

**SPIRE ENERGY LTD**

**Registered in England and Wales Number 07799123**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**For the year ended 31 December 2021**

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**SPIRE ENERGY LTD**

Registered in England and Wales: Number 07799123

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**SPIRE ENERGY LTD**  
Registered in England and Wales: Number 07799123

## **DIRECTORS, OFFICERS AND OTHER INFORMATION**

### **Directors**

C Herriott  
J Touzard  
I Shervell

### **Independent Auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
7 More London Riverside  
London  
SE1 2RT

### **Registered Office**

St Helen's  
1 Undershaft  
London  
EC3P 3DQ

### **Company Number**

Registered in England and Wales: Number 07799123

### **Company Secretary**

EVGH Limited  
East Suite  
Brimscombe Port Business Park  
Brimscombe  
Stroud  
Gloucestershire  
GL5 2QQ

**SPIRE ENERGY LTD**  
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## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021**

The Directors present their Report and audited financial statements for Spire Energy Ltd ("Company") for the year ended 31 December 2021.

### **Directors**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were:

|             |                             |
|-------------|-----------------------------|
| F Helliwell | Resigned on 26 January 2021 |
| C Herriott  | Appointed on 23 March 2021  |
| J Touzard   |                             |
| I Shervell  |                             |

### **Principal Activities and Business Review**

The principal activities of the Company are the running and maintenance of a portfolio of existing commercial photovoltaic (PV) solar installations and the collection of Feed in Tariff payments. The portfolio has been performing in line with expectation. There have been no significant additions or disposals in the year.

### **Future Developments**

The Company operates and maintains a portfolio of roof mounted Solar PV generating assets. During the coming year the Company will continue to review, operate and monitor the performance of the installed plant, earning a Feed-In Tariff ("FiT") income stream from each operating asset.

### **Principal Risks and Uncertainties**

The key risks arising in the Company are credit, operational and liquidity risks which are discussed in more detail below.

### **The Aviva Group's approach to risk and capital management**

The Company operates within the governance structure and priority framework of the Aviva Group ("Aviva plc and its subsidiaries").

### **Management of financial and non-financial risks**

The Company's exposure to different types of risk is limited by the nature of its business as follows:

#### **COVID-19**

On 30 January 2020, the World Health Organisation ('WHO') declared the coronavirus (COVID-19) a public health emergency, shortly followed by declaring a Global Pandemic on 11 March 2020. This had an unprecedented impact on economies and markets globally. On 22 February 2022 the United Kingdom government lifted all remaining COVID-19 restrictions. The Directors will continue to monitor the COVID-19 situation closely and act accordingly to protect the interests of investors.

#### **Ukraine Russia conflict**

Following the escalation of the conflict between Ukraine and Russia in February 2022 and the related economic sanctions imposed by various governments, the Directors are actively monitoring the situation and will assess any impact as it is deemed to arise. The Directors recognise that the overall impact of the conflict may not yet be apparent and does not underestimate the inevitable effect it will have on global financial markets, including any potential adverse impact on the Company and its investment. As at the date of approval of these financial statements, based on its assessment of the current situation and information available, the Directors do not envisage that this will have a material impact on the Company.

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## **DIRECTORS' REPORT (CONTINUED)** **FOR THE YEAR ENDED 31 DECEMBER 2021**

### **Management of financial and non-financial risks (continued)**

#### **Credit risk**

The Company does not have a significant exposure to credit risk as receivables are mainly short-term trading items and related party receivables. The Company's assets are managed by agents who have responsibility for the prompt collection of amounts due.

#### **Operational risk**

Operational risk arises as a result of inadequate or failed internal processes, people or systems; or from external events. Details of the Aviva Group's approach to operational risk are set out in the financial statements of Aviva Investors UK Fund Services Limited, which manages and administers the Company's obligations as and when they fall due.

#### **Liquidity risk**

The Company does not have a significant exposure to liquidity risk. Liquidity risk is managed by ensuring that there is always sufficient headroom available on the unsecured loan agreement to meet the working capital requirements of the business. The Directors monitor the maturity of the Company's obligations as and when they fall due.

#### **Going Concern**

The Directors have reviewed the current and projected financial position of the Company, making reasonable assumptions about future trading performance. After making enquiries, the Directors of the Company have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

#### **Post balance sheets events**

There have been no significant events since year end impacting on the financial position of the Company.

#### **Employees**

The Company has no employees (2020: none).

#### **Independent Auditors**

It is the intention of the Directors to reappoint the auditors under the deemed appointment rules of Section 487 of the Companies Act 2006.

#### **Qualifying Indemnity Provisions**

The Directors have the benefit of an indemnity provision contained in the Company's Articles of Association, subject to the conditions set out in the Companies Act 2006. This is a 'qualifying third party indemnity' provision as defined in section 234 of the Companies Act 2006.

Aviva plc granted in 2004 an indemnity to the Directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985 (which continue to apply in relation to any provision made before 1 October 2007). This indemnity is a 'qualifying third party indemnity' for the purposes of sections 309A to 309C of the Companies Act 1985. These qualifying third party indemnity provisions remain in force as at the date of approving the Directors' Report by virtue of paragraph 15, Schedule 3 of The Companies Act 2006 (Commencement Number 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007.

**SPIRE ENERGY LTD**  
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## **DIRECTORS' REPORT (CONTINUED)** **FOR THE YEAR ENDED 31 DECEMBER 2021**

### **Statement of directors' responsibilities in respect of the financial statements**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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 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). 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for 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.

### **Directors' confirmations**

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is 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 a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

In preparing their report, the Directors have taken advantage of the exemption for small companies in accordance with section 415(A) of the Companies Act 2006. A strategic report has not been included in these audited financial statements as the Company qualifies for exemption as a small entity under Section 414B of the Companies Act 2006 relating to small entities.

On behalf of the Board on 29 September 2022

DocuSigned by:  
  
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**I Shervell**  
Director

**SPIRE ENERGY LTD**  
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# ***Independent auditors' report to the members of Spire Energy Ltd***

## **Report on the audit of the financial statements**

### **Opinion**

In our opinion, Spire Energy Ltd's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss 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 Statement of Financial Position as at 31 December 2021; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### **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.

### **Independence**

We remained independent of the company 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, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### **Conclusions relating to going concern**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

**SPIRE ENERGY LTD**  
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# ***Independent auditors' report to the members of Spire Energy Ltd (continued)***

## **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 Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

## **Directors' Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2021 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 company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

## **Responsibilities for the financial statements and the audit**

### **Responsibilities of the directors for the financial statements**

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.



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## ***Independent auditors' report to the members of Spire Energy Ltd (continued)***

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to manipulation of financial data to present more favourable financial results. Audit procedures performed by the engagement team included:

- Discussions with management, including consideration of known or suspected instances of non compliance with laws and regulation and fraud;
- Reviewing relevant Board meeting minutes;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations, entries posted containing unusual account descriptions, and entries posted with unusual amounts; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### **Use of this 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**

### **Companies Act 2006 exception reporting**


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

- we have not obtained 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 financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Victoria Music (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
29 September 2022

**SPIRE ENERGY LTD**  
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**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2021**

|                                                           | Note | 2021<br>£              | 2020<br>£              |
|-----------------------------------------------------------|------|------------------------|------------------------|
| <b>Turnover</b>                                           | 5    | 113,968                | 135,602                |
| Cost of sales                                             |      | (90,639)               | (87,738)               |
| <b>Gross profit</b>                                       |      | <u>23,329</u>          | <u>47,864</u>          |
| Administrative expenses                                   |      | (72,744)               | (113,628)              |
| <b>Operating loss</b>                                     | 6    | <u>(49,415)</u>        | <u>(65,764)</u>        |
| Loss on disposals of tangible assets                      |      | -                      | (1,117)                |
| <b>Loss before interest and taxation</b>                  |      | <u>(49,415)</u>        | <u>(66,881)</u>        |
| Interest receivable and similar income                    | 7    | -                      | 21                     |
| <b>Loss before taxation</b>                               |      | <u>(49,415)</u>        | <u>(66,860)</u>        |
| Tax credit on loss                                        | 8    | 13,269                 | 14,077                 |
| <b>Total comprehensive expense for the financial year</b> |      | <u><u>(36,146)</u></u> | <u><u>(52,783)</u></u> |

**Continuing Operations**

All amounts reported in the Statement of Comprehensive Income for the years ended 31 December 2021 and 31 December 2020 relate to continuing operations.

The notes on pages 12 to 20 form an integral part of these financial statements.


**SPIRE ENERGY LTD**  
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**STATEMENT OF FINANCIAL POSITION  
AS AT 31 DECEMBER 2021**

|                                              | Note | 2021<br>£       | 2020<br>£       |
|----------------------------------------------|------|-----------------|-----------------|
| <b>FIXED ASSETS</b>                          |      |                 |                 |
| Tangible assets                              | 9    | <u>578,984</u>  | <u>633,589</u>  |
| <b>CURRENT ASSETS</b>                        |      |                 |                 |
| Deferred taxation                            | 8    | 16,169          | 9,719           |
| Debtors                                      | 10   | 204,794         | 210,037         |
| Cash at bank and in hand                     |      | <u>45,106</u>   | <u>32,037</u>   |
|                                              |      | 266,069         | 251,793         |
| <b>CREDITORS</b>                             |      |                 |                 |
| Amounts falling due within one year          | 11   | <u>(59,936)</u> | <u>(64,119)</u> |
| <b>Net current assets</b>                    |      | 206,133         | 187,674         |
| <b>Total assets less current liabilities</b> |      | <u>785,117</u>  | <u>821,263</u>  |
| <b>Net assets</b>                            |      | <u>785,117</u>  | <u>821,263</u>  |
| <b>CAPITAL AND RESERVES</b>                  |      |                 |                 |
| Called up share capital                      | 12   | 1               | 1               |
| Retained earnings                            |      | <u>785,116</u>  | <u>821,262</u>  |
| <b>Total equity</b>                          |      | <u>785,117</u>  | <u>821,263</u>  |

The notes on pages 12 to 20 form an integral part of these financial statements.

The financial statements on pages 9 to 20 were approved by the Board of Directors on 29 September 2022 and signed on its behalf by:

DocuSigned by:  
  
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**I Shervell**  
Director

**SPIRE ENERGY LTD**  
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**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2021**

|                                             | Called up<br>share capital | Retained<br>earnings  | Total<br>equity       |
|---------------------------------------------|----------------------------|-----------------------|-----------------------|
|                                             | £                          | £                     | £                     |
| Balance at 1 January 2020                   | 1                          | 874,045               | 874,046               |
| Total comprehensive expense<br>for the year | -                          | (52,783)              | (52,783)              |
| Balance at 31 December 2020                 | <u>1</u>                   | <u>821,262</u>        | <u>821,263</u>        |
| Total comprehensive expense<br>for the year | -                          | (36,146)              | (36,146)              |
| <b>Balance at 31 December 2021</b>          | <u><u>1</u></u>            | <u><u>785,116</u></u> | <u><u>785,117</u></u> |

The notes on pages 12 to 20 form an integral part of these financial statements.

**SPIRE ENERGY LTD**  
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## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

### **1 GENERAL INFORMATION**

Spire Energy Ltd ("the Company") runs and maintains a portfolio of existing commercial PV solar installations in the UK.

The Company is a private company limited by shares and is incorporated and domiciled in the United Kingdom. The address of its registered office is St Helen's, 1 Undershaft, London EC3P 3DQ.

### **2 STATEMENT OF COMPLIANCE**

The Financial Statements have been prepared in compliance with UK accounting standards including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland ("FRS 102"), and the Companies Act 2006.

### **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The principal accounting policies are summarised below. They have all been applied consistently throughout all the years presented unless otherwise stated.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

#### *Cash flow statement*

The Company has taken advantage of the exemption, under FRS 102, from preparing a Statement of Cash Flows, on the basis that it is a qualifying entity and the Company's cash flows are included within the Consolidated Statement of Cash Flows of its parent entity, Aviva Investors Infrastructure Income Limited Partnership.

#### *Strategic report and Directors' report*

A strategic report has not been included in these audited financial statements as the Company qualifies for exemption as a small entity under Section 414B of the Companies Act 2006 relating to small entities. The Directors' report has been prepared with reduced disclosures in accordance with the provisions applicable to companies entitled to the small companies exemption in section 415A of the Companies Act 2006.

#### *Basis of preparation*

These Financial Statements have been prepared on a going concern basis and under the historical cost convention.

#### *Going concern basis*

The Directors have reviewed the current and projected financial position of the Company, making reasonable assumptions about future trading performance. After making enquiries, the Directors of the Company have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

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## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

### **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

#### *Turnover*

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates. When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income. Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably. In practical terms this means revenue from electricity generation is recognised in the period the electricity was generated.

#### *Accrued income*

Accrued income comprises of energy that has been generated which is yet to be invoiced and is based upon the value of units supplied.

#### *Administrative expenses*

Administrative expenses include all costs not directly incurred in the operation of the Company's portfolio. This includes administration and management expenses recognised on an accruals basis.

#### *Distributions to equity holders*

Dividends and other distributions to the company's shareholders are recognised as a liability in the financial statements in the period in which the dividend and other distributions are approved by the company's shareholders. These amounts are recognised in the Statement of Changes in Equity.

#### *Tangible fixed assets*

Tangible fixed assets are stated at their historic purchase cost, together with any incidental expenses of acquisition less accumulated depreciation. Costs include the original purchase price of the asset and the cost attributable to bringing the asset to its working condition for its intended use.

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposable proceeds and the carrying amount is recognised in profit or loss and included in profit and loss account.

#### *Depreciation*

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the expected useful economic life of that asset as follows:

|                        |   |                        |
|------------------------|---|------------------------|
| PV Solar Installations | - | 25 years straight-line |
| PV Solar Inverters     | - | 10 years straight-line |

#### *Cash at bank and in hand*

Cash at bank and in hand comprises of cash and cash on deposit with banks, both of which are immediately available.

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## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

### **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

#### *Current tax*

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which the applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### *Deferred tax*

Deferred tax is provided in full, using the liability method on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognised only to the extent that it is probable that taxable profit will be available against which deductible temporary differences, carried forward tax credits or tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax relating to items recognised directly in changes in equity is recognised in the Statement of Changes in Equity and not in the Statement of Comprehensive Income.

#### *Loans and borrowings*

Borrowings are recognised at the fair value of the consideration received net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised as a finance expense in the Statement of Comprehensive Income.

Borrowings are classified as current liabilities in the financial statements unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. The adjustments that resulted from the use of United Kingdom Retail Price Index ("RPI") on the interest payment date have been adjusted as part of the loans in these audited financial statements.

#### *Impairment of non-financial assets*

At each balance sheet date, non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset may be impaired. If there is such an indication the recoverable amount of the asset is compared to the carrying amount of the asset.

The recoverable amount of the asset is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a discount rate that represents the risks inherent in the asset.

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the Statement of Comprehensive Income.

#### *Called up share capital*

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*Financial instruments*

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

i. Financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

Basic financial assets, including trade and other receivables, 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.

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 the Statement of Comprehensive Income.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount had been had the impairment not previously been recognised. The impairment reversal would be recognised in the Statement of Comprehensive Income.

Other financial assets are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in the Statement of Comprehensive Income.

Financial assets that are classified as receivable within one year are measured at the undiscounted amount of the cash or other consideration expected to be received, net of impairment.

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) despite having retained some significant risks and rewards of ownership, 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.



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## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### *Financial instruments (continued)*

##### ii. Financial liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Basic financial liabilities, including creditors and loans payable, are initially measured at transaction price (including transaction costs), except for those financial liabilities classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs).

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

Commitments to make which meet the conditions above are measured at cost (which may be nil) less impairment.

Non-current debt instruments which meet the following conditions, are subsequently measured at amortised cost using the effective interest rate method:

a) Returns to the holder are (i) a fixed amount, or (ii) a fixed rate of return over the life of the instrument, or (iii) a variable return that, throughout the life of the instrument, is equal to a single reference quoted or observable interest rate, or (iv) some combination of such fixed rate and variable rates, providing that both rates are positive.

b) There is no contractual provision that could by its terms result in the holder losing the principal amount or any interest attributable to the current period or prior periods.

c) Contractual provision that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in relevant taxation or law.

Debt instruments that are classified as payable within one year and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Other debt instruments not meeting these conditions are measured at amortised cost, using the effective interest rate method.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

##### iii. Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally 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.

#### *Financial instruments disclosure exemption*

The Company has taken advantage of the exemption, under FRS 102, from disclosure of its financial instruments, on the basis that it is a qualifying entity and the Company's financial instruments are disclosed within the consolidated financial statements of its parent entity Aviva Investors Infrastructure Income Limited Partnership.

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## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021**

### **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

#### *Related party transactions*

The Company discloses transactions with related parties which are not wholly owned within the same Group. 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 Company financial statements.

The Company has taken advantage of the exemption, under FRS 102, from disclosure of transactions with related parties who are wholly owned within the same Group. The Group includes the Company, its parent undertakings and its fellow subsidiary undertakings.

### **4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of the Company's Financial Statements requires the Directors to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the reporting date. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are considered to be relevant. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected.

#### **4.1 Critical accounting estimates and assumptions**

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

#### **a) Impairment of tangible fixed assets**

Tangible fixed assets are reviewed for impairment at each balance sheet date. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's net selling price and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows

#### **b) Depreciation**

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the expected useful economic life of that asset as follows: PV Solar Installations over 20 years and PV Solar Inverter over 12 years. Depreciation is considered to be a critical accounting estimate and the underlying assumptions are reviewed on an ongoing basis. Revisions to this accounting estimate is recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

### **5 TURNOVER**

Analysis of the Company's turnover is as follows:

|                                               | 2021    | 2020    |
|-----------------------------------------------|---------|---------|
| <i>Turnover analysed by class of business</i> | £       | £       |
| Electricity production                        | 113,968 | 135,602 |

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021**

**6 OPERATING LOSS**

|                                             | 2021         | 2020         |
|---------------------------------------------|--------------|--------------|
|                                             | £            | £            |
| <i>This is stated after charging:</i>       |              |              |
| Depreciation of owned tangible fixed assets | 54,605       | 54,565       |
| Auditors' remuneration – audit services     | <u>7,980</u> | <u>7,667</u> |

The Company did not have any employees during the current year or previous year.  
Directors were employed and remunerated by Aviva Investors Employment Services Limited.  
No recharge was made by the parent company for their services. (2020: £nil).  
During the year no non-audit fees were paid to statutory auditors (2020: £nil).

**7 INTEREST RECEIVABLE AND SIMILAR INCOME**

|                                        | 2021     | 2020      |
|----------------------------------------|----------|-----------|
|                                        | £        | £         |
| Interest receivable and similar income | <u>-</u> | <u>21</u> |

**8 TAX ON LOSS**

|                                               | 2021            | 2020            |
|-----------------------------------------------|-----------------|-----------------|
|                                               | £               | £               |
| <i>Current tax:</i>                           |                 |                 |
| Corporation tax at 19% (2020 – 19%)           | -               | -               |
| Group relief receivable                       | (6,819)         | (10,735)        |
| Adjustments in respect of prior periods       | -               | (5,300)         |
| Total current tax credit                      | <u>(6,819)</u>  | <u>(16,035)</u> |
| <i>Deferred tax:</i>                          |                 |                 |
| Origination and reversal of timing difference | (3,381)         | (1,969)         |
| Adjustments in respect of prior periods       | -               | 4,742           |
| Effect of tax rate change on opening balance  | (3,069)         | (815)           |
| Total deferred tax (credit)/charge            | <u>(6,450)</u>  | <u>1,958</u>    |
| Tax on loss                                   | <u>(13,269)</u> | <u>(14,077)</u> |

Factors affecting the tax credit for the year:

The tax assessed for the year is lower (2020: lower) than the standard rate of corporation tax in the UK of 19% (2020 – 19%). The differences are explained below.

|                                                         | 2021            | 2020            |
|---------------------------------------------------------|-----------------|-----------------|
|                                                         | £               | £               |
| Loss before taxation                                    | <u>(49,415)</u> | <u>(66,860)</u> |
| Tax at 19% (2020 – 19%)                                 | (9,389)         | (12,703)        |
| Effects of:                                             |                 |                 |
| Group relief surrendered                                | 6,819           | 10,735          |
| Receipt for group relief                                | (6,819)         | (10,735)        |
| Adjustments in respect of prior periods                 | -               | (5,300)         |
| Adjustments in respect of prior periods – deferred tax  | -               | 4,742           |
| Re-measurement of deferred tax for changes in tax rates | (3,880)         | (816)           |
| Tax credit for the year                                 | <u>(13,269)</u> | <u>(14,077)</u> |

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## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

### 8 TAX ON (LOSS)/PROFIT (continued)

|                                   | 2021            | 2020           |
|-----------------------------------|-----------------|----------------|
|                                   | £               | £              |
| <b>Total deferred tax asset:</b>  |                 |                |
| Fixed asset timing differences    | (16,169)        | (9,719)        |
| Total deferred tax asset          | <u>(16,169)</u> | <u>(9,719)</u> |
| <i>Movement in the provision:</i> |                 |                |
| At start of year                  | (9,719)         | (11,677)       |
| (Credit)/charge for the year      | <u>(6,450)</u>  | <u>1,958</u>   |
| At end of year                    | <u>(16,169)</u> | <u>(9,719)</u> |

In the Finance Bill 2021, which was substantively enacted on 24 May 2021, the corporation tax will increase to 25% from 1 April 2023. This revised rate has been used in the calculation of the Company's deferred tax asset as at 31 December 2021 and increased the Company's deferred tax asset by £4,000.

On 23 September 2022, The UK Chancellor of the Exchequer announced that the intended increase in the UK corporate tax rate to 25% from April 2023 will be cancelled. This change has not been substantively enacted as at the date of these accounts, and so is not reflected in the company's balance sheet. The impact of this change is not expected to be material to these accounts.

During 2020, the reduction in the UK corporation tax rate that was due to take effect was cancelled, and as a result, the rate remained at 19%. This rate was used in the calculation of the Company's deferred tax assets and liabilities as at 31 December 2020 and increased the Company's deferred tax assets by £1,000.

### 9 TANGIBLE ASSETS

|                                 | PV Solar<br>Installations | PV Solar<br>Inverters | Total            |
|---------------------------------|---------------------------|-----------------------|------------------|
| Cost                            | £                         | £                     | £                |
| At start of year                | 929,072                   | 173,049               | 1,102,121        |
| At end of year                  | <u>929,072</u>            | <u>173,049</u>        | <u>1,102,121</u> |
| <b>Accumulated depreciation</b> |                           |                       |                  |
| At start of year                | 314,316                   | 154,216               | 468,532          |
| Charge for the year             | <u>37,162</u>             | <u>17,443</u>         | <u>54,605</u>    |
| At end of year                  | <u>351,478</u>            | <u>171,659</u>        | <u>523,137</u>   |
| <b>Net book value</b>           |                           |                       |                  |
| At 31 December 2020             | <u>614,756</u>            | <u>18,833</u>         | <u>633,589</u>   |
| At 31 December 2021             | <u>577,594</u>            | <u>1,390</u>          | <u>578,984</u>   |

### 10 DEBTORS

| <i>Amounts falling due within one year:</i> | 2021           | 2020           |
|---------------------------------------------|----------------|----------------|
|                                             | £              | £              |
| Trade debtors                               | 7,475          | 10,627         |
| Amounts owed by group undertakings          | 180,946        | 182,094        |
| Other debtors                               | 1,915          | 2,411          |
| Taxation and social security                | 443            | -              |
| Prepayments and accrued income              | <u>14,015</u>  | <u>14,905</u>  |
|                                             | <u>204,794</u> | <u>210,037</u> |

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayments and are payable on demand. Trade debtors are stated after provisions for impairment of £19,751 (2020: £19,751).

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**NOTES TO THE FINANCIAL STATEMENTS  
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**11 CREDITORS: Amounts falling due within one year**

|                                    | 2021          | 2020          |
|------------------------------------|---------------|---------------|
|                                    | £             | £             |
| Trade creditors                    | 5,119         | 4,657         |
| Taxation and social security       | -             | 54            |
| Amounts owed to group undertakings | 38,124        | 52,765        |
| Other creditors                    | 24            | 24            |
| Accruals and deferred income       | 16,669        | 6,619         |
|                                    | <u>59,936</u> | <u>64,119</u> |

Amounts owed to group undertakings are unsecured, interest free and have no fixed date of repayments and are repayable on demand.

**12 CALLED UP SHARE CAPITAL**

|                              | 2021     | 2020     |
|------------------------------|----------|----------|
|                              | £        | £        |
| <i>Issued and fully paid</i> |          |          |
| Ordinary Shares of £1 each   | <u>1</u> | <u>1</u> |

**13 POST BALANCE SHEET EVENTS**

There have been no significant events since year end impacting on the financial position of the Company.

**14 ULTIMATE PARENT UNDERTAKING & CONTROLLING PARTY**

The Company's immediate parent undertaking is Aviva Investors PIP Solar PV No.1 Limited, a company incorporated in the United Kingdom, and its ultimate parent undertaking is Aviva Investors Infrastructure Income Unit Trust, which is registered in Jersey.

Aviva Investors Infrastructure Income Limited Partnership, which has 100% interest of the Company, is both the largest and the smallest group of undertakings to consolidate these financial statements at 31 December 2021. The consolidated financial statements of Aviva Investors Infrastructure Income Limited Partnership are available on application to:

Aviva Company Secretarial Services limited  
St Helen's  
1 Undershaft, London  
EC3P 3DQ

The General Partner of the Aviva Investors Infrastructure Income Limited Partnership is the Aviva Investors Infrastructure GP Limited, a company incorporated in Great Britain and registered in England and Wales.