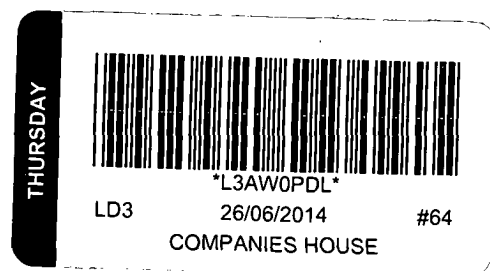


Registered Number: 07033278

GLID Limited

Annual report and Financial Statements
For the year ended 31 December 2013



GLID Limited

Annual report and Financial Statements for the year ended 31 December 2013

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GLID Limited

Directors' report for the year ended 31 December 2013

The Directors present their report and the audited financial statements of GLID Limited ("the Company") for the year ended 31 December 2013.

Future developments

During the year the Company continued to hold its 50% share in its joint venture, GLID Wind Farms TopCo Limited.

Commercial generation by the joint venture is expected to continue for the foreseeable future, and the Company expects to continue to act as a holding company.

Financial risk management

The Directors have established objectives and policies for managing financial risks to enable the Company to achieve its long-term shareholder value growth targets within a prudent risk management framework. These objectives and policies are regularly reviewed. Exposure to counterparty credit risk and liquidity risk arises in the normal course of the Company's business:

- Cash forecasts identifying the liquidity requirements of the Company are produced frequently and reviewed regularly.
- Liquidity risk is managed through funding arrangements with Centrica plc.

The Company did not take part in hedging of any kind during the year (2012: nil).

Results and dividends

The results of the Company are set out on page 6. The profit for the financial year ended 31 December 2013 was £4,277,000 (2012: £5,104,000). No dividends were paid for the year (2012: £nil). The Directors do not recommend the payment of a final dividend (2012: £nil).

Financial position

The financial position of the Company is presented in the balance sheet on page 7. The shareholders' funds at 31 December 2013 were £62,760,000 (2012: £58,483,000).

Going concern

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

Directors

The following served as Directors during the year and up to the date of signing this report:

R M McCord

S P Redfern

T Hinton (resigned 15 November 2013)

Directors' and officers' liability

Directors' and officers' liability insurance has been purchased by the ultimate parent company, Centrica plc, and was in place throughout the year under review. The insurance does not provide cover in the event that the Director is proved to have acted fraudulently.

GLID Limited

Directors' report for the year ended 31 December 2013 (continued)

Statement of Directors' responsibilities

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial period. Under that law, the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

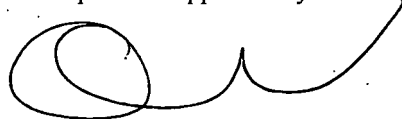
Disclosure of information to auditors

Each of the Directors who held office at the date of approval of this Directors' report confirm that so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware and they have taken all the steps that they ought to have taken as Directors to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

This report was approved by the Board on 17 June 2014.



For and on behalf of:
Centrica Secretaries Limited
Company Secretary

Company registered in England and Wales No. 07033278

Registered office:
Millstream
Maidenhead Road
Windsor
Berkshire
SL4 5GD

GLID Limited

Strategic report for the year ended 31 December 2013

The Directors present the strategic report of the Company for the year ended 31 December 2013.

Review of business

The principal activity of the Company is the holding of its investment in GLID Wind Farms TopCo Limited, a company registered in England and Wales, a joint venture between the Company (the ultimate parent undertaking of which is Centrica plc, a company registered in England and Wales) and Boreas Holdings S.à.r.l., a company registered in Luxembourg. Boreas Holdings S.à.r.l. is a company ultimately controlled by EIG Global Energy Partners LLC, a US (Delaware registered) limited liability company. GLID Wind Farms TopCo Limited is the parent undertaking of three wholly-owned subsidiary companies which operate wind farms.

During the year, the commercial performance of the joint venture was in line with what was expected.

Principal risks and uncertainties

Risks are formally reviewed and appropriate processes are put in place to monitor and mitigate them.

The Company's principal risks are on the recovery of the carrying value of its investments and debenture loan with GLID Wind Farms TopCo Limited. In turn this risk is impacted by the availability of the wind farms and the sale of the related output by GLID Wind Farms TopCo Limited. The availability is driven by the technical performance of the wind turbines and ancillary equipment, and the physical access to the wind farms. These risks determine GLID Wind Farms TopCo Limited's ability to make loan repayments and to pay dividends when appropriate.

Key performance indicators ("KPIs")

The Directors of the Centrica group ("the Group") use a number of key performance indicators to monitor progress against the Group's strategy. The development and performance of the Group, which includes the Company, are discussed on pages 16-17 of the 2013 annual report and accounts of the Group which does not form part of this report.

This strategic report was approved by the Board on 17 June 2014.



For and on behalf of:
Centrica Secretaries Limited
Company Secretary

Company registered in England and Wales No. 07033278

Registered office:

Millstream
Maidenhead Road
Windsor
Berkshire
SL4 5GD

GLID Limited

Independent auditors' report to the members of GLID Limited

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the Company's affairs as at 31 December 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The financial statements, which are prepared by GLID Limited, comprise:

- the Balance Sheet as at 31 December 2013
- the Profit and Loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the Directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) (ISAs (UK & Ireland)). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the Directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Strategic report, Director's report and financial statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report and Strategic report for the financial year for which the financial statements are prepared is consistent with the financial statements.

GLID Limited

Independent auditors' report to the members of GLID Limited (continued)

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report if, in our opinion, certain disclosures of directors' remuneration specified by law have not been made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the Directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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.

Mark King (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

17 June 2014

GLID Limited

Profit and loss account for the year ended 31 December 2013

	Note	2013 £000	2012 £000
Administrative expenses		(7)	(7)
Operating loss	4	(7)	(7)
Interest receivable and similar income	7	6,102	5,765
Interest payable and similar charges	8	(522)	(654)
Profit on ordinary activities before taxation		5,573	5,104
Tax on profit on ordinary activities	9	(1,296)	-
Profit for the financial year	13	4,277	5,104

The Company has no recognised gains and losses other than the profit above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and the profit for the financial year stated and their historical cost equivalents.

All activities relate to continuing operations.

The notes on pages 8 to 14 form part of these financial statements.

GLID Limited

Balance sheet as at 31 December 2013

	Note	2013 £000	2012 £000
Fixed assets			
Investments	10	96,061	94,959
Current assets			
Cash at bank and in hand		21	21
		<u>21</u>	<u>21</u>
Current liabilities			
Creditors - amounts falling due within one year	11	(33,322)	(36,497)
Net current liabilities		<u>(33,301)</u>	<u>(36,476)</u>
Total assets less current liabilities		<u>62,760</u>	<u>58,483</u>
Net assets		<u>62,760</u>	<u>58,483</u>
Capital and reserves			
Called up share capital	12	53,684	53,684
Profit and loss account	13	9,076	4,799
Total shareholders' funds	14	<u>62,760</u>	<u>58,483</u>

The notes on pages 8 to 14 form part of these financial statements.

The financial statements on pages 6 to 14 were approved and authorised for issue by the Board of Directors on 17 June 2014 and were signed on its behalf by:



S P Redfern
Director

Company No. 07033278

GLID Limited

Notes to the financial statements for the year ended 31 December 2013

1 Principal accounting policies

Accounting principles

These financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards and the Companies Act 2006. The principal accounting policies are set out below.

Accounting policies have been applied consistently, other than where new policies have been adopted.

Basis of preparation – going concern

The Directors believe that the going concern basis is applicable for the preparation of the financial statements as the ultimate parent company, Centrica plc, has confirmed its present intention to provide financial support such that the Company is able to repay its liabilities as they fall due. In particular the amounts owed to Group undertakings will not be required to be repaid for the foreseeable future.

Investments

Fixed asset investments are shown at cost less any provision for impairment. Investments consist of an equity interest in a joint venture and a debenture loan.

Impairment

At each balance sheet date, the Company reviews the carrying amounts of its fixed assets to determine whether there is any indication that those assets have suffered an impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of any impairment. Recoverable amount is the higher of net realisable value and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Foreign currency

The financial statements of the Company are presented in sterling, which is the Company's functional currency. Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date, and movements are included in the profit and loss account.

Loans

Loans payable are initially recognised at the fair value of the consideration received, after deduction of transaction costs that are directly attributable to the issue of the loan.

Loans receivable are initially recognised at fair value plus transaction costs that are directly attributable to the acquisition or issue of the loan. They are subsequently carried at amortised cost using the effective interest rate method less any allowance for estimated impairments. A provision is established for impairments where there is objective evidence that the Company will not be able to collect all amounts due under the original terms of the loan. Interest income, together with losses when the loans are impaired, is recognised in the profit and loss account.

GLID Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

1 Principal accounting policies (continued)

Interest income and expense

Interest income and expense are accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Taxation

Current tax being UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated, but not reversed, at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits in the foreseeable future from which the reversal of the underlying timing differences can be deducted. Deferred tax is not recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

2 Consolidated financial statements, cash flow statements and related party disclosures

The Company is a wholly-owned subsidiary of Centrica Renewable Energy Limited and is included in the consolidated financial statements of Centrica plc, which are publicly available. Consequently, the Company has taken advantage of the exemption from the need to prepare group financial statements offered under Section 400 of the Companies Act 2006. Similarly the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard No. 1 (revised 1996) 'Cash Flow Statements'. The Company is also exempt under the terms of Financial Reporting Standard No. 8 'Related Party Disclosures' from disclosure of transactions with other wholly owned companies that are part of the Centrica plc group.

3 Segmental reporting

The Company's activities consist solely of holding its investment in its joint venture and occur wholly within the United Kingdom.

GLID Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

4 Operating loss

	2013 £000	2012 £000
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Operating loss is stated after charging:

Auditors' remuneration - statutory audit	7	7
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Auditors' remuneration totalling £7,000 (2012: £7,000) relates to fees for the audit of the UK GAAP statutory financial statements of GLID Limited.

5 Directors' emoluments

The emoluments of all of the Directors are not paid to them in their capacity as Directors of the Company and are payable for services wholly attributable to other Centrica plc subsidiary undertakings. Accordingly, no details in respect of their emoluments have been included in these financial statements (2012: nil).

6 Employee information

The Company has no employees (2012: nil) and no staff costs (2012: nil). Any costs relating to employees are borne by other Centrica group companies.

7 Interest receivable and similar income

	2013 £000	2012 £000
Interest receivable from joint venture undertaking	<u>6,102</u>	<u>5,765</u>

8 Interest payable and similar charges

	2013 £000	2012 £000
Interest payable to parent undertaking	393	506
Interest payable to joint venture undertaking	<u>129</u>	<u>148</u>
	<u>522</u>	<u>654</u>

GLID Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

9 Tax on profit on ordinary activities

	2013 £000	2012 £000
(a) Analysis of tax charge for the year		
The tax charge comprises:		
Current tax:		
United Kingdom corporation tax at 23.25% (2012: 24.5%)	1,296	-
Total current tax	<u>1,296</u>	<u>-</u>
Deferred tax		
Effect of change to deferred tax rate	-	-
Total tax on profit on ordinary activities	<u>1,296</u>	<u>-</u>

(b) Factors affecting the tax charge for the year

The tax assessed for the year differs (2012: differs) from that calculated at the standard rate of corporation tax in the UK (23.25%) (2012: 24.5%). The differences are explained below:

	2013 £000	2012 £000
Profit on ordinary activities before tax	5,573	5,104
Tax on profit on ordinary activities at standard UK corporation tax rate of 23.25% (2012: 24.5%)	1,296	1,250
Effects of:		
Group relief for nil consideration	-	(1,250)
Total current tax charge for the year	<u>1,296</u>	<u>-</u>

The main rate of corporation tax was reduced from 26% to 24% from 1 April 2012 and to 23% from 1 April 2013. Further reductions to reduce the rate to 21% from 1 April 2014 and to 20% by 1 April 2015 were substantively enacted in Finance Act 2013 on 2 July 2013 and have been reflected within these financial statements.

GLID Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

10 Investments

	Investment in joint venture £000	Debenture loan to joint venture £000	Total £000
Cost			
As at 1 January 2013	53,684	52,275	105,959
Additions (note 7)	-	6,102	6,102
Repayment of loan	-	(5,000)	(5,000)
As at 31 December 2013	53,684	53,377	107,061
Impairment			
As at 1 January 2013	11,000	-	11,000
As at 31 December 2013	11,000	-	11,000
Net book value			
As at 31 December 2013	42,684	53,377	96,061
As at 31 December 2012	42,684	52,275	94,959

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

The debenture loan to GLID Wind Farms TopCo Limited consists of £41,212,000 of loan notes issued by GLID Wind Farms TopCo Limited on 4 November 2009 in the form of a shareholder loan. The notes bear interest on their outstanding principal amount at a rate of 12% per annum. The notes are unsecured and are due to be repaid on 24 October 2059 but may be redeemed by GLID Wind Farms TopCo Limited at any time. During the year total interest of £6,102,000 (2012: £5,765,000) (note 7) had accrued on these loan notes and £5,000,000 (2012: nil) interest was repaid. The total amount of interest outstanding at 31 December 2013 was £12,165,000 (2012: £11,063,000).

The Company's shares in GLID Wind Farms TopCo Limited are subject to a charge under the financing arrangements in place to support GLID Wind Farms TopCo Limited.

During the year GLID Wind Farms TopCo Limited made a loss after taxation of £2,702,000 (2012: loss of £9,964,000). The equity shareholders' funds at 31 December 2013 were £61,335,000 (2012: £64,037,000).

GLID Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

11 Creditors – amounts falling due within one year

	2013 £000	2012 £000
Amounts owed to Group undertakings	12,162	15,466
Loan from joint venture	20,974	20,974
Interest payable to joint venture	179	50
Accruals and deferred income	7	7
	<u>33,322</u>	<u>36,497</u>

The amounts owed to Group undertakings bore interest at a quarterly rate determined by Group Treasury and linked to the Group cost of funds. The quarterly rates ranged between 2.34% and 3.19% per annum during 2013 (2012: 3.28 and 3.51%). All amounts owed to Group undertakings were unsecured and repayable on demand.

The loan from the joint venture is repayable on demand and may be redeemed by the Company at any time. The interest rate charged on this loan is LIBOR, and total interest of £129,000 had accrued at 31 December 2013 (2012: £148,000), of which £179,000 was outstanding at 31 December 2013 (2012: £50,000).

12 Called up share capital

	2013 £000	2012 £000
Allotted and fully paid		
53,684,373 (2012: 53,684,373) ordinary shares of £1 each	<u>53,684</u>	<u>53,684</u>

13 Profit and loss account

	Profit and loss account £000	Total £000
As at 1 January 2013	4,799	4,799
Profit for the financial year	<u>4,277</u>	<u>4,277</u>
At 31 December 2013	<u>9,076</u>	<u>9,076</u>

GLID Limited

Notes to the financial statements for the year ended 31 December 2013 (continued)

14 Reconciliation of movements in shareholders' funds

	2013 £000	2012 £000
Opening equity shareholders' funds	58,483	53,379
Profit for the financial year	<u>4,277</u>	<u>5,104</u>
Closing equity shareholders' funds	<u>62,760</u>	<u>58,483</u>

15 Related parties

At 31 December 2013 the total amount loaned by GLID Wind Farms TopCo Limited to the Company was £20,974,000 (2012: £20,974,000) (note 11). The loan is due on 30 June 2024, but it is repayable on demand and may be redeemed by the Company at any time. The interest rate charged is LIBOR. During the year interest of £129,000 had accrued on this loan (2012: £148,000 (note 8), of which £179,000 was outstanding at 31 December 2013 (2012: £50,000) (note 11).

On 4 November 2009, GLID Wind Farms TopCo Limited issued £41,212,000 in loan notes to the Company in the form of a shareholder loan (note 10). The notes bear interest on their outstanding principal amount at a rate of 12% per annum. The notes are unsecured and are due on 24 October 2059 but may be redeemed by GLID Wind Farms TopCo Limited at any time. During the year total interest of £6,102,000 (2012: £5,765,000) had accrued on these loan notes (note 7) and £5,000,000 was repaid during the year (2012: nil). Outstanding interest at 31 December 2013 was £12,165,000 (2012: £11,063,000) (note 10).

16 Ultimate parent undertaking

The Company's immediate parent undertaking is Centrica Renewable Energy Limited, a company registered in England and Wales.

The Company's ultimate parent undertaking and controlling party is Centrica plc, a company registered in England and Wales, which is the only company to include these financial statements in its consolidated financial statements. Copies of the Centrica plc consolidated financial statements may be obtained from www.centrica.com.