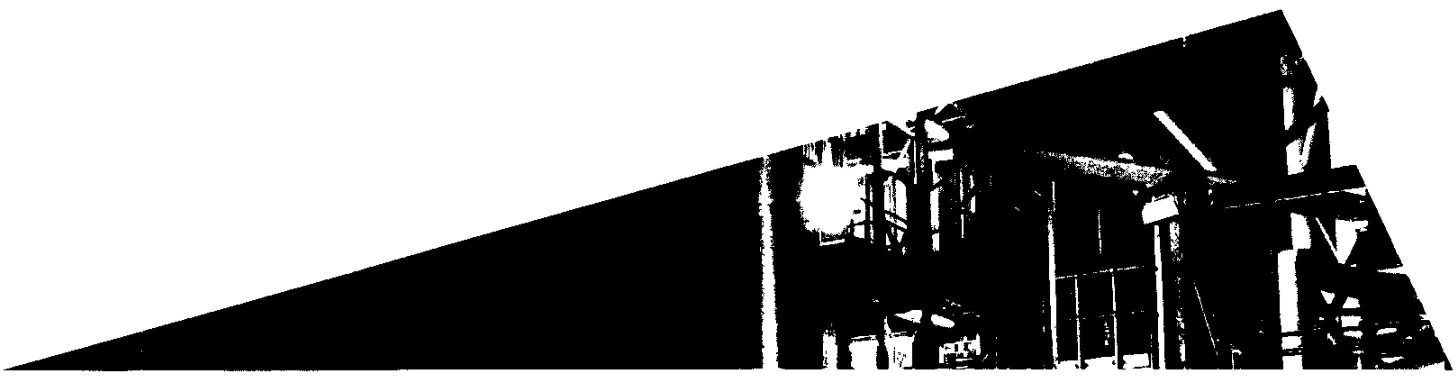
Independent auditors

PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors
Central Square South, Orchard Street
Newcastle upon Tyne NE1 3AZ

Forward-looking statements

This Annual Report contains certain forward-looking statements related to the Company's future business and financial performance and future events or developments. These statements are based on the current knowledge and expectations of management and are subject to assumptions, risks and uncertainties, some of which are related to factors that are beyond the control of the Company. Accordingly, no assurance can be given that any particular expectation will be met and forward-looking statements regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. Past performance cannot be relied on as a guide to future performance. Nothing in this Annual Report should be construed as a profit forecast.



Appendix 1 – additional audit exempt subsidiaries (page 35)

Auchencarroch Energy Limited	SC195539
Beetley Energy Limited	04939140
Beighton Energy Limited	03754260
Bellhouse Energy Limited	03466081
Bolam Energy Limited	03754338
Cathkin Energy Limited	SC264324
Chelson Meadow Energy Limited	03363593
CLP Developments Limited	04502342
CLP Envirogas Limited	03720203
CLP Services Limited	04502345
CLPE 1999 Limited	03966436
CLPE Holdings Limited	03720212
CLPE Projects 1 Limited	03465468
CLPE Projects 2 Limited	03966429
CLPE Projects 3 Limited	04939137
CLPE ROC - 1 Limited	04694272
CLPE ROC - 2 Limited	05040534
CLPE ROC - 3 Limited	05040753
CLPE ROC - 3A Limited	05188257
CLPE ROC - 4 Limited	05188255
CLPE ROC - 4A Limited	05188258
Colsterworth Energy Limited	03680645
Connon Bridge Energy Limited	03754257
Cotesbach Energy Limited	03754267
Energy Power Resources Limited	03302734
EPR Ely Limited	03401618
EPR Eye Limited	02234141
EPR Glanford Limited	02547498
EPR Renewable Energy Limited	05377478
EPR Scotland Limited	SC147994
EPR Thetford Limited	03057688
Feltwell Energy Limited	03754307
Fibrophos Limited	02655315
Jameson Road Energy Limited	03754365
March Energy Limited	03754295
Melton LG Energy Limited	06048951
Melton LG Holding Limited	06049510
Melton LG ROC Limited	06049025
Melton Renewable Energy (Holdings) Limited	05375886
Melton Renewable Energy Newco Limited	06394318
Queens Park Road Energy Limited	03757614
Skelbrooke Energy Limited	03680648
Summerston Energy Limited	SC180874
Todhills Energy Limited	03928367
United Mines Energy Limited	03267862
Wetherden Energy Limited	03680643
Whinney Hill Energy Limited	03466084

Appendix 2 – revised principal activities (pages 49-57)

CLPE 1999 Limited – Holding Company
CLP Services Limited – Non- trading
CLP Developments Limited – Non- trading