

**Hilton Wind Farm Limited
(formerly Banks Renewables (Hilton Wind
Farm) Limited)**

Directors' report and accounts

For the 15 months ended 31 December 2014

Registered number 07767187



Hilton Wind Farm Limited

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Hilton Wind Farm Limited

Directors

A Belloli
R Carter
GR Ling

Secretary

CL Fidler

Registered Office

Booths Park
Chelford Road
Knutsford
Cheshire
WA16 8QZ

Auditors

Ernst & Young LLP
Blenheim House
Fountainhall Road
Aberdeen
AB15 4DT

Hilton Wind Farm Limited

Directors' report

The directors' present their report and accounts for the 15 months ended 31 December 2014.

Principal activity

The principal activity of the company throughout the period was the development of a windfarm.

Business Review

The company made a loss for the 15 months ended 31 December 2014 of £83,000 (year ended 30 September 2013: £nil).

Dividends

The directors do not recommend the payment of a dividend (year ended 30 September 2013: £nil).

Directors

The current directors are listed on page 2.

The directors who served during the period were as follows:

CA Anderson (resigned 5 February 2014)
R Carter (appointed 5 February 2014)
PL Dyke (resigned 5 February 2014)
RJ Dunkley (resigned 5 February 2014)
SR Klein (resigned 5 February 2014)
GL Ling (appointed 5 February 2014)

Subsequently A Belloli was appointed a director on 12 February 2015.

Change of ownership and company name

On 5 February 2014 the company was acquired by AMEC Wind Developments Limited, and on the same day the company's name changed from Banks Renewables (Hilton Wind Farm) Limited to Hilton Wind Farm Limited.

Going concern

The accounts are prepared on a going concern basis on the grounds that Amec Foster Wheeler Finance Limited has confirmed to the directors that its present intention is to provide financial support for at least twelve months from the date of these accounts to enable the company to continue its operations and to meet its financial obligations

Directors' indemnity arrangements

The company maintains directors' and officers' liability insurance cover. In addition, throughout the financial year and at the date of this report, qualifying third party indemnity provisions within the meaning of Sections 232-234 of the Companies Act 2006 were in place for all of the directors.

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the 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.

The above statement is made in accordance with Section 418 of the Companies Act 2006.

Hilton Wind Farm Limited

Directors' report (*continued*)

Auditors

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

Strategic report

The company is entitled to the small companies' exemption from the requirement to prepare a strategic report.

By order of the board



CL FIDLER
Secretary

28 September 2015

Amec Foster Wheeler plc
Booths Park
Chelford Road
Knutsford
Cheshire
WA16 8QZ

Hilton Wind Farm Limited

Profit and loss account

	<i>Note</i>	15 months to 31 December 2014 £000	Year to 30 September 2013 £000
Continuing operations			
Turnover		-	-
Impairment	5	(19)	-
Development costs written off		(64)	-
Loss on ordinary activities before taxation		(83)	-
Taxation on loss on ordinary activities	4	-	-
Loss for the financial period		(83)	-

There are no recognised gains or losses during the current or preceding financial period other than the loss for the financial periods stated above.

Hilton Wind Farm Limited

Registered number 07767187

Balance sheet

	Note	31 December 2014 £000	30 September 2013 £000
FIXED ASSETS			
Tangible fixed assets	5	-	19
CREDITORS: amounts falling due within one year	6	-	(19)
Net current liabilities		-	-
CREDITORS: amounts falling due after more than one year	7	(83)	-
TOTAL ASSETS LESS CURRENT LIABILITIES		(83)	-
CAPITAL AND RESERVES			
Called up share capital	9,10	-	-
Profit and loss account	10	(83)	-
EQUITY SHAREHOLDERS' DEFICIT		(83)	-

These accounts were approved by the board of directors on
and were signed on its behalf by

28 September 2015



GR LING
DIRECTOR

Hilton Wind Farm Limited

Notes to the accounts

1 ACCOUNTING POLICIES

Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with applicable Accounting Standards and with the Companies Act 2006.

Cash flow statement

The company is exempt from the requirement of FRS 1 'Cash flow statements' to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of Amec Foster Wheeler plc, and its cash flows are included within the consolidated cash flows of that group.

Going concern

The accounts are prepared on a going concern basis on the grounds that Amec Foster Wheeler Finance Limited has confirmed to the directors that its present intention is to provide financial support for at least twelve months from the date of these accounts to enable the company to continue its operations and to meet its financial obligations

Related Party Transactions

The directors have taken advantage of the exemption in FRS 8 'Related party disclosures', paragraph 3(c) and have not disclosed any related party transactions with parent and fellow wholly owned subsidiary undertakings.

Tangible fixed assets and depreciation

Assets in the course of development comprise options for leases and directly associated costs for windfarm development sites. No depreciation is charged until the windfarm is commissioned.

The carrying value of tangible assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

Development Expenditure

Development expenditure for wind farm projects is expended as incurred until the company obtains planning consent. Subsequent to planning consent being obtained development expenditure will be capitalised provided the project is expected to generate sufficient cash flow to allow recovery of the development expenditure.

Taxation

The taxation charge is based on the results for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised in full without discounting in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19 'Deferred tax'.

A net 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 there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse based on tax rates and laws enacted or substantially enacted at the balance sheet date.

Hilton Wind Farm Limited

Notes to the accounts (*continued*)

2 DIRECTORS' REMUNERATION

None of the directors received any remuneration in respect of their services to the company during the current or preceding financial period.

3 AUDIT COSTS

The audit costs for the 15 months ended 31 December 2014 of £2,000 (year ended 30 September 2013: £500) have been borne by another group company.

4 TAXATION ON LOSS ON ORDINARY ACTIVITIES

	15 months to 31 December 2014 £000	Year to 30 September 2013 £000
Current tax		
UK corporation tax at 21.8% (2013: 23.5%)	-	-

The current tax for the period differs from the tax on profits at the standard rate of corporation tax in the UK. This is explained as follows:

	15 months to 31 December 2014 £000	Year to 30 September 2013 £000
Loss on ordinary activities before taxation	(83)	-
Tax at 21.8% (2013: 23.5%)	(18)	-
Non deductible expenses	18	-
Current tax for the period	-	-

5 TANGIBLE FIXED ASSETS

	Assets in the course of development £000
Cost	
As at 1 October 2013 and 31 December 2014	19
Depreciation	
As at 1 October 2013	-
Impairment	(19)
As at 31 December 2014	(19)
Net book value	
As at 31 December 2014	-
As at 1 October 2013	19

Hilton Wind Farm Limited

Notes to the accounts (*continued*)

6 CREDITORS: amounts falling due within one year

	31 December 2014 £000	30 September 2013 £000
Amounts owed to group undertakings	-	19

7 CREDITORS: amounts falling due after more than one year

	31 December 2014 £000	30 September 2013 £000
Amounts owed to group undertakings	83	-

8 FINANCIAL COMMITMENTS

At the balance sheet date, the company had annual financial obligations in relation to land and buildings as follows:

	31 December 2014 £000	30 September 2013 £000
Expiring between one and five years	2	2

9 SHARE CAPITAL

	2014 number	2013 number	2014 £	2013 £
Ordinary shares of £1 each:				
Allotted, called up and fully paid	1	1	1	1

10 SHARE CAPITAL AND RESERVES

	Share capital £000	Profit and loss account £000	Total £000
As at 1 October 2013	-	-	-
Loss for the period	-	(83)	(83)
As at 31 December 2014	-	(83)	(83)

Hilton Wind Farm Limited

Notes to the accounts (*continued*)

11 ULTIMATE PARENT COMPANY

The company is a subsidiary undertaking of AMEC Wind Developments Limited which is incorporated in England and Wales. The company regarded by the directors as the ultimate parent is Amec Foster Wheeler plc, incorporated in England and Wales. Copies of the group accounts can be obtained from Amec Foster Wheeler plc, Booths Park, Chelford Road, Knutsford, Cheshire, WA16 8QZ.

Hilton Wind Farm Limited

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts 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 accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 accounts; and
- prepare the accounts 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 accounts 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HILTON WIND FARM LIMITED

We have audited the accounts of Hilton Wind Farm Limited for the 15 months ended 31 December 2014 which comprise the profit and loss account, the balance sheet and the related notes 1 to 11. 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).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 1 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 11, the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the accounts in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the accounts

An audit involves obtaining evidence about the amounts and disclosures in the accounts sufficient to give reasonable assurance that the accounts 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 accounts. In addition, we read all the financial and non-financial information in the Directors' report and accounts to identify material inconsistencies with the audited accounts 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 accounts

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its loss for the period 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.

Opinion on other matter prescribed by the Companies Act 2006

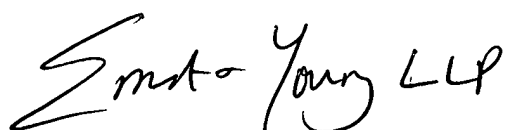
In our opinion the information given in the Directors' Report for the financial period for which the accounts are prepared is consistent with the accounts.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HILTON WIND FARM LIMITED (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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



Kenneth MacLeod Hall (Senior Statutory Auditor)

For and on behalf of Ernst & Young LLP, Statutory Auditor
Aberdeen

28, September 2015