Pollington Airfield Limited

Report and Financial Statements

30 June 2017

Directors
T Rosser
A D K Brierley
K A Shenton

Secretary
S Ludlow

Auditors
Ernst & Young LLP
Bedford House
16 Bedford Street
Belfast, BT2 7DT

Bankers
Barclays
1 Churchill Place
Leicester LE87 2BB

Solicitors
Burges Salmon
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6th Floor
33 Holborn
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Registered No. 08939215

Directors' report

The directors present their report and financial statements for the 6 months ended 30 June 2017.

Principal activities

The Company is a wholly owned subsidiary of a group of companies of which the principal activities are that of construction and operation of solar panels and the generation of solar power.

Directors

The directors who served the company during the period and appointed subsequently were as follows:

A D K Brierley	(appointed 5 May 2017)
T Rosser	(appointed 5 May 2017)
K A Shenton	(appointed 5 May 2017)
D Goodwin	(resigned 5 May 2017)
P S Latham	(resigned 5 May 2017)
S W Reynolds	(resigned 5 May 2017)

Going concern

The financial statements have been prepared on the 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.

Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

PricewaterhouseCoopers LLP resigned as auditors on 19 October 2017 and Ernst & Young LLP was appointed in their place.

The auditors, Ernst & Young LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies' exemption

This report has been prepared in accordance with special provisions relating to small companies within Part 15 of the Companies Act 2006.

On behalf of the Board

T Rosser
Director
Date: 29 March 2018

Directors' responsibilities statement

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

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

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

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

Independent auditors' report

to the members of Pollington Airfield Limited

Opinion

We have audited the financial statements of Pollington Airfield Limited (the 'company') for the period ended 30 June 2017 which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position and the related notes 1 to 13, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 30 June 2017 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 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 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 and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent auditors' report

to the members of Pollington Airfield Limited

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which 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 financial statements 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Independent auditors' report

to the members of Pollington Airfield Limited

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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.

Auditor's 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 auditor's 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Ernst & Young LLP

Michael Kidd (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Belfast
29 March 2018

Statement of income and retained earnings

for the 6 months ended 30 June 2017

	6 months ended 30 June 2017	Year ended 31 December 2016
	£	£
Turnover	286,343	380,953
Cost of sales	(158,490)	(266,405)
Gross profit	127,853	114,548
Administrative expenses	(5,297)	(26,444)
Operating profit	122,556	88,104
Interest payable and similar charges	(150,981)	(293,869)
Loss before taxation	(28,425)	(205,765)
Tax on loss	13,497	(51,361)
Loss for the financial period	(14,928)	(257,126)
Retained earnings at the beginning of the period	(272,637)	(15,511)
Loss for the financial period	(14,928)	(257,126)
Capital contribution	326,658	–
Retained earnings at the end of the period	39,093	(272,637)

All amounts relate to continuing activities.

Statement of financial position

at 30 June 2017

	Notes	£	30 June 2017 £	£	31 December 2016 £
Fixed assets					
Tangible assets	4		4,292,822		4,391,243
Current assets					
Debtors: amounts falling due within one year	5	204,982		198,179	
Cash at bank and in hand		189,442		132,233	
		394,424		330,412	
Creditors: amounts falling due within one year	6	(125,142)		(4,942,931)	
Net current assets/(liabilities)			269,282		(4,612,519)
Total assets less current liabilities			4,562,104		(221,276)
Creditors: amounts falling due after more than one year	6		(4,485,147)		–
Provisions for liabilities					
Deferred taxation	7	(37,864)		(51,361)	
			(37,864)		(51,361)
Net liabilities			39,093		(272,637)
Capital and reserves					
Called up share capital	8		–		–
Retained earnings			39,093		(272,637)
Total shareholders' funds			39,093		(272,637)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 section 1A – small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by

T Rosser

Director
Date: 29 March 2018

Notes to the financial statements

at 30 June 2017

1. General information

Pollington Airfield Limited is a private company, limited by shares, incorporated in and domiciled in the United Kingdom, registration number 08939215. The registered office is 6th Floor, 33 Holborn, London, EC1N 2HT.

The Company is a wholly owned subsidiary of a group of companies of which the principal activities are that of construction and operation of solar panels and the generation of solar power.

2. Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

The following are the company's key sources of estimation uncertainty:

ROC Recycle Estimate

The company establishes accrued income in respect of the ROC recycle based on production for the period and apply externally available best estimates for the expected ROC recycle price for the period which is outstanding. Any difference between the estimate and the actual ROC recycle price is taken as revenue in the period in which the ROC recycle price is confirmed.

The following principal accounting policies have been applied:

Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of, and no objection to, the use of exemptions by the Company's shareholders.

The Company has taken advantage of the following exemptions:

- from preparing a statement of cash flows, required under section 7 of FRS 102 and para 3.17(d), on the basis that it is a small company;
- from disclosing the Company's key management personnel compensation as required by FRS 102 para 33.7; and
- from disclosing related party transactions that are wholly owned within the same group.

Going concern

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

Tangible fixed assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The company adds to the carrying amount of an item of tangible assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Notes to the financial statements

at 30 June 2017

2. Accounting policies (continued)

Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Long-term leasehold property	–	4% straight-line
Plant and machinery	–	4% and 10% straight-line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of income and retained earnings.

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

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.

Notes to the financial statements

at 30 June 2017

2. Accounting policies (continued)

Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other financial statements receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of income and retained earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an 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.

Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Related party transactions

The Company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned.

Finance costs

Finance costs are charged to the Statement of income and retained earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Borrowing costs

All borrowing costs are recognised in the statement of income and retained earnings in the period in which they are incurred.

Contingent liabilities

Contingent liabilities, arising as a result of past events, are not recognised when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Notes to the financial statements

at 30 June 2017

2. Accounting policies (continued)

Current taxation

Tax is recognised in the Statement of income and retained earnings, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

3. Employees and directors' remuneration

The Company has no employees other than the directors, who did not receive any remuneration (31 December 2016 – £nil).

4. Tangible fixed assets

	Long-term leasehold property	*Plant and machinery*	*Total*
	£	*£*	*£*
Cost:			
At 1 January 2017	66,659	4,502,329	4,568,988
Additions	–	2,550	2,550
Disposals	–	(9,344)	(9,344)
At 30 June 2017	66,659	4,495,535	4,562,194
Accumulated depreciation:			
At 1 January 2017	2,225	175,520	177,745
Charge for the period	1,112	90,515	91,627
At 30 June 2017	3,337	266,035	269,372
Net book value:			
At 30 June 2017	63,322	4,229,500	4,292,822
At 1 January 2017	64,434	4,326,809	4,391,243

Notes to the financial statements

at 30 June 2017

5. Debtors

	30 June 2017	*31 December 2016*
	£	£
Trade debtors	27,976	8,925
Prepayments and accrued income	177,006	189,254
	204,982	198,179

6. Creditors: amounts falling due within one year

	30 June 2017	*31 December 2016*
	£	£
Trade creditors	15,922	8,467
Amounts owed to group undertakings	–	4,476,503
Other creditors	51,924	347,526
Accruals and deferred income	57,296	110,435
	125,142	4,942,931

Included within amounts owed to group undertakings are prior period balances with the previous parent and which were all repaid on 5 May 2017. Up to the date of repayment the loans were bearing interest at 8% (31 December 2016 – 8%).

7. Creditors: amounts falling due after more than one year

	30 June 2017	*31 December 2016*
	£	£
Amounts owed to group undertakings	4,485,147	–
	4,485,147	–

The current period balances are with the current parent, bear interest at 6.7% and are repayable after more than five years.

Notes to the financial statements

at 30 June 2017

8. Deferred taxation

	30 June 2017 £	30 June 2017 £
At beginning of period	51,361	–
(Credited)/Charged to the statement of income and retained earnings	(13,497)	51,361
At end of period	37,864	51,361

The deferred taxation balance is made up as follows:

	30 June 2017 £	31 December 2016 £
Accelerated capital allowances	37,864	51,361

9. Issued share capital

	30 June 2017	31 December 2016
Allotted, called up and fully paid	£	£
1 (31 December 2016 – 1) Ordinary shares of £0.10 each	–	–

10. Contingent liabilities

The company has a constructive obligation to return the land on which solar sites are built to its original condition, at the end of the lease. The directors believe that given the nature of the assets, the lessor may wish to either take title of the assets for either continued use or to realise value through selling the assets and as such the directors do not believe that an outflow is probable to settle this restoration obligation. The directors will continue to monitor this situation at each Statement of financial position date.

11. Related party transactions

The Company has taken advantage of the exemption under paragraph 33.1A from the provisions of FRS 102, on the grounds that at 30 June 2017 it was a wholly owned subsidiary.

The Company has identified the following transactions which fall to be disclosed under the terms of FRS 102 "Related party transactions".

During the period the Company's previous parent undertaking, Belenus Energy Limited met expenditure of £328,951 (31 December 2016 – £2,338) on behalf of the Company. The Company was also charged interest of £104,053 (31 December 2016 – £293,671) by it's previous parent undertaking. During the period £326,658 was written off the loan from the previous parent, this has been treated as a capital contribution in the financial statements. At the period end, a total of £nil (31 December 2016 – £4,476,503) was outstanding which is included in creditors.

Notes to the financial statements

at 30 June 2017

12. Commitments under operating leases

The Company has future minimum lease payments under non-cancellable operating leases as follows:

	30 June 2017	*31 December 2016*
	£	*£*
Future minimum lease payments	715,400	725,954

13. Ultimate parent undertaking and controlling party

The company's parent undertaking was Belenus Energy Limited until the company was sold on 5 May 2017.

The company's immediate parent undertaking is Renewable Energy Income Partnership Holdings Limited, a company incorporated in the United Kingdom. The Registered office is 6th Floor, 33 Holborn, and London, EC1N 2HT.

The parent undertaking of the smallest and largest group of which this company is a member, and for which consolidated financial statements are prepared is Renewable Energy Income Partnership Holdings 1 Limited, a company incorporated in the United Kingdom. Copies of the group financial statements of Renewable Energy Income Partnership Holdings 1 Limited can be obtained from 6th Floor, 33 Holborn, and London, EC1N 2HT.

The ultimate controlling party is Renewable Energy Income Partnership Limited Partnership, a limited partnership in the United Kingdom.