

Abbreviated Accounts Byblis Energy Limited

For the period ended 31 December 2012



Registered number: 07818175

Company information

Directors	B T K Davis (Alternate Director) P S Latham P C McGuigan
Company secretary	T J Spevack
Registered number	07818175
Registered office	4th Floor 20 Old Bailey LONDON EC4M 7AN
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 3140 Rowan Place John Smith Drive Oxford Business Park South OXFORD OX4 2WB
Bankers	Coutts & Co 440 Strand LONDON WC2R 0QS
Solicitors	SGH Martineau LLP No 1 Colmore Square BIRMINGHAM B4 6AA

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Independent auditor's report to Byblis Energy Limited

Under section 449 of the Companies Act 2006

We have examined the abbreviated accounts, which comprise the Balance sheet and the related notes, together with the financial statements of Byblis Energy Limited for the period ended 31 December 2012 prepared under section 396 of the Companies Act 2006

This report is made solely to the company in accordance with section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special Auditor's 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

The directors are responsible for preparing the abbreviated accounts in accordance with section 444 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared.

Opinion on financial statements

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 444(3) of the Companies Act 2006, and the abbreviated accounts which comprise the Balance sheet and the related notes have been properly prepared in accordance with the regulations made under that section.

A handwritten signature in black ink, appearing to read "Grant Thornton UK LLP".

Tracey James (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
OXFORD
Date 20 JULY 2013

Abbreviated balance sheet

As at 31 December 2012

	Note	£	2012 £
Fixed assets			
Intangible assets	2		35,707
Tangible assets	3		66,617
Investments	4		1
			<u>102,325</u>
Current assets			
Debtors	5	192,540	
Cash at bank		1,550,913	
		<u>1,743,453</u>	
Creditors amounts falling due within one year		<u>(11,788)</u>	
Net current assets			<u>1,731,665</u>
Net assets			<u>1,833,990</u>
Capital and reserves			
Called up share capital	6		19,384
Share premium account			1,822,078
Profit and loss account			<u>(7,472)</u>
Shareholders' funds			<u>1,833,990</u>

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

P S Latham
Director



Date

010713

The notes on pages 3 to 6 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 Going concern

The accounts have been prepared on a going concern basis. The directors have prepared forecasts and reviewed capital requirements for twelve months from the date of approving these financial statements, which indicate the business can continue to trade for at least twelve months.

1.3 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.

1.4 Intangible fixed assets and amortisation

Intangible fixed assets represents the value attributed to the purchase of the operating lease/planning permission/grid connection in the subsidiary company and amortised over the estimated economic life.

Amortisation is provided at the following rates:

Intangible fixed assets	-	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 20 October 2011	-
Additions	37,195
At 31 December 2012	<u>37,195</u>
Amortisation	
At 20 October 2011	-
Charge for the period	1,488
At 31 December 2012	<u>1,488</u>
Net book value	
At 31 December 2012	<u><u>35,707</u></u>

Notes to the abbreviated accounts

For the period ended 31 December 2012

3. Tangible fixed assets

	£
Cost	
At 20 October 2011	-
Additions	89,705
At 31 December 2012	89,705
Depreciation	
At 20 October 2011	-
Charge for the period	23,088
At 31 December 2012	23,088
Net book value	
At 31 December 2012	66,617

4. Fixed asset investments

	£
Cost or valuation	
At 20 October 2011	-
Additions	1
At 31 December 2012	1
Net book value	
At 31 December 2012	1

On 6 January 2012, the company acquired 100% of the ordinary share capital of Free Power for Schools 14 Limited, a company incorporated in England and Wales with capital and reserves at 31 December 2012 of £11,379 in deficit and a loss for the period ended 31 December 2012 of £11,380

5. Debtors

Included within Other debtors is unpaid share capital of £0 20

6. Share capital

	2012 £
Allotted, called up and fully paid	
1,938,381 B Ordinary shares of £0 01 each	19,384
20 Deferred shares of £0 01 each	-
	19,384

Notes to the abbreviated accounts

For the period ended 31 December 2012

6. Share capital (continued)

Upon incorporation on 20 October 2011, the company issued 2 Ordinary shares of £0.10 each, which were converted into 20 Deferred shares of £0.01 each on 18 November 2011.

On 18 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 £50,000 have been deducted from the balance on share premium.

On 28 November 2011, the company issued 800,000 B Ordinary shares for £1 per share. The difference between the cash received and the nominal value, being £792,000, has been credited to the share premium account. Arrangement fees of £40,000 have been deducted from the balance on share premium.

On 5 April 2012, the company issued 138,381 B Ordinary shares for £1 per share. The difference between the cash received and the nominal value, being £136,997, has been credited to the share premium account. Arrangement fees of £6,919 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.

7. Related party transactions

During the period, the company was charged £5,899 and £103,490 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 £10,338 was outstanding which is included in the 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 £96,919 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 and monitoring fees totalling £567 to the company. At 31 December 2012, £Nil was outstanding.

During the period the company met expenditure of £179,549 and received revenue £22,322 on behalf of its wholly owned subsidiary company, Free Power For Schools 14 Limited. The company also charged interest of £17,490 to Free Power For Schools 14 Limited. At the period end, a total of £179,680 is included within debtors.