

Unaudited Abbreviated Accounts Sonste Limited

For the period ended 31 December 2012



Registered number. 07697487

Abbreviated accounts

Sonste Limited

Company information

Directors
C R Hulatt
M C Kleibergen (Alternate Director)
J A Lee

Company secretary
T J Spevack

Company number
07697487

Registered office
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LONDON
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Accountants
Grant Thornton UK LLP
Chartered Accountants
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OXFORD
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Bankers
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Sonste Limited

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Chartered accountants' report to the board of directors on the preparation of the unaudited statutory accounts of Sonste Limited for the period ended 31 December 2012

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the abbreviated accounts of Sonste Limited for the period ended 31 December 2012 which comprise the Balance sheet and the related notes from the company's accounting records and from information and explanations you have given to us

As a member firm of the Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at www.icaew.com

This report is made solely to the board of directors of Sonste Limited, as a body, in accordance with the terms of our engagement letter dated 31 January 2013. Our work has been undertaken solely to prepare for your approval the abbreviated accounts of Sonste Limited and state those matters that we have agreed to state to the board of directors of Sonste Limited, as a body, in this report in accordance with the requirements of the Institute of Chartered Accountants in England and Wales, as detailed at www.icaew.com. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Sonste Limited and its board of directors, as a body, for our work or for this report.

It is your duty to ensure that Sonste Limited has kept adequate accounting records and to prepare statutory accounts that give a true and fair view of the company's assets, liabilities, financial position and profit. You consider that Sonste Limited is exempt from the statutory audit requirement for the period.

We have not been instructed to carry out an audit or review of the abbreviated accounts of Sonste Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory abbreviated accounts.

Grant Thornton UK LLP

Grant Thornton UK LLP

Chartered Accountants

OXFORD

Date 04 April 2013

Abbreviated balance sheet

As at 31 December 2012

	Note	£	2012 £
Fixed assets			
Intangible assets	2		485,345
Tangible assets	3		40,211
Investments	4		1
			<u>525,557</u>
Current assets			
Debtors	5	1,815,097	
Cash at bank		2,504,422	
		<u>4,319,519</u>	
Creditors: amounts falling due within one year		<u>(379,986)</u>	
Net current assets			<u>3,939,533</u>
Total assets less current liabilities			<u>4,465,090</u>
Creditors: amounts falling due after more than one year	6		<u>(2,505,000)</u>
Net assets			<u><u>1,960,090</u></u>
Capital and reserves			
Called up share capital	7	20,000	
Share premium account		1,935,000	
Profit and loss account		5,090	
Shareholders' funds			<u><u>1,960,090</u></u>

Abbreviated balance sheet (continued)

As at 31 December 2012

The directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2012 and of its profit for the period then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company

The abbreviated accounts, which have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006, were approved and authorised for issue by the board and were signed on its behalf by

Director



Date

03/04/13

C HULATT

The notes on pages 4 to 8 form part of these financial statements

Notes to the abbreviated accounts

For the period ended 31 December 2012

1. Accounting policies

1.1 Basis of preparation of financial statements

The full financial statements, from which these abbreviated accounts have been extracted, have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Consolidation

In the opinion of the directors, the company and its subsidiary undertaking constitute a small group. The company has therefore taken advantage of the exemption provided by section 398 of the Companies Act 2006 not to prepare group accounts.

1.3 Turnover

Turnover comprises income receivable from the energy generated during the period. Any unvoiced income is accrued in the period in which it has been generated.

1.4 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the Profit and loss account over its estimated economic life.

Amortisation is provided at the following rates:

Goodwill	-	straight line over 25 years
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1.5 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 on the following basis:

Other fixed assets	-	4% and 10% straight line
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Other fixed assets represents the costs of construction of solar plants: solar panels, civil/structural and electrical costs, grid connection, planning and professional fees capitalised and depreciated at 4% per annum on a straight line basis. Costs of transformers, inverters and cabling are being depreciated at 10% per annum on a straight line basis.

1.6 Investments

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

Notes to the abbreviated accounts

For the period ended 31 December 2012

1. Accounting policies (continued)

1.7 Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the Balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the Profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

1.8 Deferred taxation

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

2. Intangible fixed assets

	£
Cost	
At 7 July 2011	-
Additions	488,602
At 31 December 2012	488,602
Amortisation	
At 7 July 2011	-
Charge for the period	3,257
At 31 December 2012	3,257
Net book value	
At 31 December 2012	485,345

Notes to the abbreviated accounts

For the period ended 31 December 2012

3. Tangible fixed assets

	£
Cost	
At 7 July 2011	-
Additions	41,204
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At 31 December 2012	41,204
	<hr/>
Depreciation	
At 7 July 2011	-
Charge for the period	993
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At 31 December 2012	993
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Net book value	
At 31 December 2012	40,211
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4. Fixed asset investments

	£
Cost	
At 7 July 2011	-
Additions	1
	<hr/>
At 31 December 2012	1
	<hr/>
Net book value	
At 31 December 2012	1
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On 29 October 2012, the company acquired 100% of the ordinary share capital of MSP Strete Limited, a company incorporated in England and Wales with capital and reserves at 31 December 2012 of £29,917 in deficit and a loss for the period ended 31 December 2012 of £29,918

5. Debtors

Included within other debtors is £0.02 of unpaid share capital

6. Creditors:

Amounts falling due after more than one year

Included within Other loans is an amount of £2,505,000 which is secured by a fixed and floating charge over the assets of the company

Notes to the abbreviated accounts

For the period ended 31 December 2012

7. Share capital

	2012 £
Allotted, called up and fully paid	
2,000,000 B Ordinary shares of £0.01 each	20,000
2 Deferred shares of £0.01 each	-
	<hr/>
	20,000
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Upon incorporation on 7 July 2011, the company issued 2 Ordinary shares of £0.01 each, which were converted to 2 Deferred shares of £0.01 each on 14 November 2011

On 14 November 2011, the company issued 1,000,000 B Ordinary shares for £1 per share. The difference between the cash received and the nominal value, being £990,000, has been credited to the share premium account. Arrangement fees of £22,500 have been deducted from the balance on share premium.

On 20 February 2012, the company issued 1,000,000 B Ordinary shares for £1 per share. The difference between the cash received and the nominal value, being £990,000, has been credited to the share premium account. Arrangement fees of £22,500 have been deducted from the balance on share premium.

Arrangement fees were paid to a related party, Octopus Investments Limited, as disclosed within the related party transactions note to the financial statements.

Deferred shares included within share capital are shares which remain dormant with no rights attached until such time as the company is sold and the deferred shareholders are entitled to participate in the sale proceeds above a pre-agreed target.

Notes to the abbreviated accounts

For the period ended 31 December 2012

8. Related party transactions

During the period, the company was charged £221,981 and £25,633 in respect of project development costs and rechargeable expenses respectively by Lightsource Renewable Energy Limited, a related party due to its significant influence over the entity. At the period end, an amount of £219,136 was outstanding which is included in trade creditors. Lightsource Renewable Energy Limited is the holder of the deferred shares in issue.

In the period ended 31 December 2012, arrangement fees of £45,000 were charged by Octopus Investments Limited, a related party due to its significant influence over the entity. Octopus Investments Limited also recharged legal fees totalling £3,000 to the company. At the period end, £NIL was outstanding.

During the period the company met expenditure on behalf of its wholly owned subsidiary company, MSP Strete Limited, totalling £321,997. The company also charged MSP Strete Limited interest totalling £29,599. At the period end, a total of £373,808 is included within debtors.

P Latham is a director of Fern Trading Limited. During the period a loan totalling £2,305,000 was received from Fern Trading Limited. Interest of £3,008 has been charged to the company during the period. The total amount owing to Fern Trading Limited at the end of the period was £2,308,008.

P Latham is a director of the designated members of Terido LLP. During the period a loan totalling £200,000 was received from Terido LLP. Interest of £356 has been charged to the company during the period. The total amount owing to Terido LLP at the end of the period was £200,356.