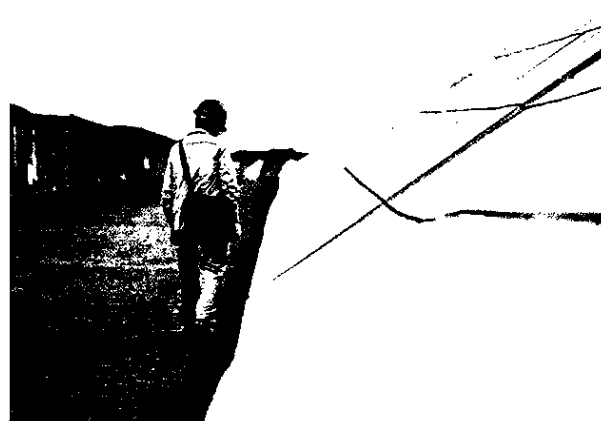




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# 1 OVERVIEW

## Group snapshot

### Revenue

Revenue has increased by over 8% in the last 3 years from **£393m** in 2019 to **£425m** in 2021

### Carbon offsets

Our renewable energy sites' carbon saving is **790,921** carbon tonnes this year

### Energy generation

Our renewable energy assets produce enough energy to power **779,925** UK homes

### Number of loans

We provide financing to **189** borrowers in the UK

### Number of employees

We employ a total of **1,050** people

### Number of sites

We own **217** renewable energy sites spread predominantly across the UK





## Chief Executive's review

Windpower has been a vital element of the UK's transition to a low-carbon economy and has been a key driver of the country's economic growth. The UK's wind power industry has been a major contributor to the country's economic growth and has been a key driver of the country's economic growth. The UK's wind power industry has been a major contributor to the country's economic growth and has been a key driver of the country's economic growth. The UK's wind power industry has been a major contributor to the country's economic growth and has been a key driver of the country's economic growth.

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### Response to Covid-19

The main area of the Group which has experienced a major change in the short-term is the Group's onshore wind power business, which makes up around 10% of the Group. At the start of the lockdown period, we temporarily repositioned our onshore wind power business to focus on value creation over more conservative wind power projects, which reduced the number of new projects.



## 2 STRATEGIC OVERVIEW

### Chief Executive's review

Howe's 2014 wind and solar trading business was a record-breaking first year and 2015 will be a record year for the company with an average transaction value of around £50m and a first-class performance across all of the Group's remaining core trading businesses. With trading volumes in 2015 increasing as normal again, and 2016 expected to lean back to growth as new transaction capacity comes up to meet demand, the outlook is good.

### Responsible business practices

Our business strategy is designed to target steady long-term growth for our shareholders both through owning and operating businesses that are underpinned by valuable assets and through operating a profitable, and also well-regarded, trading business. We have positioned our portfolio of assets in sectors where we have a track record of delivering profitability and growth in the long term as well as seeking further opportunities in the short term where the value is more immediate.

During the past year, we have established ourselves as one of the largest owners and operators of solar assets in the UK. We are one of the UK's largest producers of solar energy from commercial scale solar and we have built our infrastructure to grow this business into other related infrastructure types such as onshore wind energy, biomass and hydro. Our solar output is now 14% of the UK's solar energy and 12% of the UK's onshore wind energy, both of which is significant contribution to the UK's green energy targets. We have announced and are progressing medium-term trading business with a capacity of over 2,500MW in the near-term construction and implementation of renewable energy assets and related infrastructure throughout the UK.

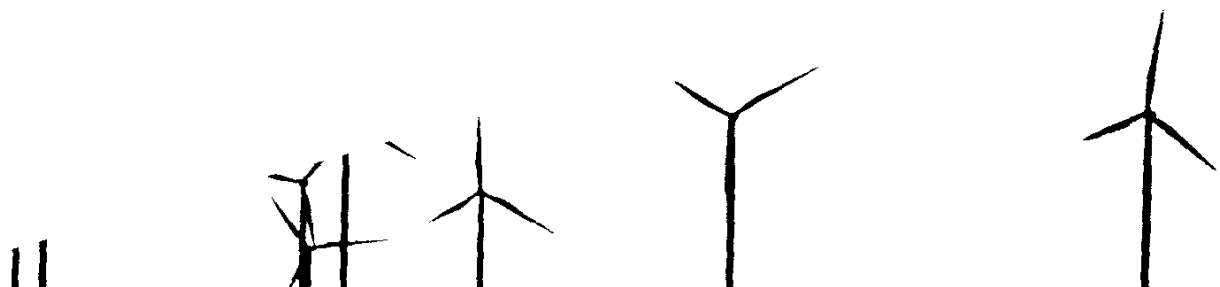
The Group has also diversified its energy operations outside the UK through its industry expertise in other worldwide markets. This has enabled us to acquire assets ready for the development of wind and solar farms in Poland, the and Far East, France and Australia.

### Current trading and outlook

Since the year end, the Group has continued to perform steadily and in line with our expectations. Given the uncertainty the Group's dividend continues to bring, we remain confident that the Group will be able to continue operating as usual given the key operational status of our energy trading and more broadly.

Our trading and our business continue to perform strongly with increased deployment in the short-term since the year end. With our strong track record in this area, along with our long-term relationship with our clients to maintain a strong, important position in the continued period of financial uncertainty, we believe that our business is well positioned to grow.

Global trading in our energy output and services has exceeded our expectations as a result of high global energy prices, although we remain cautious over the levels of demand due to the ongoing UK's 15p banding. Following the year end, the Group has made several acquisitions in the energy, oil and gas, and construction areas, with four in the UK and one in Australia, due to become operational in 2017, a construction ready, 1.6MW site near a airport, due to become operational in 2016, as well as a number of reserve power plants.



## 2 FINANCIAL REPORT

### Chief Executive's review

Following a year of financial headwinds, our management team's determination to drive the business forward underpinned our continued strong performance. Our focus on operational excellence, cost efficiency and capital discipline has enabled us to maintain a strong balance sheet and secure our financial future. We have successfully navigated the challenges of the global economy and emerged as a more resilient and competitive organisation.

Our financial performance over the year has been strong and we continue to see a positive outlook for the future. We have achieved our financial targets and our performance has been recognised by the market.

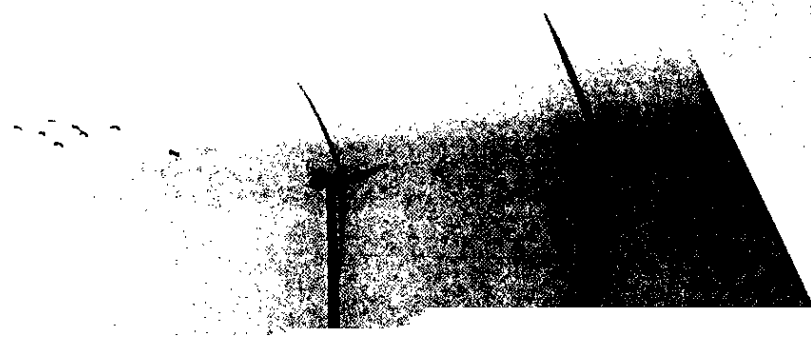
The more we focus on our core business, the more we can deliver on our strategic objectives. Our financial performance is a reflection of our commitment to excellence and our focus on the long term.

Our financial performance over the year has been strong and we continue to see a positive outlook for the future. We have achieved our financial targets and our performance has been recognised by the market.

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## 2 SHORT-TERM DEVELOPMENT

### Our business at a glance

Fair Trading Limited (FTL) (formerly Fair Trading Group Limited) is the parent company of many of the companies in the FTL Group. Our Group comprises activities in three areas: energy, healthcare and infrastructure and property. Over the past several years, we have built a highly diversified group of operating companies and continued to drive long-term value and provide a platform for future growth.

#### 1. Owning and operating energy sites

We generate power from sustainable sources and sell the energy produced either directly to industrial consumers or to large networks. Many of our renewable energy sites also supply for government procurement under contract or a national scheme. We have also increased our expertise in non-renewable power and fuel gas for sale and ongoing operations. In the year, the Group has the sites under construction.

#### 2. Short- and medium-term lending

We lend on a short-term basis to a large number of property owners and landlords, including general commercial businesses to various assets, including warehousing, energy sites and other commercial and industrial properties.

#### 3. Owning and operating healthcare infrastructure

We own a number of retirement villages and private hospitals which provide high quality healthcare across four operational sites in the UK.

#### 4. Owning and operating fibre broadband suppliers

We are building out fibre broadband networks in certain areas of the UK to provide ultrafast fibre broadband and premium services and businesses. Our independent firms are working hard to complete the build phase and are contributing revenue to the Group as customers join the network.

Solar, wind, biomass,  
landfill gas,  
reserve power

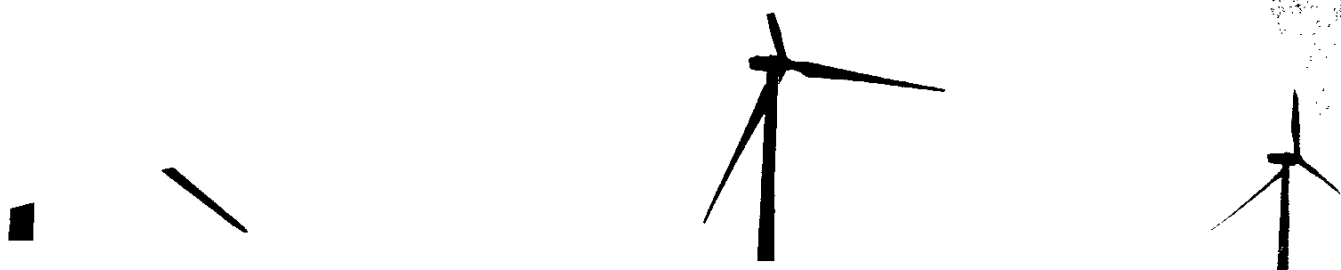
Property lending,  
development  
financing

Retirement villages,  
private hospitals

Delivering ultrafast  
fibre broadband  
across the UK

Operations Construction

Operations Construction Operations Construction





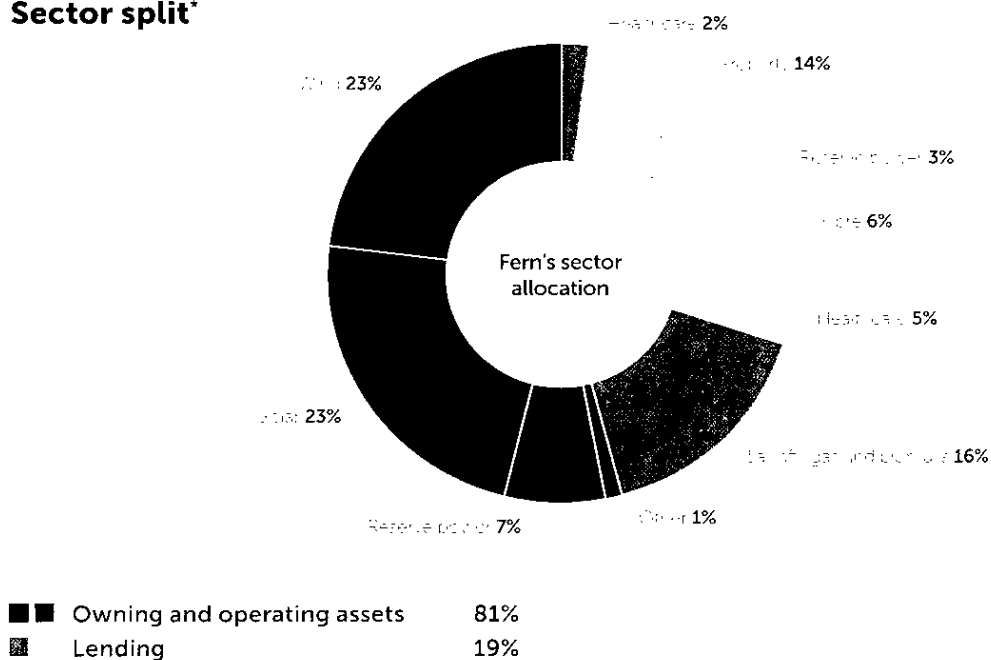
## Our business at a glance

The strategic focus for 2023 is to grow by expanding our operating portfolio, and the return on the portfolio, driven by: (1) increasing value added services, (2) growing our customer base, and (3) increasing the efficiency of our operations. Our strategic priorities are: (1) growing our customer base, (2) increasing the efficiency of our operations, and (3) growing our operating portfolio.

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## Sector split\*



\*Sector split is given by value represented in the chart and does not reflect the total value of Fern's portfolio and financial assets.

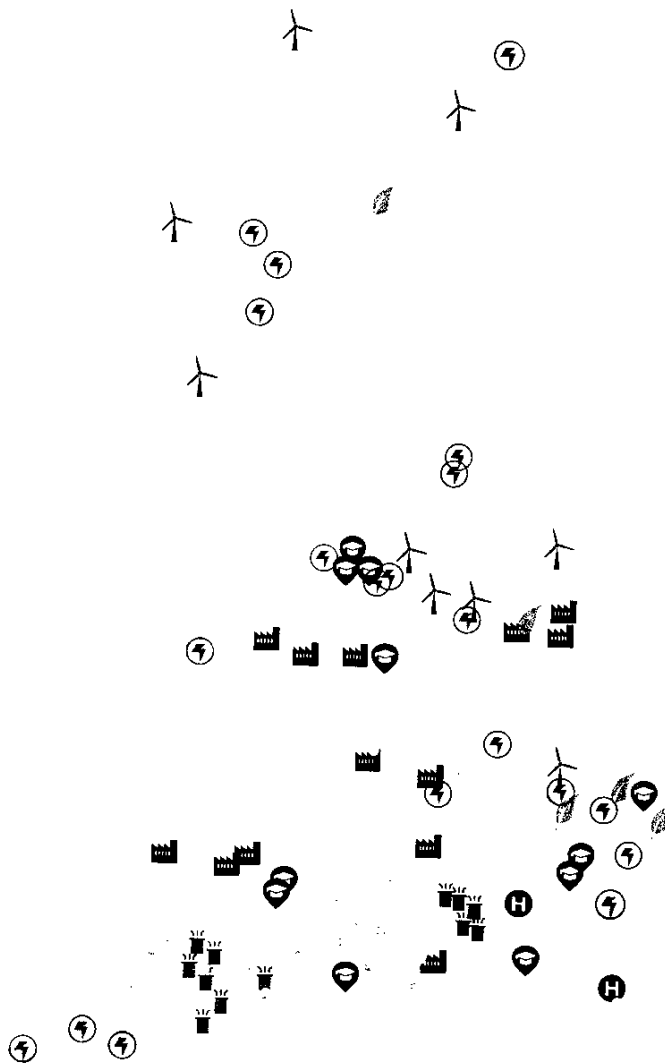


## 2. INTERNATIONALISATION

### Our business at a glance

We are more than the businesses within our Group: we are a collective endeavour to protect the environment, less energy in the home and the drive for equality, health and infrastructure.

-  Electricity
-  Environment
-  Wind energy
-  Manufacturing
-  Housing
-  Health
-  Education
-  Infrastructure



As we've grown our expertise in these sectors in the UK, we've been able to use our industry knowledge to take our expertise to exciting opportunities overseas, including constructing solar and wind farms in Austria, France, Ireland, Holland and Finland.





## 2 STRATEGIC REPORT

### Our strategy in focus

#### Energy division

Through our Energy division, the Group owns and processes energy and carbon supply contracts into the network, allowing our existing renewable energy sites for future sale. Of the 22 licensed sites that we own and operate, 196 are renewable energy, contributing to the Group's vision of being a net-zero emissions company. Renewable energy, from geothermal, wind, solar and hydro, is a clean, sustainable source of power. Renewable energy sites are typically expected to generate stable returns for many years, as such a wind and solar energy business is attractive to the Group because of the potential to deliver predictable performance over the long term.

Renewable energy sites generate power from sustainable sources and renewable energy production is directed to small industrial consumers or to large retailers. Many of our renewable energy sites are a beneficiary of government incentives which subsidise a portion of the generated energy benefiting our retail customers. In addition, a feed-in tariff scheme and a trading scheme have been granted. This has led to some of the highest of the volatility in long-term energy price forecasts. The long-term predictability of the income offered by government incentives continues to make renewable energy an attractive sector. As a result, during the UK period, a variety of national government incentives, we are seeing more interest in the market for power and the price we can and operate.

Buying and selling energy assets is a core part of

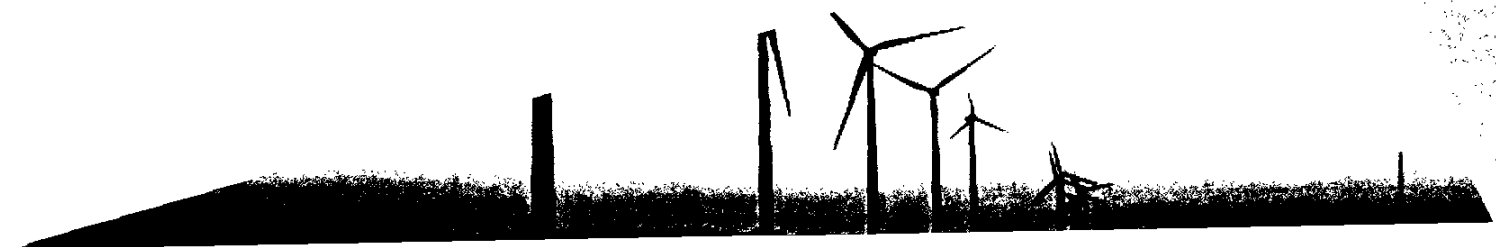
our strategy and currently makes up approximately 1% of the Group's revenue. This part of our Group is primarily generating power and is not yet fully operational, but it has the potential to provide stable returns over the long term. This is a core part of our strategy to ensure that our return on assets is the highest and to generate target returns for shareholders.

#### "Our renewable energy sites generated over 2,762 GWh of power."

Due to the high quality energy sites we own, we are able to reduce the price of power from our steam power plant and to reduce the price of power from our renewable energy sites. This will enhance our returns, which is a key part of our strategy to deliver our shareholders' return.

With our renewable energy sites started in the 1980s, the Group has built up a strong expertise in the management of renewable energy sites, including wind, solar, hydro and geothermal. We have a portfolio of power plants which are expected to generate power for the next 20-30 years. This will provide a significant benefit to our shareholders and to the environment. The Group also has a strong track record in the management of power plants, which is a key part of our strategy to deliver our shareholders' return. The Group also has a strong track record in the management of power plants, which is a key part of our strategy to deliver our shareholders' return. The Group also has a strong track record in the management of power plants, which is a key part of our strategy to deliver our shareholders' return.

At 1000 miles, the  
distance from the first solar  
panels would stretch from  
London to Mexico City.



## Our strategy in focus

Healthcare and property are the two key sectors underpinning our strategy. The healthcare division is a high-growth business, harnessing and controlling the healthcare supply chain to deliver a range of products, services, and solutions which meet the needs of our primary opportunity markets. Our strategy in healthcare is to build a strong healthcare strategy, which will drive energy development in the long term, offering a better return on our investment. This will be achieved through a combination of our existing healthcare division and our new healthcare division, as well as our long-term focus on the future.

During the year to June 2021, we successfully built a strong and acquired several new properties, including the acquisition of our first and a French property under construction.

Through the Covid-19 pandemic, we have been able to continue our development and our operations, which has enabled us to build our reputation and impact from Covid-19 on our ability to generate electricity and our ability to manage our business.

### Healthcare division

Through our Healthcare division, the Group operates in the private medical and retirement living sectors. Our retirement living business, Ranges and Holdings Limited (Rangerold) owns and operates retirement villages in Wiltshire and North Yorkshire and is currently developing new facilities for future operation.

Our private medical business, The Heath and Partners Limited, is a healthcare provider and operates two private hospitals in Kent and Hampshire, providing the very best level of care to our patients, well equipped in specialist facilities.

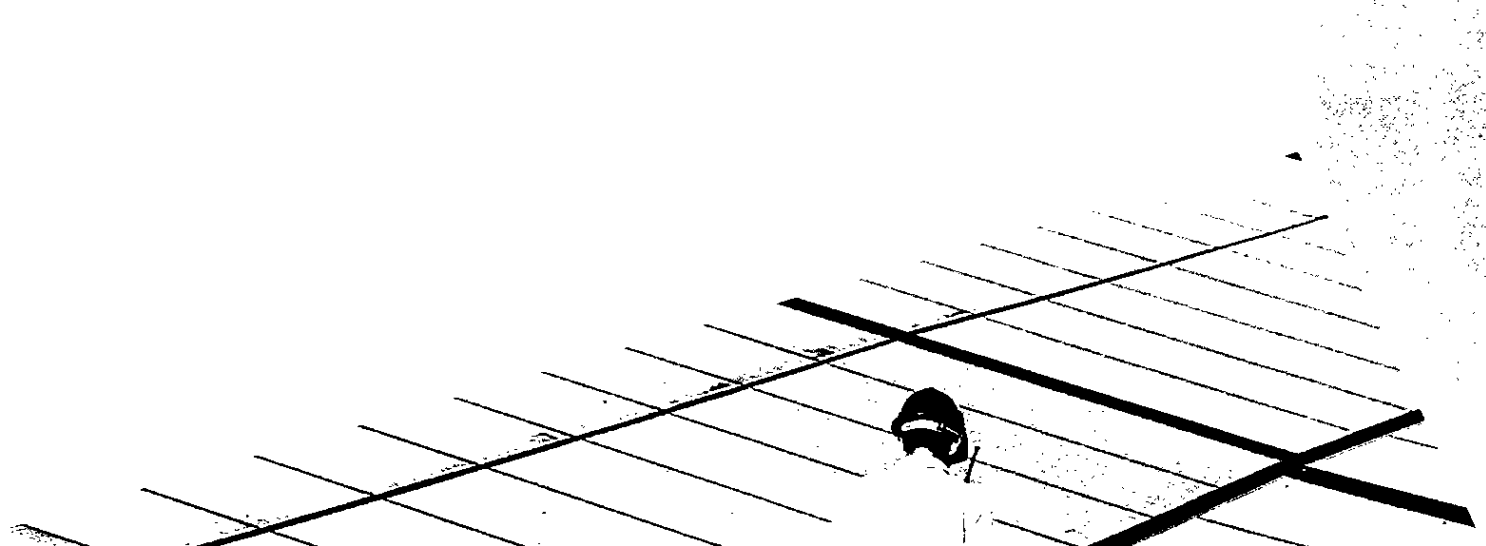
Through the Group's development of private medical facilities, we have built a strong reputation in the UK and the Group's private medical facilities are now a leading provider of private medical services in the UK. We have built a strong reputation in the UK and the Group's private medical facilities are now a leading provider of private medical services in the UK.

### Fibre division

The Fibre division includes the development of a new cable and fibre network in the UK and the development of a new cable and fibre network in the UK. The division is currently developing a new cable and fibre network in the UK and the division is currently developing a new cable and fibre network in the UK. The division is currently developing a new cable and fibre network in the UK and the division is currently developing a new cable and fibre network in the UK.

Through the development of a new cable and fibre network, the division is currently developing a new cable and fibre network in the UK and the division is currently developing a new cable and fibre network in the UK. The division is currently developing a new cable and fibre network in the UK and the division is currently developing a new cable and fibre network in the UK.

This involves connecting high data centres and telephony exchanges in the UK and Ireland and business centres, replacing the private lines that were built in the first half of the 20th century by BT and the Post Office, with a whole new telecommunications network for the modern digital world. These businesses are vertically integrated, as they build out the fibre infrastructure and also have the end customer relationships with the internet service providers (ISPs).



## 2 STRATEGIC REPORT

### Our strategy in focus

Through our portfolio we are building a wide and network in Europe capable of supplying ETE enterprise customers, which include major retailers and a wide range of end users from the private business customer.

The three divisions currently represent a significant part of our Group's revenue and the activities we have made have been good business decisions for the group and as the Group's instructions grow we expect this division to become a larger part of our business over time. The companies will require approximately 20m of capital over the next four years to fund their build plans.

Our teams continue to build out their core network through the Covid-19 pandemic benefiting from key worker status. We expect that demand for data centre space and IT services to rise with more people working from home for the foreseeable future and therefore we are positive about the continued growth we can make in this area.

#### Lending

Lending continues to be a major portion of our activity and has now had the impact with a refracted and long gone on a sector over the last ten years. This well established part of our Group has been split into two main areas: property lending which covers short-term financing to experienced, professional property owners and private individuals seeking ongoing income and development financing

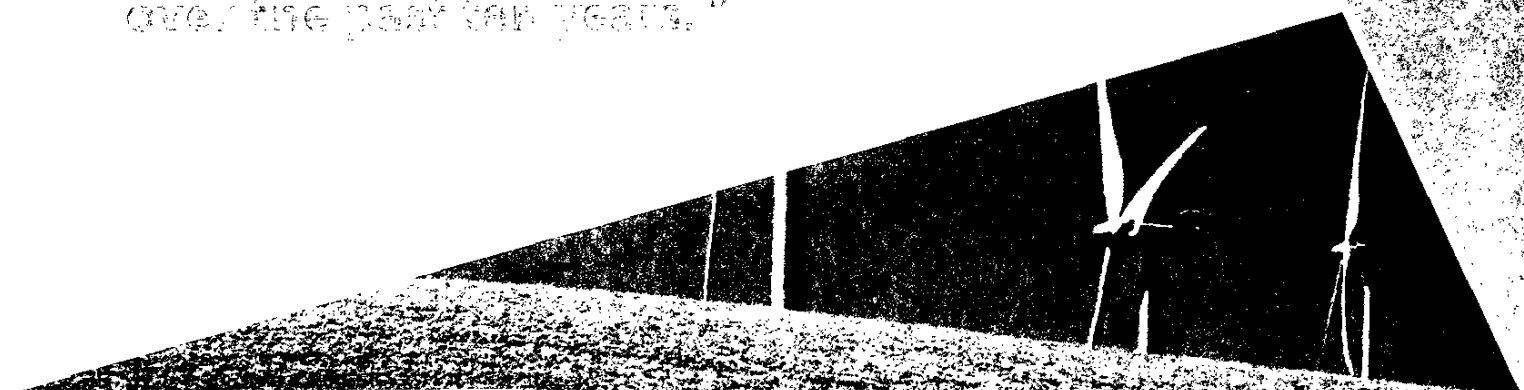
which covers both residential and commercial property to either owner or developer part of the activity of developing high value commercial assets including industrial facilities and energy generation sites.

The lending business has remained resilient through the market downturn. During the initial lockdown, we saw reduced loan activity however since August 2020 we have seen a return to normal payment terms and activity levels. We continue to manage risk across our lending business through undertaking careful borrower due diligence, taking security over assets, typically on a first charge basis and maintaining our internal credit portfolio metrics.

A key benefit of the scale of our footprint and of the business that we have built up in this sector is our ability to mitigate risk through having a very large number of short and medium term loans spread across different products to provide a diversified portfolio.

Not all loans will perform as expected and our business is designed to mitigate the impact of this due to the size of each loan which is more related to the size of our individual business. Our loan book is currently spread across around 200 loans with an average loan of £1.7m. As we take high quality security when we make a loan the lender using the sector to recover to be for our shareholders. When necessary, including the option for us to sell in and manage in re-possessed businesses and we deem to be the best course of action.

"Lending is a critical part of our strategy and we have been able to diversify our portfolio and has provided the Group with a profitable and cash generative sector over the past ten years."



## Directors

The experienced Board of Directors for the Fern Group are responsible for determining the strategy of the business and for accounting for the Company's business activities to shareholders. They have a set of complementary commercial, energy sector-related and strategic skills.

John and I decided to leave the company and start a consulting firm. John had been the managing director of Deloitte Investments, and I had been managing the fund since 2012. We had a very good relationship with the executives at Deloitte, but we decided that the relationship was not as strong as it could be. We decided to start a consulting firm and we decided to start a consulting firm.



It has led to a lot of generalisation and informal 'cutting rules' across a number of sectors and many with little basis in reality and possibly expertise.

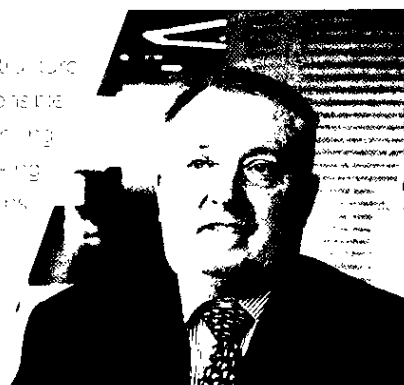


There are no other physical properties and effects recorded as of the present time. The chemical analysis for explosive character of the sample is being completed and the results are expected to be available within a few days. The results of the physical examination of the sample are being completed and the results are expected to be available within a few days. The results of the chemical analysis of the sample are being completed and the results are expected to be available within a few days.

[illegible]

Peter has over 20 years experience in international financing of infrastructure and energy. As a senior manager for the International Power Peter was responsible for arranging over \$72m of project and corporate funding, as well as building relationships and advisory activities. He has spent 10 of 20 years working internationally for HSBC Bank of America and numerous financing institutions and directed projects in the energy and infrastructure sectors.

His combination of Board-level financial and energy experience over numerous energy sub-sectors, and his a-hi and knowledge of all the sectors in which Eni operates, add significant value to the operation of the Board and, at its strategy level, to the development



## 2 STRATEGIC REPORT

### Principal risks and uncertainties

Management's primary risks and management's approach within the Group's business objectives and strategy. Risks arise from external sources (we call 'macro') and internal commercial risks in the market, and from operational risks controlled within the systems and processes employed within the business. Overall, risk exposures are managed against the Group through the diversification of our activities, mainly by type of activity and location.

The principal risks that the Group are exposed to are

related to market conditions, including health and safety, and counterparty risk. These risks are managed through due diligence on the counterparty and issues of potential non-payment and the value of the assets held in respect of the counterparty. We present a description of the risk, the mitigation we undertake to reduce the potential impact of the risk and our assessment of whether the likelihood of the risk has changed or remained the same.

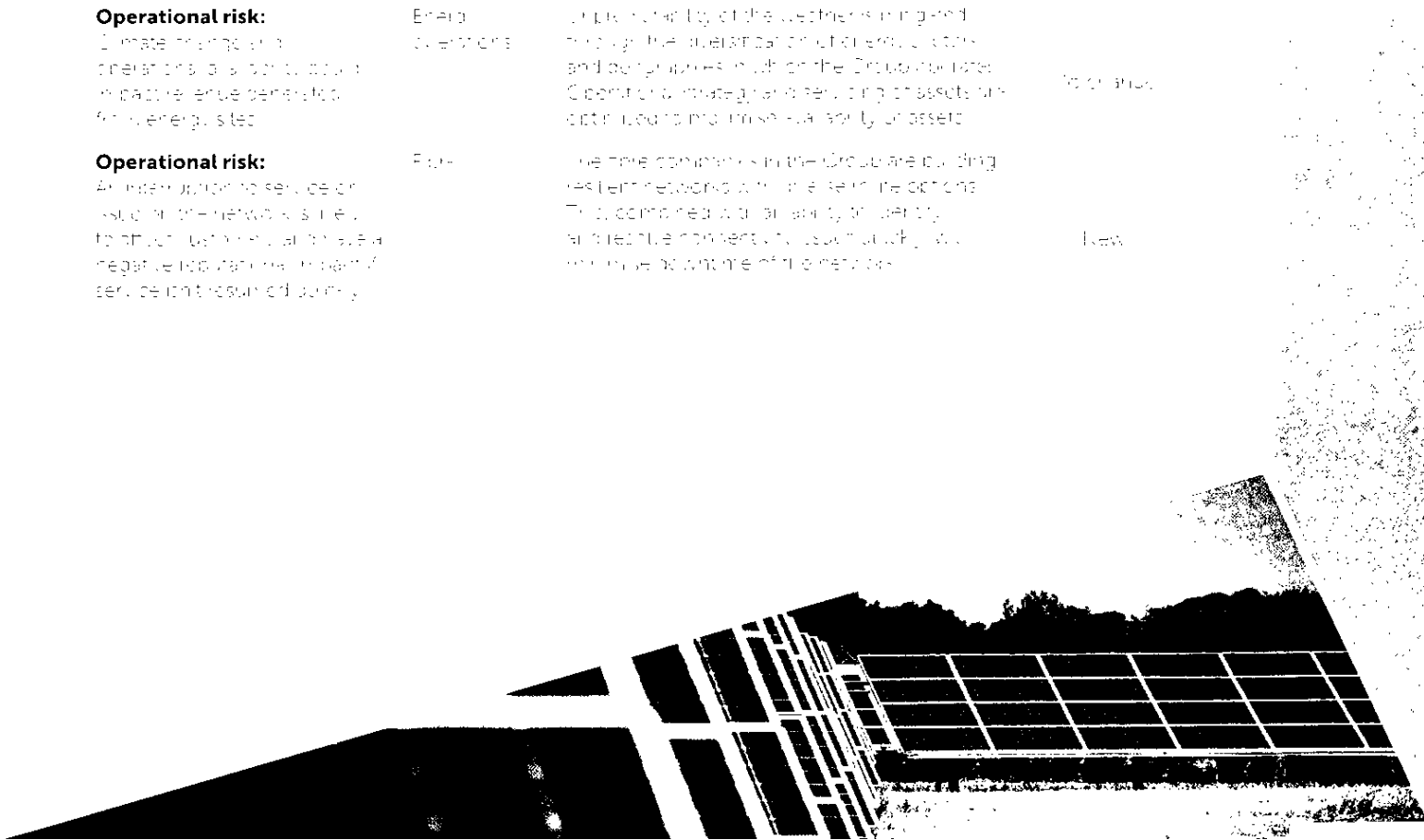
#### Principal Risks

| Risk                                                                                                                                                                                                         | Division                | Mitigations                                                                                                                                                                                                                                                                                                                                           | Change                                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|
| <b>Market risk:</b><br>Energy market fluctuations, counterparty default, including counterparty default, and government subsidies.                                                                           | Energy operations       | Fluctuations in energy prices are mitigated by entering into contracts with fixed energy prices, and by hedging the underlying energy price risk. Counterparty default is mitigated by fixed fees and by using credit agreements and by using credit insurance. Government subsidies are mitigated by using fixed fees and by using credit insurance. | No change                                              |
| <b>Market risk (Construction):</b><br>Fluctuations in the price of construction materials, and fluctuations in the price of construction materials, and fluctuations in the price of construction materials. | Construction operations | Fluctuations in the price of construction materials are mitigated by using fixed fees and by using credit insurance. Fluctuations in the price of construction materials are mitigated by using fixed fees and by using credit insurance.                                                                                                             | Decrease due to higher demand and more stable market.  |
| <b>Market risk:</b><br>Interest rate changes, and fluctuations in the price of construction materials, and fluctuations in the price of construction materials.                                              | Lending                 | The Group's lending business is structured to mitigate the risk of changes in interest rates. The Group's lending business is structured to mitigate the risk of changes in interest rates.                                                                                                                                                           | Decrease due to more stable interest rate environment. |



## Principal risks and uncertainties

| Principal Risks                                                                                                                                                                                                                                                                               |                             |                                                                                                                                                                                                                                                       |                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| Risk                                                                                                                                                                                                                                                                                          | Division                    | Mitigations                                                                                                                                                                                                                                           | Change         |
| <b>Market risk:</b><br>A significant supply disruption of Group's main raw materials could result in a significant increase in the cost of production and a consequent reduction in the Group's profitability.                                                                                | Asia                        | The Group is opportunistic in working with different and Group's venture the strategic intent of the Group is to diversify its supply chain and to invest in alternative materials and production.                                                    | Low            |
| <b>Market risk (Competition):</b><br>The Group's main business is in the primary target products of its competitors. The Group's main business is in the primary target products of its competitors. However, the Group's main business is in the primary target products of its competitors. | Asia                        | The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. | Low            |
| <b>Operational risk:</b><br>The Group's main business is in the primary target products of its competitors. The Group's main business is in the primary target products of its competitors.                                                                                                   | Asia, Europe, North America | The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. | Low to High    |
| <b>Operational risk:</b><br>The Group's main business is in the primary target products of its competitors. The Group's main business is in the primary target products of its competitors.                                                                                                   | Energy operations           | The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. | Medium to High |
| <b>Operational risk:</b><br>The Group's main business is in the primary target products of its competitors. The Group's main business is in the primary target products of its competitors.                                                                                                   | Asia                        | The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. The Group is able to deliver high quality products and services to its customers. | Low            |



## Principal risks and uncertainties

| Principal Risks                                                                                                                                                                                                                                                                |                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|
| Risk                                                                                                                                                                                                                                                                           | Division              | Mitigations                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Change                                                   |
| <b>Operational risk<br/>(IT Systems and Data):</b><br>The Group's core business relies on a large number of IT systems which hold data on customers and employees. Loss or misuse of data could lead to reputational damage, regulatory action under GDPR and potential fines. | Bank                  | To minimise risk, an information governance and security strategy was implemented in 2018 and during the year ended, the Group has employed a Chief Information Security Officer to ensure appropriate management of information and compliance with relevant rules and legislation regarding data.                                                                                                                                                               | New                                                      |
| <b>Counterparty risk<br/>(Construction):</b><br>The Group's core business relies on partnerships with construction firms to deliver its network build. This includes firms to the construction and products of reinforced structural and construction.                         | Bank                  | Bank fibre currently engaged with a different construction firm to deliver the expertise through a single firm. A number of construction resources have a strong multi-industry network to deliver goods and services more effectively and reduce the impact of cost inflation.                                                                                                                                                                                   | New                                                      |
| <b>Counterparty risk:</b><br>Loans made through the Group's lending business could be made to unreliable counterparties which could pose the creditworthiness of the bank's loans.                                                                                             | Bank and<br>Insurance | Loans are secured against third-party underlying security and collateral to provide security for counterparties in the business. The Group also engages in lending through a number of subsidiaries and is subject to a number of underwriting and credit controls. Where loans are made to clients and are secured against property, the Group's management has a strong track record in and performance against the relevant credit and performance indicators. | Bank's core business is to provide a market of loans and |



## 2. PRINCIPAL RISKS AND UNCERTAINTIES

### Principal risks and uncertainties

Information on principal risks and the principal risks expected to materially impact the Group's ability to deliver its strategy and financial performance is set out in the description of the principal risks below. We anticipate that the material impact of principal risks will be significantly reduced by the end of the reporting period, unless otherwise stated.

| Other Risks                                                                                                                                                                                      |                   |                                                                                                                                                                                                                                                                                                                                                                                              |                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| Risk                                                                                                                                                                                             | Division          | Mitigations                                                                                                                                                                                                                                                                                                                                                                                  | Change                                       |
| <b>Currency Risk:</b><br>Future income and costs of the Group are generated in different currencies. Exchange rate movements can impact the revenue and costs of the Group and its subsidiaries. | Energy Operations | The Group's regulatory and commercial activities are funded in sterling, with elements of the infrastructure costs being paid in the local currency. Any currency movements are expected to be neutralised by the Group's operational and financial management to provide a balanced overall impact. The Group's financial management will continue to monitor and manage the currency risk. | Increased due to forecast currency movements |
| <b>Interest Rate Risk:</b><br>Interest rate fluctuations can impact the value of the Group's assets and liabilities.                                                                             | Energy Division   | The Group's financing strategy is to fund the Group's infrastructure investments with a mix of debt and equity. The Group's interest rate risk is managed through the use of interest rate derivatives. The Group's interest rate risk is managed through the use of interest rate derivatives.                                                                                              | Unchanged                                    |
| <b>Liquidity Risk:</b><br>The Group's liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.                                             | Energy Division   | The Group's liquidity risk is managed through the use of a range of financial instruments. The Group's liquidity risk is managed through the use of a range of financial instruments.                                                                                                                                                                                                        | Unchanged                                    |
| <b>Technology Risk:</b><br>The Group's technology risk is the risk that the Group's technology will not be able to support its business needs.                                                   | Energy Division   | The Group's technology risk is managed through the use of a range of financial instruments. The Group's technology risk is managed through the use of a range of financial instruments.                                                                                                                                                                                                      | Unchanged                                    |

The strategy report was approved by the Board of Directors on 17 December 2020 and signed on its behalf by:



PS Latham

Director

17 December 2021

### 3 GOVERNANCE

#### Corporate governance

The Board discussed the relevant information and recommendations of 2021 in the Companies' Half 2022 and Full Year Reports and related to the following, that would be disclosed to the shareholders in the annual report for the current financial year as well as relating to paid director fees and matters set out in 2021 Part 1 of the Appendix to the annual report during the year ended 30 June 2022. The directors also elected to disclose information required to be in the Directors' Report by the Companies (Miscellaneous Reporting) Regulations 2018.

In the performance of its duty to promote the success of the Group, the Board has regard to a number of matters, including the long-term consequences of any decisions taken, and takes into account the views of the Group's key stakeholders to build trust and ensure that its actions and the intentions of the decisions it makes. The Board has the following primary responsibilities:

- to ensure that the Group's business is conducted in accordance with its corporate governance principles and related matters which affect the Group.

At every annual meeting of the shareholders, a report on the performance, as well as legal and regulatory compliance, is undertaken. The Board also has a number of other areas over the course of the financial year, including the Group's business strategy, key risks, diversity and related matters, diversity and inclusion, environmental, social, corporate responsibility, and governance, compliance and legal matters.

##### Principal decisions

The principal decisions taken by the Board in the past 12 months that are not covered in our other financial and non-financial statements are:

- The Board approved the following are examples of principal decisions made in the year ended 30 June 2022:

- In order to facilitate the future growth of the Group, the Board decided to complete a rights

issue in October 2022 of 10,000,000 shares to be issued for the £1.00 cash price of £1.00. This is a further £140m of new shares to be issued to the Group in the coming year. The above disclosed proposals impact on stakeholders including shareholders, creditors, employees, funding, would be beneficial, providing greater opportunities to achieve the Group's further objectives and supporting growth.

- Reviewing and deciding to move ahead with increasing oil rigs operations which is part of our energy expansion. This is the largest first step taken in the oil and gas sector in over 10 years. The Group announced the proposed acquisition of the 100% share of the 100% owned oil and gas assets in April 2022, with a further acquisition of the 100% owned oil and gas assets in October 2022. The acquisition will be with the Group's strategy to develop the energy generation assets in the oil and gas sector, with energy assets which will be produced in the near future. The Group's strategy is to develop energy assets in the oil and gas sector, with energy assets in the oil and gas sector. This includes the acquisition of the 100% owned oil and gas assets in the oil and gas sector. The Board considered the acquisition, and now the Group will be able to make a positive contribution to the community and environment and the development of the oil and gas sector. Through consultation with management and the Board, the Board determined that this opportunity would complement the existing oil and gas assets and only be undertaken if the oil and gas assets are in an expanding market.
- The Board decided to expand our oil and gas operations in the oil and gas sector. This has given rise to the acquisition of two new oil and gas companies during the year, with the Group's strategy to develop the oil and gas sector. The Board considered the acquisition, and now the Group will be able to make a positive contribution to the community and environment and the development of the oil and gas sector. Through consultation with management and the Board, the Board determined that this opportunity would complement the existing oil and gas assets and only be undertaken if the oil and gas assets are in an expanding market.



## Corporate governance

The Board of Directors is responsible for the overall management of the Group and for ensuring that the Group achieves its business objectives and that it complies with the law and the regulatory requirements of the relevant regulatory bodies.

### Business strategy

The business strategy of the Group is set out in the Group's business strategy document, which is available on the Group's website. The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives. The Group's business strategy is based on the Group's resources, capabilities and competitive advantages. The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives.

### Shareholders

Shareholders are entitled to a general meeting of the Group, which will consider and approve the Group's financial statements and the Group's business strategy. The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives. The Group's business strategy is based on the Group's resources, capabilities and competitive advantages. The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives.

### Employees

The Group's employees are fundamental to the overall success of the business, and the Directors fulfil their duty to employees by ensuring that the Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives.

The Directors of the subsidiary undertakings manage the day-to-day operations, making engagement and communication with employees and ensure that employees are treated fairly and are valued with respect to pay, benefits and conditions. We fully realise that our employees will be best informed and consulted on matters affecting their work and to be involved in problem-solving.

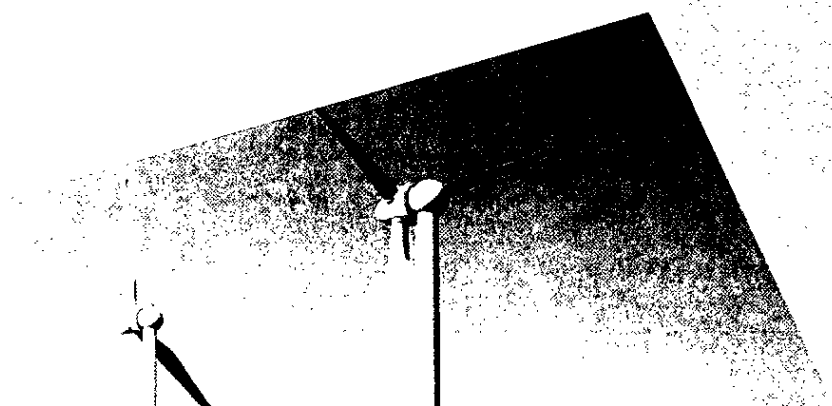
Employees are encouraged to report any concerns or issues to the Group's management, and the Group's management will ensure that any concerns or issues are dealt with promptly and fairly. The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives.

The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives. The Group's business strategy is based on the Group's resources, capabilities and competitive advantages. The Group's business strategy is to develop and operate a high quality, low cost, and profitable business, which will enable the Group to achieve its long-term objectives.

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### Suppliers and customers

The Group enters into a fair and honest relationship with its suppliers and customers and seeks to maintain strong business relationships with them. This is achieved by all contracts being negotiated through a fair and transparent tender process, which includes assessing the impact on the long-term objectives of the Group. We review our payment processing times against contracts every six months to ensure suppliers are paid on time and this information for the minority is available on the [www.gov.uk](http://www.gov.uk) website.



### 3 GOVERNANCE

#### Corporate governance

The Group ensures it acts fairly and in a transparent manner to all customers across all products and services and actively engages to resolve any dispute or defaults. The PPA is a key element of our customer friendly and engages with the management team to understand the product line – performance does not meet customer's expectations.

The Board controls Octopus Investments Limited to be a key business partner and supplier with responsibility for the provision of operational oversight, financial administration and company secretarial services.

#### Community and environment

The provision and operation of sustainable infrastructure is at the centre of the Group's strategic goals. Innovation is central to what the Group seeks to make a positive contribution to the community, environment and economy. Our renewable energy business is holding the UK's most ambitious renewable energy targets. Our private investors have supported the NHS in mitigating the Covid-19 pandemic by providing treatment for up to 10,000 NHS patients that otherwise could not have been carried out and our fibre network will give people in rural communities access to high speed broadband.

#### Business conduct

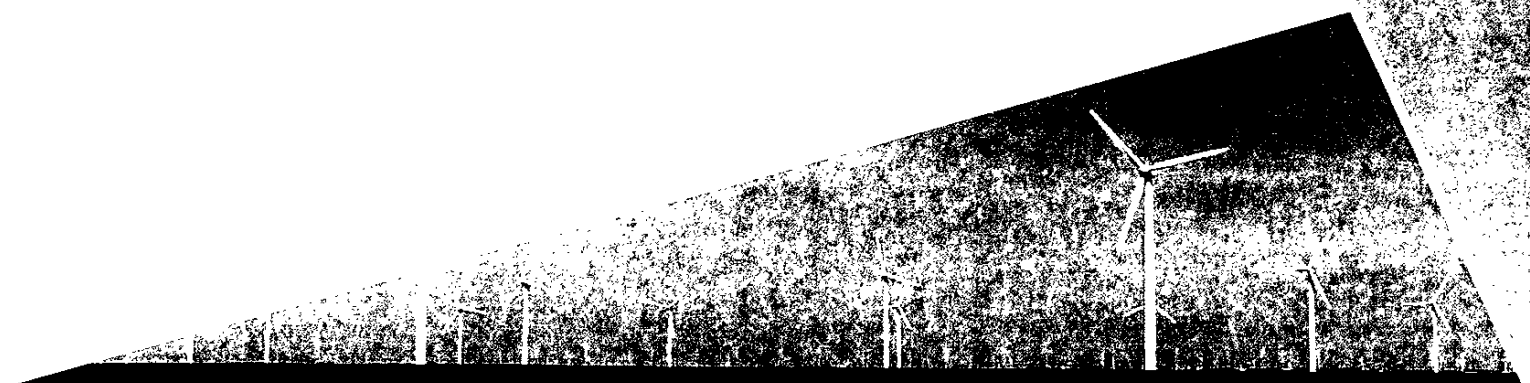
At Octopus we have intentions and behaviours that ensure our management operate the business with integrity and in accordance with the high standards of conduct and governance expected of a business such as ours. Our intention is to implement our business strategy outlined on pages 11 to 14 is to operate in sectors and work with other businesses that share our values.

#### Business ethics and governance

The Board is ever mindful to ensure that the activities of the Group and its various businesses are conducted in accordance with the law and applicable governance and regulatory regimes, and in accordance with good practice for the relevant industry. This includes reviewing internal controls, ensuring that there is an adequate balance of skills and experience represented on the Board, and ensuring that the financial statements give a true and fair view of the state of affairs of the Group. Further details can be found in the statement of director's responsibilities on page 29. In the year to 30 June 2021 no areas of concern have been flagged in this regard.

#### Employee, human rights, social and community issues, environment policy and anti-corruption and bribery matters

The Board's policy on employee, human rights, social and community issues, environmental policy and anti-corruption and bribery matters is displayed in the Directors' Report on page 28. The Board actively promotes a corporate culture that is based on ethical values and behaviours.



### 3 FINANCIAL REVIEW

#### Group finance review

The purpose of this review is to provide additional explanatory information on the financial statements to assist you in understanding the financial results.

Information on the financial statements includes information on the following topics for the full financial year and period of 12 months prior to the financial year end:

- Information on the financial and financial measures that are included in the financial statements and how they are calculated;
- Information on the financial and financial measures that are included in the financial statements and how they are calculated;
- Information on the financial and financial measures that are included in the financial statements and how they are calculated;

A detailed explanation of the financial and financial measures is provided in the financial statements and the financial and financial measures that are included in the financial statements and how they are calculated.

The financial and financial measures that are included in the financial statements and how they are calculated are provided in the financial statements and the financial and financial measures that are included in the financial statements and how they are calculated.

|                  | 2021<br>£'000 | 2020<br>£'000 | Movement  |      |
|------------------|---------------|---------------|-----------|------|
|                  |               |               | £'000     | %    |
| Revenue          | 425,302       | 390,457       | 34,845    | 9    |
| EBITDA           | 104,037       | 134,418       | (30,381)  | (23) |
| EBITDA margin    | (21,170)      | (24,285)      | 3,115     | 1    |
| Operating profit | 385,512       | 658,162       | (272,650) | (41) |
| Profit           | 172,478       | 206,688       | (34,210)  | (17) |
| EBITDA           | 699,440       | 885,162       | (185,722) | (21) |
| EBITDA margin    | 1,873,594     | 1,678,552     | 195,042   | 12   |

In spite of the challenges faced with Covid-19 and Brexit, the Group has exceeded performance.

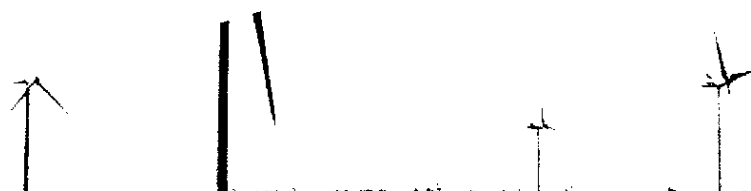
Expectations are high for the year and continued growth with further expansion in the energy, operations and fibre optic and power sector. In particular, EBITDA has increased by 23% to £104m, which has been mainly driven by a £25m increase in the operating profit of certain units to reserve power companies. These reserve power units were purchased for sale after year end, based on an independent opinion undertaken ahead of the transaction.

Increased operating expenditure of £77m in relation to fibre optic and power and infrastructure assets which are still in the development phase also contributed to the decrease in EBITDA. Adjusting for the two items in the £12m increase of £25m to £160m compared to £134m (reduced to £12m) and reflects the strong performance of our underlying assets.

Following the above, the Group has made significant

significant

significant



## Group finance review

[illegible]

## Financial performance

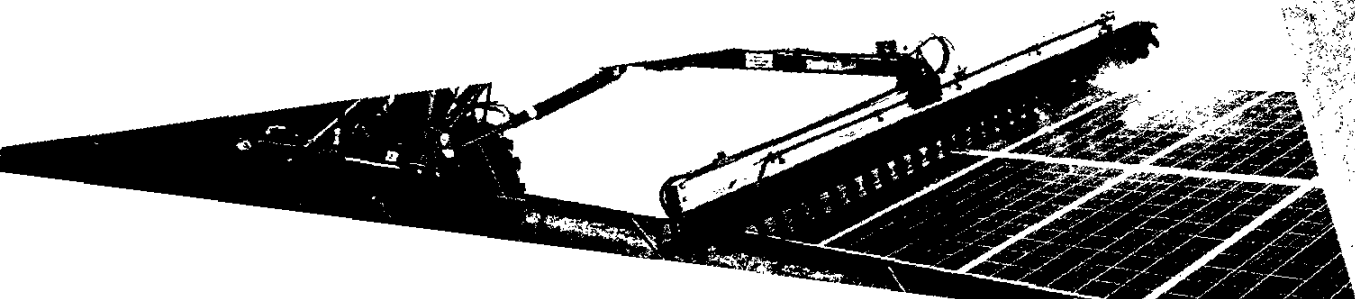
[illegible]

1. The first step is to identify the problem or issue that needs to be addressed. This involves gathering information and understanding the context of the situation.

The following information was obtained from the records of the Department of Health and Human Services, Office of the Assistant Secretary for Health Policy and Statistics, Division of Health Care Statistics, Bureau of Health Data Administration, Office of Health Statistics, Office of Health Statistics, Office of Health Statistics, Office of Health Statistics.

*[Faint handwritten notes at the bottom of the page]*

### Financial position

[illegible][illegible][illegible]







## Group finance review

### Fibre optic broadband operations

Historically, broadband is a new, leading-edge business with a high level of investment in the next few years. Although the EU has implemented a public infrastructure investment programme, the market is still immature. The Group has invested in fibre optic broadband, but there is no indication any significant fibre rollout.

The Group has indicated an EBITDA loss of €1.0 billion in 2017. EBITDA loss is mainly due to high expenditures and related to the high percentage of the business and the further development expenditure of its infrastructure.

In the long run, without public subsidies, future value cannot be produced on the market. Investments from a long-term perspective in fibre optic will be fully reflected in the Group's cash flow.

### Funding and liquidity

Our strategy and secure long-term financing at a reasonable cost is an important factor in order to make our business model sustainable and profitable.

Our management has to assure the business that the market conditions to have an optimal credit structure are not in a good position due to the revenue stream is given. Investment in technology and innovation is a high priority. Return on investment would be insufficient for our shareholders, if such was not reflected in financing conditions and managing accordingly. We believe that failing to adjust the strategy could have a negative impact on business return and shareholder value over the long term.

We continue to re-evaluate and optimize investments, ensure that they are profitable and optimised for the medium-term business.

Our new energy management and energy storage management will be implemented in the coming years. We will continue to invest in the future of our network.

### Looking ahead

The Group's strategy will be continued in the medium term. Our primary focus is on the medium-term and efficient use of resources from the new energy and the infrastructure required in a globalised world. The Group is involved to monitor the situation carefully and make a prompt adaptation to any current and emerging risks. We are positive about the continuous opportunities for growth.

As at the end of the financial year 2016, the E.ON management believe that the business is well positioned to take advantage of future growth opportunities. The new business development areas, including energy, distribution and new energy, established and continue to make excellent contribution to the E.ON business, generate strong operating returns for the coming years in relation to the high capital expenditure involved. The E.ON business and future development projects are expected to be profitable over the coming years and performing in line with long-term growth strategy, and we anticipate high operating returns over the next few years.



**PS Latham**

Director

17 September 2017



### 3 FURTHER INFORMATION

#### Directors' report for the year ended 30 June 2021

The directors present their report and the audited consolidated financial statements of the Group for the year ended 30 June 2021.

For a summary of the financial results refer to the Strategic Report on page 30.

The directors are responsible for the preparation and the accuracy of the financial statements.

The directors have approved the financial statements for the year and up to the date of signing the financial statements were:

RS Latham, Director, 24 May 2021

KT W. Alpers, Director, 4 August 2021

RD Barlow, Director, 4 August 2021

The directors have approved the financial statements for the year and up to the date of signing the financial statements were:

The directors have approved the financial statements for the year and up to the date of signing the financial statements were:

According to the Companies Act 2006, the directors have approved the financial statements for the year and up to the date of signing the financial statements were:

The directors have approved the financial statements for the year and up to the date of signing the financial statements were:

The directors have approved the financial statements for the year and up to the date of signing the financial statements were:

Refer to the Strategic Report on page 30.

Refer to the Strategic Report on page 30.

Refer to the Strategic Report on page 30.



## Directors' report for the year ended 30 June 2021

When we refer to the Group, we mean the information contained in this Report and the work of the Board, the management and the Group's employees, contractors and advisers.

The Group's activities are conducted by a number of companies which have a wide range of roles and responsibilities, including the production, distribution and sale of electricity, gas and heat, and the provision of energy services. The Group's activities are conducted through a number of companies, including the production, distribution and sale of electricity, gas and heat, and the provision of energy services.

The Group has a policy of agreement with its customers, suppliers and other stakeholders, and a policy of agreement with its customers, suppliers and other stakeholders, and a policy of agreement with its customers, suppliers and other stakeholders.

The Group has a policy of agreement with its customers, suppliers and other stakeholders, and a policy of agreement with its customers, suppliers and other stakeholders, and a policy of agreement with its customers, suppliers and other stakeholders.

As a company, we use the Company's facilities to provide the data on its Energy and Gas Supply, and to provide the data on its Energy and Gas Supply, and to provide the data on its Energy and Gas Supply.

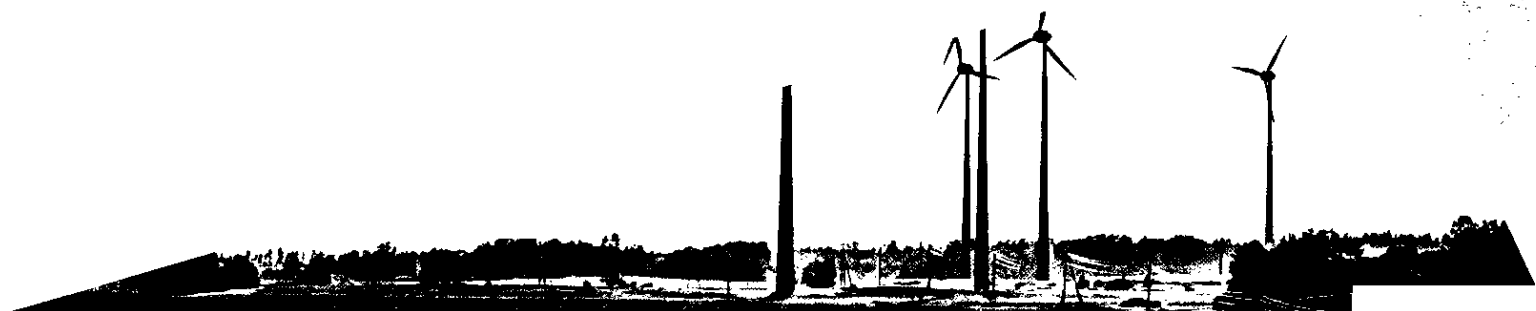
The Group has an Anti-Bribery Policy which introduces a number of procedures to ensure full compliance with the Bribery Act 2010, and to ensure that the highest standards of integrity and ethical conduct are maintained.

The Group has a policy of agreement with its customers, suppliers and other stakeholders, and a policy of agreement with its customers, suppliers and other stakeholders, and a policy of agreement with its customers, suppliers and other stakeholders.

We are committed to doing business with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure that we are fully compliant with all applicable laws and regulations, and to ensuring that we are fully compliant with all applicable laws and regulations, and to ensuring that we are fully compliant with all applicable laws and regulations.

The directors are responsible for preparing the Annual Report and the financial statements, and for ensuring that they are fully compliant 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 Group and Company financial statements in accordance with the United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards comprising FRS 101 '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



### 3 GOVERNANCE

#### Directors' report for the year ended 30 June 2021

Under and in view of the provisions of the Group and Company articles of association, the Group and Company directors are responsible for 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 101, 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 impracticable to presume that the Group and Company will continue in business.

The directors are also responsible for safeguarding the assets of the Group and Company, and 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 allow and explain the Group and Company's transactions and disposal with reasonable accuracy at any time the financial position of the Group and Company, and enabling them to ensure that the financial statements comply with the Companies Act 2006.

The directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

As permitted by the provisions of Association, the directors have the benefit of an indemnity, which is a qualified third-party indemnity, in respect of defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

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

- to the best of the director's aware, there is no relevant audit information on which the Group and 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 Group and Company's auditors are aware of that information.

This declaration is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

The forward-looking statements contained herein are subject to the disclaimer for all other terms and will be proposed to the shareholders in accordance with section 483 of the Companies Act 2006.

The Directors' report was approved by the Board of Directors on 17 December 2021 and signed in its behalf by:



**PS Latham**

Director

17 December 2021



[illegible]

We have audited the financial statements included with the Annual Report and Accounts 2021 of the Financial Reporting Group comprising the Group and the individual named entities as at 31 June 2021, the Group financial statements and the individual financial statements of the entities comprising the Group and the financial statements of branches, departments and divisions, taken together or otherwise, for the period ended 31 June 2021, in accordance with the provisions of the Companies Act 2006 and the Companies (Accounts) Regulations 2008.

We considered our audit methodology with international standards on auditing (ISA) and the accounting and corporate law responsibilities under 143. We also further developed in the "Notes" responsibilities for the audit of the financial statements. Here, in our report, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Based on the within-subject comparisons we have identified any motoric impairment relating to clients' perception that their perception of ability may cast doubt on production of the desired outcome, compared with the perception of ability in a control group. Existing comparisons normally use the mean of the pretests and posttests for the study.

Following a round of interviews, we did a roundtable for the directorate staff of the group companies, discussing in the presence of the director, a plan for a second round.

However, evidence in the literature suggests that current risk-based approaches to wildlife management may be too basic in the analysis and the comparative ability to detect and eliminate poaching.

Our research has a number of implications for the process of business reengineering and the design of the new-look systems. This is the

1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, 2021, 2022, 2023, 2024, 2025, 2026, 2027, 2028, 2029, 2030, 2031, 2032, 2033, 2034, 2035, 2036, 2037, 2038, 2039, 2040, 2041, 2042, 2043, 2044, 2045, 2046, 2047, 2048, 2049, 2050, 2051, 2052, 2053, 2054, 2055, 2056, 2057, 2058, 2059, 2060, 2061, 2062, 2063, 2064, 2065, 2066, 2067, 2068, 2069, 2070, 2071, 2072, 2073, 2074, 2075, 2076, 2077, 2078, 2079, 2080, 2081, 2082, 2083, 2084, 2085, 2086, 2087, 2088, 2089, 2090, 2091, 2092, 2093, 2094, 2095, 2096, 2097, 2098, 2099, 2100, 2101, 2102, 2103, 2104, 2105, 2106, 2107, 2108, 2109, 2110, 2111, 2112, 2113, 2114, 2115, 2116, 2117, 2118, 2119, 2120, 2121, 2122, 2123, 2124, 2125, 2126, 2127, 2128, 2129, 2130, 2131, 2132, 2133, 2134, 2135, 2136, 2137, 2138, 2139, 2140, 2141, 2142, 2143, 2144, 2145, 2146, 2147, 2148, 2149, 2150, 2151, 2152, 2153, 2154, 2155, 2156, 2157, 2158, 2159, 2160, 2161, 2162, 2163, 2164, 2165, 2166, 2167, 2168, 2169, 2170, 2171, 2172, 2173, 2174, 2175, 2176, 2177, 2178, 2179, 2180, 2181, 2182, 2183, 2184, 2185, 2186, 2187, 2188, 2189, 2190, 2191, 2192, 2193, 2194, 2195, 2196, 2197, 2198, 2199, 2200, 2201, 2202, 2203, 2204, 2205, 2206, 2207, 2208, 2209, 2210, 2211, 2212, 2213, 2214, 2215, 2216, 2217, 2218, 2219, 2220, 2221, 2222, 2223, 2224, 2225, 2226, 2227, 2228, 2229, 2230, 2231, 2232, 2233, 2234, 2235, 2236, 2237, 2238, 2239, 2240, 2241, 2242, 2243, 2244, 2245, 2246, 2247, 2248, 2249, 2250, 2251, 2252, 2253, 2254, 2255, 2256, 2257, 2258, 2259, 2260, 2261, 2262, 2263, 2264, 2265, 2266, 2267, 2268, 2269, 2270, 2271, 2272, 2273, 2274, 2275, 2276, 2277, 2278, 2279, 2280, 2281, 2282, 2283, 2284, 2285, 2286, 2287, 2288, 2289, 2290, 2291, 2292, 2293, 2294, 2295, 2296, 2297, 2298, 2299, 2300, 2301, 2302, 2303, 2304, 2305, 2306, 2307, 2308, 2309, 2310, 2311, 2312, 2313, 2314, 2315, 2316, 2317, 2318, 2319, 2320, 2321, 2322, 2323, 2324, 2325, 2326, 2327, 2328, 2329, 2330, 2331, 2332, 2333, 2334, 2335, 2336, 2337, 2338, 2339, 2340, 2341, 2342, 2343, 2344, 2345, 2346, 2347, 2348, 2349, 2350, 2351, 2352, 2353, 2354, 2355, 2356, 2357, 2358, 2359, 2360, 2361, 2362, 2363, 2364, 2365, 2366, 2367, 2368, 2369, 2370, 2371, 2372, 2373, 2374, 2375, 2376, 2377, 2378, 2379, 2380, 2381, 2382, 2383, 2384, 2385, 2386, 2387, 2388, 2389, 2390, 2391, 2392, 2393, 2394, 2395, 2396, 2397, 2398, 2399, 2400, 2401, 2402, 2403, 2404, 2405, 2406, 2407, 2408, 2409, 2410, 2411, 2412, 2413, 2414, 2415, 2416, 2417, 2418, 2419, 2420, 2421, 2422, 2423, 2424, 2425, 2426, 2427, 2428, 2429, 2430, 2431, 2432, 2433, 2434, 2435, 2436, 2437, 2438, 2439, 2440, 2441, 2442, 2443, 2444, 2445, 2446, 2447, 2448, 2449, 2450, 2451, 2452, 2453, 2454, 2455, 2456, 2457, 2458, 2459, 2460, 2461, 2462, 2463, 2464, 2465, 2466, 2467, 2468, 2469, 2470, 2471, 2472, 2473, 2474, 2475, 2476, 2477, 2478, 2479, 2480, 2481, 2482, 2483, 2484, 2485, 2486, 2487, 2488, 2489, 2490, 2491, 2492, 2493, 2494, 2495, 2496, 2497, 2498, 2499, 2500, 2501, 2502, 2503, 2504, 2505, 2506, 2507, 2508, 2509, 2510, 2511, 2512, 2513, 2514, 2515, 2516, 2517, 2518, 2519, 2520, 2521, 2522, 2523, 2524, 2525, 2526, 2527, 2528, 2529, 2530, 2531, 2532, 2533, 2534, 2535, 2536, 2537, 2538, 2539, 2540, 2541, 2542, 2543, 2544, 2545, 2546, 2547, 2548, 2549, 2550, 2551, 2552, 2553, 2554, 2555, 2556, 2557, 2558, 2559, 2560, 2561, 2562, 2563, 2564, 2565, 2566, 2567, 2568, 2569, 2570, 2571, 2572, 2573, 2574, 2575, 2576, 2577, 2578, 2579, 2580, 2581, 2582, 2583, 2584, 2585, 2586, 2587, 2588, 2589, 2590, 2591, 2592, 2593, 2594, 2595, 2596, 2597, 2598, 2599, 2600, 2601, 2602, 2603, 2604, 2605, 2606, 2607, 2608, 2609, 2610, 2611, 2612, 2613, 2614, 2615, 2616, 2617, 2618, 2619, 2620, 2621, 2622, 2623, 2624, 2625, 2626, 2627, 2628, 2629, 2630, 2631, 2632, 2633, 2634, 2635, 2636, 2637, 2638, 2639, 2640, 2641, 2642, 2643, 2644, 2645, 2646, 2647, 2648, 2649, 2650, 2651, 2652, 2653, 2654, 2655, 2656, 2657, 2658, 2659, 2660, 2661, 2662, 2663, 2664, 2665, 2666, 2667, 2668, 2669, 2670, 2671, 2672, 2673, 2674, 2675, 2676, 2677, 2678, 2679, 26

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## Independent auditors' report to the members of Fern Trading Limited

The attached information on pages 40 to 41 of the Financial Review and Appendix 10 to the Strategic Report and Directors' Report, other than the financial statements and our auditors' report thereon, is not audited and is subject to the disclaimer in the "Disclaimer of audit opinion" in the financial statements. Our opinion on the financial statements does not cover the other information and accordingly, we do not express an audit opinion on the extent to which the other information is stated in conformity with the assurance requirements

in connection with our audit of the financial statements. Our responsibility is to read the other information and to consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to investigate whether there is a material misstatement. If we do not identify any material misstatement, this does not constitute an endorsement of the other information. In cases where we have performed procedures and concluded there is a material misstatement, this may affect our conclusions on the going concern assumption. We have nothing to report as to any disclosures made in the

Strategic Report, the Strategic Report and Directors' Report, the Financial Review and disclosures required by the UK Companies Act 2006 have been included.

Every director was interviewed in the course of the audit. The Companies Act 2006 requires us also to report whether any issues and matters as described below

in our report are present in the work we performed in the course of the audit and the information given in the strategic report and Directors' Report for the year ended 30 June 2006, 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 group and company and their environment obtained in the course of the audit, we did not identify any material misstatements in the strategic report and Directors' Report.

As disclosed in the Financial Statements, the directors' reports and the financials are also subject to the provisions of the Financial Statements in a broader view and are subject to the audit and are being verified that they give a true and fair view. The directors are also responsible for such internal controls as they deem 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 group and the company's ability to continue as a going concern and disclosing, as applicable, matters related to going concern and the going concern date of accounting, whether the directors have identified any areas of the group or the company or to cease operations or have entered into a plan to do so.



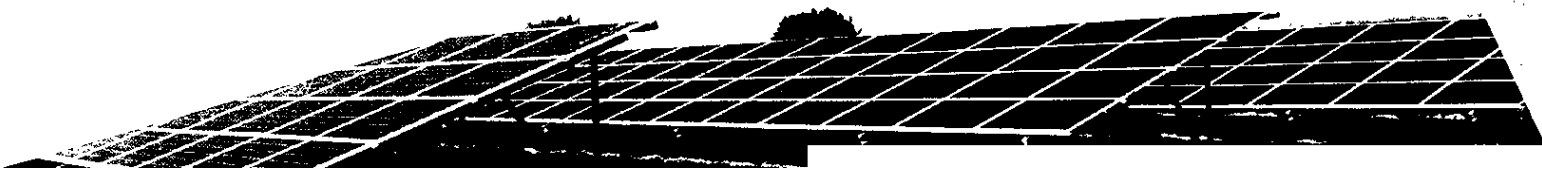


Based on our understanding of the problem and insight, we identified that the primary factors responsible for the violations and regulations related to capital structure, equity and tax-related and financial reporting and external control system compliance might have a material effect on the financial statements. We are concerned by the laws and regulations that have a direct impact on the financial statements under the Companies Act 2006. We evaluated management's intent, attitude and opportunities for fraudulent manipulation in the financial statements, including the use of complex controls, and determined that the principles were not applied to posting in accounts and journal entries to manipulate financial records and management

- developing a written management and financial policy that is consistent with the company's business strategy and supported by the relevant financial and operational data and analysis
- identifying and determining the key external and internal opportunities and threats to the business and formulating strategies
- obtaining supporting audit evidence for the significant internal control policy management in determining the significant audit risks identified and judgements
- reviewing management's internal controls and assessing the supporting documentation where appropriate to assess compliance with applicable laws and regulations
- reviewing minutes of meetings of the relevant personnel and committees

There are inherent limitations in the audit procedure described above. There are also likely to be some adverse consequences if the audit procedure is not followed in a strict and correct manner. For example, the audit procedure is not intended to detect errors or omissions related to events or transactions reflected in the financial statements. Also, the audit procedure is not intended to detect fraud or other matters that may be caused by the fraud or other matters. The audit procedure is not intended to detect fraud or other matters that may be caused by the fraud or other matters. The audit procedure is not intended to detect fraud or other matters that may be caused by the fraud or other matters.

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 Auditor's Report.



## Independent auditors' report to the members of Fern Trading Limited

The report on pages 111 to 114 has been prepared in accordance with the requirements of the Companies Act 2006 and the Chartered Accountants Act 1994. It forms part of the accounts for the year ended 31 December 2011. We do not accept any responsibility for any other information that may be published in connection with the accounts or any other financial statement or for any other information that may be published in connection with the accounts or any other financial statement or for any other information that may be published in connection with the accounts or any other financial statement.

Under the Companies Act 2006 we are required to report to you on our audit of:

- the financial statements and the information and explanations we require for our audit;
- adequate accounting records have been kept by the company; the returns and accounts and other financial statements have been received from subsidiaries not subject to audit.

- certain key disclosures in the financial statements made by the company;
- the company's financial statements are true and fair and the accounting records and returns.

We have no extensions to responsibilities in the report.

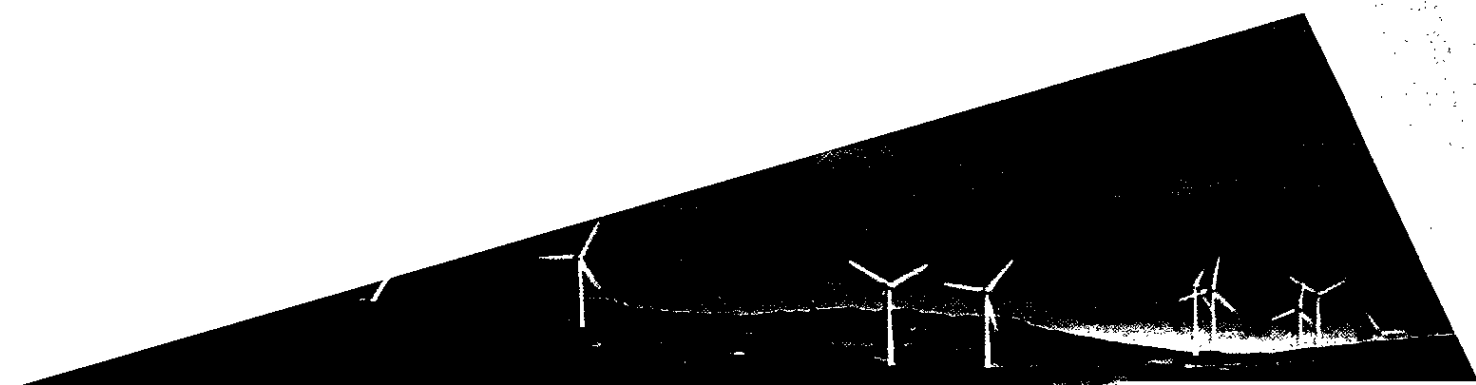


**Nicholas Cook** (Chartered Accountant)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Newcastle upon Tyne  
2 December 2011

|                                            |      | 2021             | 2020    |
|--------------------------------------------|------|------------------|---------|
|                                            |      | £'000            | £'000   |
| <b>Turnover</b>                            | 1    | <b>425,302</b>   | 500,377 |
| Cost of sales                              |      | <b>(221,277)</b> | 144,947 |
| <b>Gross profit</b>                        |      | <b>204,025</b>   | 355,430 |
| Administrative expenses                    |      | <b>(230,351)</b> | 125,138 |
| <b>Operating loss</b>                      |      | <b>(26,326)</b>  | 182     |
| Finance income                             | 1    | <b>9,454</b>     | 1,418   |
| Finance costs, including impairment        |      | <b>449</b>       | 945     |
| Depreciation and amortisation              |      | <b>1,755</b>     | 2,700   |
| Impairment of non-current financial assets | 1, 2 | <b>28,568</b>    | 17,992  |
| Impairment of investment in subsidiary     | 1    | <b>997</b>       | 148     |
| Share of losses of joint ventures          | 1    | <b>(36,067)</b>  | 10,639  |
| <b>Loss before taxation</b>                |      | <b>(21,170)</b>  | 24,189  |
| Income tax                                 |      | <b>(8,143)</b>   | 12,124  |
| <b>Loss for the financial year</b>         |      | <b>(29,313)</b>  | 36,313  |
| <b>Attributable to Fern</b>                |      | <b>(25,306)</b>  | 30,244  |
| <b>Minority interest</b>                   |      | <b>(4,007)</b>   | 6,069   |
|                                            |      | <b>(29,313)</b>  | 36,313  |

Notes to the condensed consolidated financial statements are set out on pages 10 to 15.

|                                                                       |  | 2021            | 2020    |
|-----------------------------------------------------------------------|--|-----------------|---------|
|                                                                       |  | £'000           | £'000   |
| <b>Loss for the financial year</b>                                    |  | <b>(29,313)</b> | 36,313  |
| <b>Other comprehensive income/(expense)</b>                           |  |                 |         |
| Minority interest in subsidiaries                                     |  | <b>46,739</b>   | 130,033 |
| Translation differences from just-in-time translation of subsidiaries |  | <b>(333)</b>    | 2,715   |
| <b>Other comprehensive income/(expense) for the year</b>              |  | <b>46,406</b>   | 132,748 |
| <b>Total comprehensive income/(expense) for the year</b>              |  | <b>17,093</b>   | 169,061 |
| <b>Attributable to</b>                                                |  |                 |         |
| • Owners of the parent                                                |  | <b>21,100</b>   | 157,950 |
| • Non-controlling interests                                           |  | <b>(4,007)</b>  | 11,111  |
|                                                                       |  | <b>17,093</b>   | 169,061 |

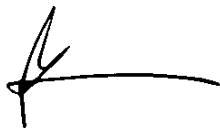


#### 4 FINANCIAL STATEMENTS TO 31 DECEMBER 2021

|                                                                |    | 2021<br>£'000    | 2020<br>£'000      |
|----------------------------------------------------------------|----|------------------|--------------------|
| <b>Fixed assets</b>                                            |    |                  |                    |
| Intangible assets                                              | 1  | 612,750          | 597,900            |
| Goodwill                                                       | 2  | 1,551,170        | 1,542,855          |
| Investments                                                    | 3  | 11,000           | 12,268             |
|                                                                |    | <b>2,174,920</b> | <b>1,952,983</b>   |
| <b>Current assets</b>                                          |    |                  |                    |
| Stocks                                                         | 14 | 94,711           | 74,806             |
| Debtors: amounts falling due within one year                   | 15 | 600,726          | 582,549            |
| Prepayments and accrued income                                 |    |                  |                    |
| Cash, bank and overdrafts                                      | 16 | 172,478          | 209,688            |
|                                                                |    | <b>867,915</b>   | <b>1,124,043</b>   |
| <b>Creditors: amounts falling due within one year</b>          | 17 | <b>(207,318)</b> | <b>(271,810)</b>   |
| <b>Net current assets</b>                                      |    | <b>660,597</b>   | <b>852,233</b>     |
| <b>Total assets less current liabilities</b>                   |    | <b>2,835,517</b> | <b>2,945,817</b>   |
| <b>Creditors: amounts falling due after more than one year</b> | 18 | <b>(903,339)</b> | <b>(1,111,620)</b> |
| <b>Provisions for liabilities</b>                              | 19 | <b>(58,584)</b>  | <b>(53,967)</b>    |
| <b>Net assets</b>                                              |    | <b>1,873,594</b> | <b>1,779,230</b>   |
| <b>Capital and reserves</b>                                    |    |                  |                    |
| Called up share capital                                        | 20 | 149,676          | 138,135            |
| Share premium account                                          |    | 173,118          |                    |
| Merger reserve                                                 |    | 1,440,257        | 1,625,869          |
| Share buy-back reserve                                         |    | (17,098)         | 68,800             |
| Financial instruments                                          |    | 123,920          | 141,169            |
| <b>Total shareholders' funds</b>                               |    | <b>1,869,873</b> | <b>1,968,963</b>   |
| Retained earnings                                              |    | 3,721            | 9,570              |
| <b>Capital employed</b>                                        |    | <b>1,873,594</b> | <b>1,978,533</b>   |

Note 19 details the period-end adjustments.

These consolidated financial statements on pages 75 to 93 were approved by the Board of directors on 17 December 2021 and are signed on their behalf by:



PS Latham

Director

Registered number 12631616

## 4. FINANCIAL STATEMENTS

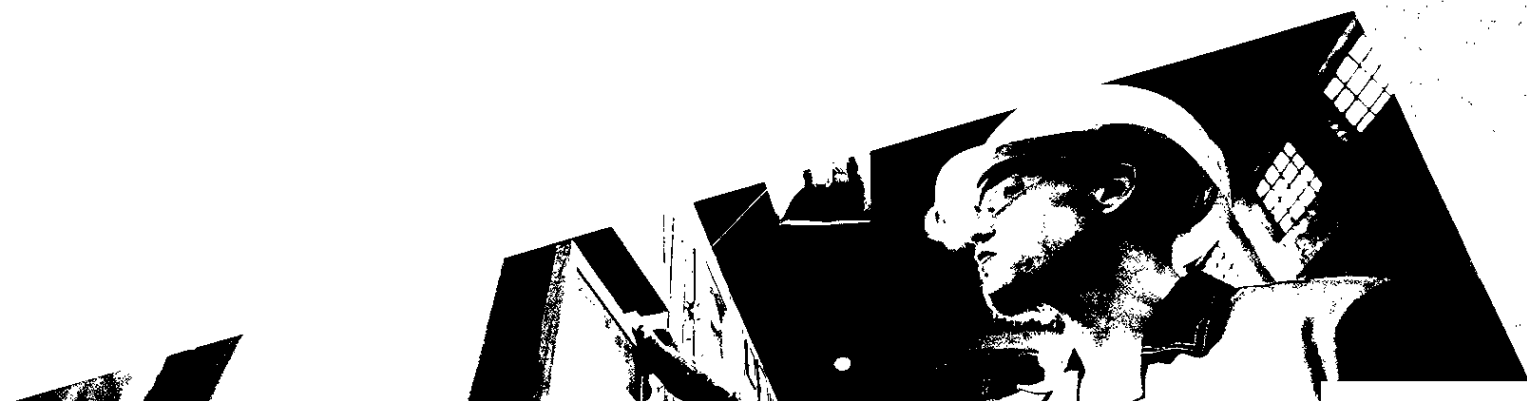
|                                                       | 2021<br>£'000 |
|-------------------------------------------------------|---------------|
| <b>Fixed assets</b>                                   |               |
| Intangible assets                                     | 2,116,366     |
|                                                       | 2,116,366     |
| <b>Current assets</b>                                 |               |
| Debtors                                               | 50,383        |
| Prepaid expenses and other assets                     | 1,523         |
|                                                       | 51,906        |
| <b>Creditors: amounts falling due within one year</b> | (22,924)      |
| <b>Net current assets</b>                             | 28,982        |
| <b>Total assets less current liabilities</b>          | 2,145,348     |
| <b>Net assets</b>                                     | 2,145,348     |
| <b>Capital and reserves</b>                           |               |
| Fixed assets fund                                     | 149,676       |
| Share premium account                                 | 173,118       |
| Reserves                                              | 1,791,145     |
| Minority interests                                    | 31,409        |
| <b>Total shareholders' funds</b>                      | 2,145,348     |

The Company has elected to take the exemption under section 408 of the Companies Act 2006 not to present the company profit and loss account and cost of the financial obligations with the financial statements. The Company was £1,875,411.

The financial statements for 2020/21 were approved by the Board on the 17th February 2022 and are signed on the behalf of:



PS Latham  
Director  
Registered number 12671071



## 4 FINANCIAL STATEMENTS TO 30 JUNE 2020

|                                                                       | Called up<br>share<br>capital | Share<br>premium<br>account | Merger<br>reserve | Cash flow<br>hedge<br>reserve<br>(restated) | Profit<br>and loss<br>account<br>(restated) | Total<br>share-<br>holders'<br>funds<br>(restated) | Non-<br>controlling<br>interest | Capital<br>employed<br>(restated) |
|-----------------------------------------------------------------------|-------------------------------|-----------------------------|-------------------|---------------------------------------------|---------------------------------------------|----------------------------------------------------|---------------------------------|-----------------------------------|
|                                                                       | £'000                         | £'000                       | £'000             | £'000                                       | £'000                                       | £'000                                              | £'000                           | £'000                             |
| Share capital at<br>1 July 2019 (restated)                            | 42,317                        | —                           | 1,411,886         | (17,021)                                    | (87,178)                                    | 1,329,009                                          | 11,446                          | 1,340,455                         |
| Share premium<br>account at 1 July 2019                               | —                             | —                           | —                 | (6,683)                                     | (1,165)                                     | (8,508)                                            | —                               | (8,508)                           |
| Dividend paid to<br>shareholders                                      | (132,717)                     | —                           | (1,641,686)       | (6,104)                                     | (21,833)                                    | (1,718,364)                                        | (8,438)                         | (1,726,802)                       |
| Dividend received<br>from shareholders                                | —                             | —                           | —                 | —                                           | (62,281)                                    | (62,281)                                           | (3,365)                         | (65,646)                          |
| Dividend received<br>from subsidiaries<br>and associates              | —                             | —                           | —                 | (60,973)                                    | —                                           | (60,973)                                           | —                               | (60,973)                          |
| Share buy-back<br>programme at 30 June 2020                           | —                             | —                           | —                 | —                                           | (2,125)                                     | (2,125)                                            | —                               | (2,125)                           |
| Share buy-back<br>programme at 1 July 2019                            | —                             | —                           | —                 | (60,033)                                    | (1,407)                                     | (61,440)                                           | —                               | (61,440)                          |
| Share buy-back<br>programme at 30 June 2019                           | —                             | —                           | —                 | (3,107)                                     | (27,076)                                    | (30,183)                                           | (4,068)                         | (34,251)                          |
| Share buy-back<br>programme at 1 July 2018                            | —                             | —                           | —                 | —                                           | —                                           | —                                                  | (2,512)                         | (2,512)                           |
| Share buy-back<br>programme at 30 June 2018                           | —                             | —                           | —                 | —                                           | (8,578)                                     | (8,578)                                            | —                               | (8,578)                           |
| Share buy-back<br>programme at 1 July 2017                            | 6,714                         | —                           | (6,714)           | —                                           | —                                           | —                                                  | —                               | —                                 |
| Share buy-back<br>programme at 1 July 2016                            | (150)                         | —                           | (150)             | —                                           | —                                           | 1                                                  | —                               | 1                                 |
| Share buy-back<br>programme at 1 July 2015                            | (38,455)                      | —                           | (38,455)          | (63,877)                                    | (11,157)                                    | (106,889)                                          | (4,570)                         | (111,459)                         |
| <b>Balance as at<br/>1 July 2020 (restated)</b>                       | <b>138,435</b>                | <b>—</b>                    | <b>1,635,569</b>  | <b>(63,837)</b>                             | <b>(41,185)</b>                             | <b>1,668,982</b>                                   | <b>9,570</b>                    | <b>1,678,552</b>                  |
| <b>Loss for the financial<br/>year</b>                                | <b>—</b>                      | <b>—</b>                    | <b>—</b>          | <b>—</b>                                    | <b>(25,306)</b>                             | <b>(25,306)</b>                                    | <b>(4,007)</b>                  | <b>(29,313)</b>                   |
| <b>Changes in market<br/>value of cash flow<br/>hedges</b>            | <b>—</b>                      | <b>—</b>                    | <b>—</b>          | <b>46,739</b>                               | <b>—</b>                                    | <b>46,739</b>                                      | <b>—</b>                        | <b>46,739</b>                     |
| <b>Foreign exchange<br/>loss on retranslation<br/>of subsidiaries</b> | <b>—</b>                      | <b>—</b>                    | <b>—</b>          | <b>—</b>                                    | <b>(333)</b>                                | <b>(333)</b>                                       | <b>—</b>                        | <b>(333)</b>                      |



## 4 FINANCIAL STATEMENTS

|                                                                   | Called up<br>share<br>capital | Share<br>premium<br>account | Merger<br>reserve | Cash flow<br>hedge<br>reserve | Profit<br>and loss<br>account | Total<br>share-<br>holders'<br>funds | Non-<br>controlling<br>interest | Capital<br>employed |
|-------------------------------------------------------------------|-------------------------------|-----------------------------|-------------------|-------------------------------|-------------------------------|--------------------------------------|---------------------------------|---------------------|
|                                                                   | £'000                         | £'000                       | £'000             | £'000                         | £'000                         | £'000                                | £'000                           | £'000               |
| Other<br>comprehensive<br>income/(expense) for<br>the year        | –                             | –                           | –                 | 46,739                        | (333)                         | 46,406                               | –                               | 46,406              |
| Total comprehensive<br>income/(expense) for<br>the year           | –                             | –                           | –                 | 46,739                        | (25,639)                      | 21,100                               | (4,007)                         | 17,093              |
| Non-controlling<br>interest arising<br>on business<br>combination | –                             | –                           | –                 | –                             | 1,831                         | 1,831                                | (1,842)                         | (11)                |
| Utilisation of merger<br>reserve                                  | –                             | –                           | (195,312)         | –                             | 195,312                       | –                                    | –                               | –                   |
| Shares issued during<br>the year                                  | 11,685                        | 173,118                     | –                 | –                             | –                             | 184,803                              | –                               | 184,803             |
| Shares cancelled<br>during the year                               | (444)                         | –                           | –                 | –                             | (6,399)                       | (6,843)                              | –                               | (6,843)             |
| Balance as at<br>30 June 2021                                     | 149,676                       | 173,118                     | 1,440,257         | (17,098)                      | 123,920                       | 1,869,873                            | 3,721                           | 1,873,594           |

Note 20: Shareholder transactions and distributions

|                                  | Called<br>up share<br>capital | Share<br>premium<br>account | Merger<br>reserves | Profit<br>and loss<br>account | Total<br>shareholders'<br>funds |
|----------------------------------|-------------------------------|-----------------------------|--------------------|-------------------------------|---------------------------------|
|                                  | £'000                         | £'000                       | £'000              | £'000                         | £'000                           |
| Loss for the financial year      | –                             | –                           | –                  | (157,504)                     | (157,504)                       |
| Utilisation of merger reserve    | –                             | –                           | (195,312)          | 195,312                       | –                               |
| Total comprehensive income       | –                             | –                           | (195,312)          | 37,808                        | (157,504)                       |
| Shares issued during the year    | 150,120                       | 173,118                     | 1,986,457          | –                             | 2,309,695                       |
| Shares cancelled during the year | (444)                         | –                           | –                  | (6,399)                       | (6,843)                         |
| Balance as at 30 June 2021       | 149,676                       | 173,118                     | 1,791,145          | 31,409                        | 2,145,348                       |

#### 4 FINANCIAL STATEMENTS FOR YEAR 2021

in million EUR

|                                                                              | 2021<br>€'000    | related<br>2020<br>€'000 |
|------------------------------------------------------------------------------|------------------|--------------------------|
| <b>Cash flows from operating activities</b>                                  |                  |                          |
| Change in financial assets and liabilities, net of cash and cash equivalents | (25,306)         | (20,241)                 |
| <b>Adjustments for:</b>                                                      |                  |                          |
| Depreciation                                                                 | 8,143            | 9,324                    |
| Interest on variable financial instruments                                   | (997)            | (148)                    |
| Income on payable and other financial instruments                            | 36,068           | 50,873                   |
| Income on financial assets sold or matured                                   | (28,568)         | (32,991)                 |
| Income on financial assets                                                   | (1,755)          | (1,503)                  |
| Income on other financial instruments                                        | (449)            | (945)                    |
| As a proportion of long-term financial assets                                | 34,991           | 33,989                   |
| Depreciation of tangible non-current assets                                  | 85,917           | 73,610                   |
| Depreciation of intangible assets                                            | 8,875            | (1,180)                  |
| Provisions and provisions released, net of changes                           | (19,788)         | 14,788                   |
| Income on other financial instruments                                        | (5,701)          | (2,399)                  |
| Income on other financial instruments                                        | 249,374          | (51,320)                 |
| Income on other financial instruments                                        | 6,871            | 11,898                   |
| Change in other financial instruments                                        | (4,007)          | (3,768)                  |
| Change in other financial instruments                                        | (1,751)          | 2,181                    |
| <b>Net cash generated from operating activities</b>                          | <b>341,918</b>   | <b>106,112</b>           |
| <b>Cash flows from investing activities</b>                                  |                  |                          |
| Acquisition of subsidiaries and companies, net of cash and cash equivalents  | (221,987)        | (140,642)                |
| Acquisition of subsidiaries and companies, net of cash and cash equivalents  | 34,503           | 110,291                  |
| Acquisition of subsidiaries and companies, net of cash and cash equivalents  | (110,457)        | (217,578)                |
| Acquisition of subsidiaries and companies, net of cash and cash equivalents  | (875)            | (357)                    |
| Acquisition of subsidiaries and companies, net of cash and cash equivalents  | (9,484)          | 44,189                   |
| Acquisition of subsidiaries and companies, net of cash and cash equivalents  | —                | 64,225                   |
| Interest income                                                              | 997              | 148                      |
| Income on other financial instruments                                        | 1,077            | 2,500                    |
| <b>Net cash used in investing activities</b>                                 | <b>(306,226)</b> | <b>(137,402)</b>         |
| <b>Cash flows from financing activities</b>                                  |                  |                          |
| Change in other financial instruments                                        | —                | 124,051                  |
| Change in other financial instruments                                        | (35,552)         | 48,279                   |
| Change in other financial instruments                                        | (212,676)        | —                        |
| Change in other financial instruments                                        | 184,359          | 38,270                   |
| Change in other financial instruments                                        | (6,399)          | (3,026)                  |
| <b>Net cash generated from financing activities</b>                          | <b>(70,268)</b>  | <b>179,316</b>           |
| <b>Net (decrease)/increase in cash and cash equivalents</b>                  | <b>(34,576)</b>  | <b>83,126</b>            |
| Change in cash and cash equivalents at the beginning of the year             | 206,688          | 122,181                  |
| Change in cash and cash equivalents at the end of the year                   | 366              | 171                      |
| <b>Cash and cash equivalents at the end of the year</b>                      | <b>172,478</b>   | <b>206,688</b>           |

Note 28 contains the consolidated statement



## Statement of accounting policies

[illegible]

The Board and individual members have been asked to prepare a report on the progress made in the implementation of the 2006-2007 Strategic Plan. The report will be presented to the Board at its next meeting.

The Financial Statement data being reported on a going concern basis under the current reporting convention, as mentioned, is a reflection of certain financial aspects and factors measured at February 28, 2011, and the applicable period from January 1, 2011, to the end of the applicable period, and the standard in the applicable period. The financial statement data is not intended to be used for any other purpose, and is not intended to be used for any other purpose.

[illegible]

The Group's annual financial statements are prepared in accordance with the applicable accounting standards and practices and are set out in the Consolidated Financials on pages 14 to 14. The financial position of the Group, its cash flows, assets, liabilities and Equity and profits are described in the notes to the financial statements on pages 15 to 17. The principal risks of the Group are set out on pages 18 to 19.

The Directors determine an annual going concern review that considers the Group's ability to meet its financial obligations for a period of at least twelve months, ending on the date that the financial statements have been approved. Management have carried out an assessment to determine whether there are any material uncertainties and no indication of a significant doubt on the ability of the Group to continue as a going concern. No significant issues have been noted and a plan has been put in place to address them. The Directors believe that the Group's resources and management expertise is sufficient to successfully address the current uncertainties and challenges.



## 4 FINANCIAL STATEMENTS FOR THE YEAR 2021

### Statement of accounting policies

In preparing the consolidated financial statements, the directors have reviewed the financial impact of the uncertainty on the Group's future financial performance and its impact on the Group's cash flows, with the following considerations in mind:

- The main risks within the Group were when to continue operating and planning for the future with the reduction in construction work across our Energy, Healthcare and Retail divisions, continuing as our primary priority from May 2020 onwards. We did see a gradual recovery in the Energy sector which has increased revenues in the short term, however, this is not a sufficient basis for our private infrastructure division's support to the fund by raising capital in the UK, H2 and payments for treatment. The Group believes the UK's economic and market conditions, and the availability of government support, are the greatest risks in the future continuance of the business. These key assumptions are included in the base case forecast scenario, looking forward over the next twelve months, and management expects that there will be continued economic uncertainty as a result of Covid-19 in the short to medium term.

At 31 of March 2021, the Group had available cash of £1.7m and access to facilities of £97.2m, including a RCF of £50m, which has a variable headroom of £2.7m. Bank loans of £4.7m are due to mature in less than one year, with the remaining £82.5m payable in the next one year. The Group's facilities remain in good standing and undrawn amounts are set out in Note 1: Loans and Borrowings.

A reverse stress test was performed on the base case forecast to ascertain what scenario would result in risks to the Group's liquidity position. The test included even in an unlikely scenario of a drop from revenue in the order of 60% the Group is able to sustain its current operational costs and maintain sufficient cash for at least a year from impacts of those financial statements which allows the available facilities within the Group. A £2.7m net revenue drop would result in a breach in debt covenants of the £50m RCF facility, and however there could be no impact on the £82.5m bank loans and overdrafts provided for over 30%.

The Group has an interest in monitoring and testing its debt covenants to ensure the Group to maintain defined financial ratios and comply with certain other financial covenants. True financial covenants are tested semi-annually and, as the year ends, report the Group is in compliance with all of the financial covenants. Stress tests in several and in key scenarios, such as a significant drop in EBITDA of 30% over time, have been used to assess the covenant coverage for the period over the next twelve months and all covenants have been forecast to be met even under the stress test scenario in the going concern period.

- Key estimates include our recovery and utilisation of work in progress, decommissioning provisions, impairment of goodwill and investments, customer credit history and ageing accounting. There is a set out on pages 11 to 57.

Based on the above assessment of the Covid-19 pandemic, in addition to the financial position, liquidity and financial covenants, the directors have concluded that the Group and Company has adequate resources to continue in operations for the period in the forecast period. Therefore, the directors adopted the going concern basis of accounting in preparing the annual financial statements.



## Statement of accounting policies

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Figure 10: The  $\alpha$ -value of the  $\alpha$ -DBF algorithm is 0.5. The  $\alpha$ -DBF algorithm is a special case of the  $\alpha$ -DBF algorithm with  $\alpha = 0.5$ . The  $\alpha$ -DBF algorithm is a special case of the  $\alpha$ -DBF algorithm with  $\alpha = 0.5$ .

and the mean  $\pm$  standard deviation were reported under “F01” in paragraphs 1, 3, 4, 11, 14, 15, and paragraph 16, 20, 21, 22 of the corresponding study reports. The data from the included studies were:

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On the 11<sup>th</sup> Jan. 2020, Ben Tawana Limited formed Ben Tawana Group, and became members of the Ben Tawana Group. Later formed, Ben Tawana Limited formed Ben Tawana Group.

[illegible]

The consolidated financial statements include the results of Fern Trading Limited and its wholly owned subsidiary Fern Trading (Europe) Limited and its subsidiaries undertaking integrated activities and also a holding share. All consolidated accounts transacted in a common currency and expressed in dollars and cents. The results of subsidiaries, which might be required or be used for during the period, are included to exclude from the consolidated statement of financial performance, assets of acquisition and goodwill.

A. Understanding over which the Group exercises control. The Group's policy is to hold no shares and operating policies do not differ materially from subsidiaries. The Group does not hold any subsidiary rights. Another subsidiary has a few shares in a joint venture. The Group's adjustments are used to prepare the consolidated financial statements to apply the Group's accounting policies when preparing the consolidated financial statements.

Entities in which the Group has an interest in a long-term basis and are jointly controlled by the Group and one or more other venturers under a contractual arrangement are treated as joint ventures in the Group financial statements. Joint ventures are accounted for using the equity method.

Any loss claim under the right or associated with an acquired during the year are included in or from the dates in change of control or change of significant unit, interpretatively.



1000

1000

1. *Chlorophyll a* (Chl *a*)

the 1990s, the number of people in the world who are under 15 years of age is expected to increase from 1.1 billion to 1.5 billion. The number of people aged 65 and over is expected to increase from 200 million to 400 million. The number of people aged 15 and over is expected to increase from 3.5 billion to 4.5 billion. The number of people aged 15 and over is expected to increase from 3.5 billion to 4.5 billion. The number of people aged 15 and over is expected to increase from 3.5 billion to 4.5 billion.

1997, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, 2021, 2022, 2023, 2024, 2025, 2026, 2027, 2028, 2029, 2030, 2031, 2032, 2033, 2034, 2035, 2036, 2037, 2038, 2039, 2040, 2041, 2042, 2043, 2044, 2045, 2046, 2047, 2048, 2049, 2050, 2051, 2052, 2053, 2054, 2055, 2056, 2057, 2058, 2059, 2060, 2061, 2062, 2063, 2064, 2065, 2066, 2067, 2068, 2069, 2070, 2071, 2072, 2073, 2074, 2075, 2076, 2077, 2078, 2079, 2080, 2081, 2082, 2083, 2084, 2085, 2086, 2087, 2088, 2089, 2090, 2091, 2092, 2093, 2094, 2095, 2096, 2097, 2098, 2099, 2100, 2101, 2102, 2103, 2104, 2105, 2106, 2107, 2108, 2109, 2110, 2111, 2112, 2113, 2114, 2115, 2116, 2117, 2118, 2119, 2120, 2121, 2122, 2123, 2124, 2125, 2126, 2127, 2128, 2129, 2130, 2131, 2132, 2133, 2134, 2135, 2136, 2137, 2138, 2139, 2140, 2141, 2142, 2143, 2144, 2145, 2146, 2147, 2148, 2149, 2150, 2151, 2152, 2153, 2154, 2155, 2156, 2157, 2158, 2159, 2160, 2161, 2162, 2163, 2164, 2165, 2166, 2167, 2168, 2169, 2170, 2171, 2172, 2173, 2174, 2175, 2176, 2177, 2178, 2179, 2180, 2181, 2182, 2183, 2184, 2185, 2186, 2187, 2188, 2189, 2190, 2191, 2192, 2193, 2194, 2195, 2196, 2197, 2198, 2199, 2200, 2201, 2202, 2203, 2204, 2205, 2206, 2207, 2208, 2209, 2210, 2211, 2212, 2213, 2214, 2215, 2216, 2217, 2218, 2219, 2220, 2221, 2222, 2223, 2224, 2225, 2226, 2227, 2228, 2229, 2230, 2231, 2232, 2233, 2234, 2235, 2236, 2237, 2238, 2239, 2240, 2241, 2242, 2243, 2244, 2245, 2246, 2247, 2248, 2249, 2250, 2251, 2252, 2253, 2254, 2255, 2256, 2257, 2258, 2259, 2260, 2261, 2262, 2263, 2264, 2265, 2266, 2267, 2268, 2269, 2270, 2271, 2272, 2273, 2274, 2275, 2276, 2277, 2278, 2279, 2280, 2281, 2282, 2283, 2284, 2285, 2286, 2287, 2288, 2289, 2290, 2291, 2292, 2293, 2294, 2295, 2296, 2297, 2298, 2299, 2300, 2301, 2302, 2303, 2304, 2305, 2306, 2307, 2308, 2309, 2310, 2311, 2312, 2313, 2314, 2315, 2316, 2317, 2318, 2319, 2320, 2321, 2322, 2323, 2324, 2325, 2326, 2327, 2328, 2329, 2330, 2331, 2332, 2333, 2334, 2335, 2336, 2337, 2338, 2339, 2340, 2341, 2342, 2343, 2344, 2345, 2346, 2347, 2348, 2349, 2350, 2351, 2352, 2353, 2354, 2355, 2356, 2357, 2358, 2359, 2360, 2361, 2362, 2363, 2364, 2365, 2366, 2367, 2368, 2369, 2370, 2371, 2372, 2373, 2374, 2375, 2376, 2377, 2378, 2379, 2380, 2381, 2382, 2383, 2384, 2385, 2386, 2387, 2388, 2389, 2390, 2391, 2392, 2393, 2394, 2395, 2396, 2397, 2398, 2399, 2400, 2401, 2402, 2403, 2404, 2405, 2406, 2407, 2408, 2409, 2410, 2411, 2412, 2413, 2414, 2415, 2416, 2417, 2418, 2419, 2420, 2421, 2422, 2423, 2424, 2425, 2426, 2427, 2428, 2429, 2430, 2431, 2432, 2433, 2434, 2435, 2436, 2437, 2438, 2439, 2440, 2441, 2442, 2443, 2444, 2445, 2446, 2447, 2448, 2449, 2450, 2451, 2452, 2453, 2454, 2455, 2456, 2457, 2458, 2459, 2460, 2461, 2462, 2463, 2464, 2465, 2466, 2467, 2468, 2469, 2470, 2471, 2472, 2473, 2474, 2475, 2476, 2477, 2478, 2479, 2480, 2481, 2482, 2483, 2484, 2485, 2486, 2487, 2488, 2489, 2490, 2491, 2492, 2493, 2494, 2495, 2496, 2497, 2498, 2499, 2500, 2501, 2502, 2503, 2504, 2505, 2506, 2507, 2508, 2509, 2510, 2511, 2512, 2513, 2514, 2515, 2516, 2517, 2518, 2519, 2520, 2521, 2522, 2523, 2524, 2525, 2526, 2527, 2528, 2529, 2530, 2531, 2532, 2533, 2534, 2535, 2536, 2537, 2538, 2539, 2540, 2541, 2542, 2543, 2544, 2545, 2546, 2547, 2548, 2549, 2550, 2551, 2552, 2553, 2554, 2555, 2556, 2557, 2558, 2559, 2560, 2561, 2562, 2563, 2564, 2565, 2566, 2567, 2568, 2569, 2570, 2571, 2572, 2573, 2574, 2575, 2576, 2577, 2578, 2579, 2580, 2581, 2582, 2583, 2584, 2585, 2586, 2587, 2588, 2589, 2590, 2591, 2592, 2593, 2594, 2595, 2596, 2597, 2598, 2599, 2600, 2601, 2602, 2603, 2604, 2605, 2606, 2607, 2608, 2609, 2610, 2611, 2612, 2613, 2614, 2615, 2616, 2617, 2618, 2619, 2620, 2621, 2622, 2623, 2624, 2625, 2626, 2627, 2628, 2629, 2630, 2631, 2632, 2633, 2634, 2635, 2636, 2637, 2638, 2639, 2640, 2641, 2642, 2643, 2644, 2645, 2646, 2647, 2648, 2649, 2650, 2651, 2652, 2653, 2654, 2655, 2656, 2657, 2658, 2659, 2660, 2661, 2662, 2663, 2664, 2665, 2666, 2667, 2668, 2669, 2670, 2671, 2672, 2673, 2674, 2675, 2676, 2677, 2678, 26

## Statement of accounting policies

The Group's accounting policies are based on IASB's *Revenue Recognition* (2014) (the following):

- **Energy contracts**  
Turnover from the sale of electricity, purchased gas, steam and cogeneration power, reference to the contract and the price of the commodity and the proportion of the contract that is primarily gas-linked. As a result, the term 'over the contract' (the agreement) such as the Renewable Contract, Contractual FID (the agreement) made with the customer, which does not depend on the sale of the commodity and profit. The revenue is recognised when the obligation
- **Manufactured products**  
Turnover is recognised when the significant work has been finished, production has commenced, have passed the production legal control and the amount of the value has been recognised, and it is probable that the economic benefits will flow to the customer. When the property
- **Turnover**  
Turnover is recognised at the fair value of the consideration received for the goods sold, provided in the normal course of business, and net of discounts, VAT. Turnover is recognised based on the date the service is provided.
- **Lending**  
Turnover represents an interest fee and interest on loans made to the customer, short of any value added tax. An interest is recognised on a periodic basis in the year in which it is earned, and the loan agreement. An interest fee is provided to the customer from the date of the loan.
- **Fee**  
Turnover is recognised at the fair value of the consideration received for the service provided, provided in the normal course of business, and net of discounts, VAT. Turnover is recognised based on the date the service is provided.

The Group also provides a range of benefits to employees, including annual bonus and general salary and allowances and profit contribution pension plan.

**i. Short-term benefits**, including sick pay and other similar short-term benefits, are recognised as an expense in the period in which the benefit is provided.

### ii. Defined contribution pension plan

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid, the Group has no further payment obligation. The contributions are recognised as an expense when they are paid. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

### iii. Share-based payments

Cash-settled share-based payments are measured at fair value at the balance sheet date. The Group recognises a liability at the balance sheet date based on these fair values, taking into account the estimated number of units that will actually vest and the current proportion of the vesting period.

Changes in the value of the liability are recognised in the income statement.

The Group has no equity settled arrangements.



## 4 FINANCIAL STATEMENTS 31 JUNE 2021

### Statement of accounting policies

Finance costs are charged to the profit and loss account over the term of the borrowings 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 and released to the profit and loss account over the term of the debt.

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 balance sheet date in the countries where the Company operates and generates income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is possible 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, where deferred tax is recognised in 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 paid in respect of tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Business combinations are accounted for by applying the purchase method.

The cost of a business combination is the fair value of the consideration given, whether incurred or assumed and the equity instruments issued, less the costs directly attributable to the business combination. Where control is achieved in stages, the cost is the consideration at the date of each transaction.

On acquisition of a business, fair values are attributed to the identifiable assets, liabilities and contingent liabilities, unless the fair value cannot be measured reliably, in which case the value is incorporated as goodwill. Where the fair value of contingent liabilities cannot be reliably measured they are disclosed on the same basis as other contingent liabilities.

Goodwill is recognised representing the excess of the fair value and directly attributable costs of the purchase consideration over the fair values of the Group's interest in the identifiable net assets, liabilities and contingent liabilities acquired.

On acquisition, goodwill is allocated to cash-generating units ("CGUs") that are expected to benefit from the combination.

Goodwill is amortised over its expected useful life, which is determined based on the estimated lifespan of the assets acquired. Where the Group is unable to make a reliable estimate of useful life, goodwill is amortised over a period not exceeding ten years. Goodwill is reviewed and assessed for impairment indicators on an annual basis and any impairment is charged to the profit and loss.

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Statement of accounting policies

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. Depreciation commences from the date an asset is brought into service. Land and assets in the course of construction are not depreciated. The estimated useful lives are as follows:

|                     |                         |
|---------------------|-------------------------|
| Land and buildings  | 2% and 4% straight line |
| Power stations      | 5% and 5% straight line |
| Plant and machinery | 4% to 33% straight line |

Assets in the course of construction are stated at cost. These assets are not depreciated until they are available for use.

Where factors, such as technological advancement or changes in market price, indicate that residual value or useful life have changed, the residual value, useful life or depreciation rate are amended prospectively to reflect the new circumstances. The assets are reviewed for impairment if the above factors indicate that the carrying amount may be impaired.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within profit or loss.

#### Intangible assets

Intangible assets are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the depreciable amount of the assets to their residual values over their estimated useful lives, as follows:

|                    |          |
|--------------------|----------|
| Development rights | 25 years |
| Software           | 10 years |

Amortisation expenses are included in administrative expenses.

Development rights relate to planning consent to build a solar farm acquired on acquisition.

Where factors, such as changes in market price, indicate that residual value or useful life have changed, the residual value, useful life or amortisation rate are amended prospectively to reflect the new circumstances.

The assets are reviewed for impairment if the above factors indicate that the carrying amount may be impaired.

#### Leases

At inception the Group assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease based on the substance of the arrangement and whether the lease should be classified as either a finance lease or an operating lease.

Leases of assets that transfer substantially all the risks and rewards incidental to ownership are classified as finance leases. Finance leases are capitalised at the commencement of the lease at the fair value of the leased asset and depreciated over the shorter of the lease term and the estimated useful life of the asset. Assets are assessed for impairment at each reporting date.

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

## 4 FINANCIAL STATEMENTS TO JUNE 2021

### Statement of accounting policies

The identifiable intangible investment in a subsidiary is classified as an intangible asset. Impairment losses on an intangible asset is subsequently reversed if the carrying amount of the intangible asset is increased to the recoverable amount or to recoverable amount, but only to the extent that the related carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the profit and loss account.

Cash includes cash in hand and deposits repayable on demand. Restricted cash includes cash held for which the Group does not have immediate and direct access, for which regulatory or legal requirements restrict the use of the cash.

Raw material, spare parts and consumables are valued at the lower of cost and net realisable value. Where necessary, a provision is made for obsolete, slow moving and defective stock. Cost is determined on the first-in, first-out (FIFO) method.

Fuel, oil, gas, MWM and urea are valued on an average cost basis, which is one to two months and provision for unusable stocks is reviewed monthly and applied to the stock value.

Stocks of straw bales are valued at the lower of cost per bales or straw. A provision for unusable straw is determined on an individual stock basis and is reviewed monthly. Stocks are used on a first in, first out (FIFO) basis by age of straw.

Stocks of mineral fertilisers are valued at the lower of cost and net realisable value to the Group.

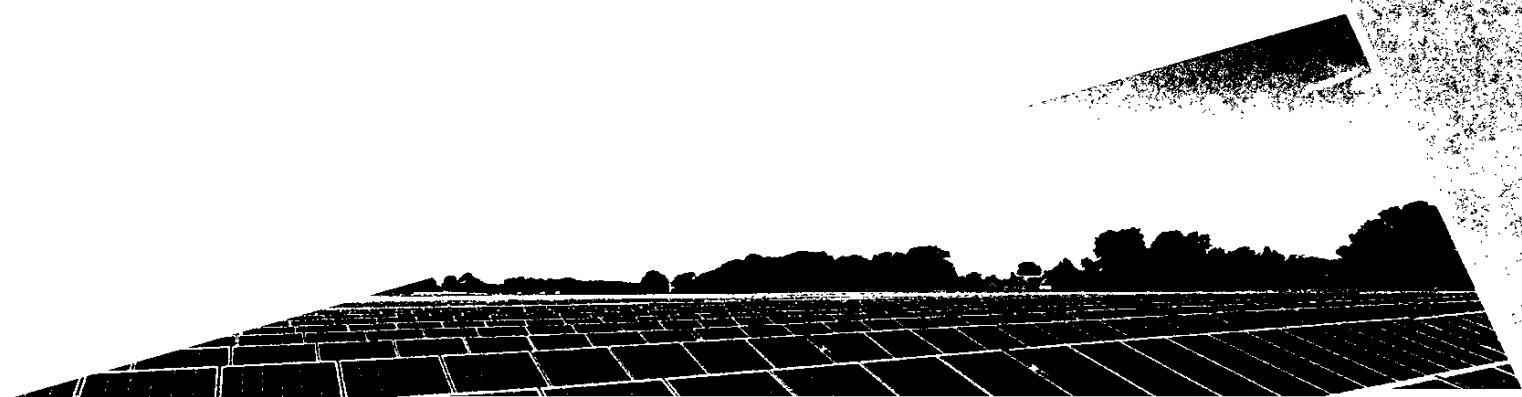
Works in progress, development work in progress, etc., are taken out of the lower of cost and net realisable value. Cost components are: material, and where applicable direct labour costs and where applicable that have been incurred in the interim period to the present condition and condition.

At each reporting date, an assessment is made for impairment. A provision is made for the carrying amount of stocks due to estimated selling price less costs to sell, if determined, is recognised as an impairment loss through the profit and loss account. Reversals of impairment losses are recognised in the profit and loss account.

#### Financial assets

Accrued income on loans is calculated at the rate of interest set in the loan contracts. Energy purchase is accrued over the period in which it has been generated.

Deferred income is recognised in accordance with the terms of the contract. Deferred income is released to the profit and loss account in the period to which it relates.





## Statement of accounting policies

The Group has chosen the accounting policy of fair value in the following circumstances:

Financial assets and liabilities including trade and other receivables and payables and derivatives are initially recognised at fair value. Where there is no change in fair value as a result of recognition, there are no gains or losses recorded at the present value of the future receipts, discounted at a nominal rate of interest. Cash assets are valued using the historical cost method and other non-interest-bearing

financial instruments are initially valued at the amount at which they are purchased or the fair value of the consideration transferred, whichever is the higher. Where there is a change in fair value, the difference between the carrying amount and the present value of the estimated cash flows is accounted at the other, original effective interest rate. The impairment is recognised in profit or loss.

Financial assets including investments in equity instruments which are not classified as debt or as derivatives are initially recognised at fair value. Where there is a profit or loss on disposal, such as when the asset is sold, it is recorded at fair value and the changes in fair value are recognised in profit or loss except that investments in equity instruments that are not publicly traded and whose fair value cannot be measured reliably are recorded at cost less impairment.

Financial assets are derecognised when the normal business rights to the cash flows from the asset have been left to a substantially unrelated party and the ownership of the asset has been transferred to another party or a portion of the asset has been transferred to another party, and as the party to which the ownership of the asset has been transferred party does not conduct a predatory transaction.

Quoted financial assets including trade and other payables, bank loans, loans from related parties, bonds and preference shares, are initially recognised at transaction price, unless the arrangement contains a financing component, where the cost of the instrument is measured at the present value of the future cash flows, discounted at a market rate of interest.

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

Fees paid in the establishment of a loan facilities are recognised as transaction costs of the loan to the extent that the loan is not a discount on a loan facility will be drawn down. In this case, the fees are deferred until the draw-down occurs. To the extent there is no evidence that a discount will be drawn on all of the facility, will be drawn down, the fees are capitalised as a prepayment for liquidity received and amortised over the period of the facility to which the fees

are paid. Fees are not paid to pay for goods or services that have been received in the previous course of business from supplier. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled or expires.



## 4 FINANCIAL STATEMENTS TO 30 JUNE 2011

### Statement of accounting policies

Provisions are made where events or circumstances that bind the Group at year end create a liability or constructive obligation that probably requires settlement by the Group in the future, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the profit and loss account in the year that the Group has an obligation. The obligation arises when the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account related risks and uncertainties.

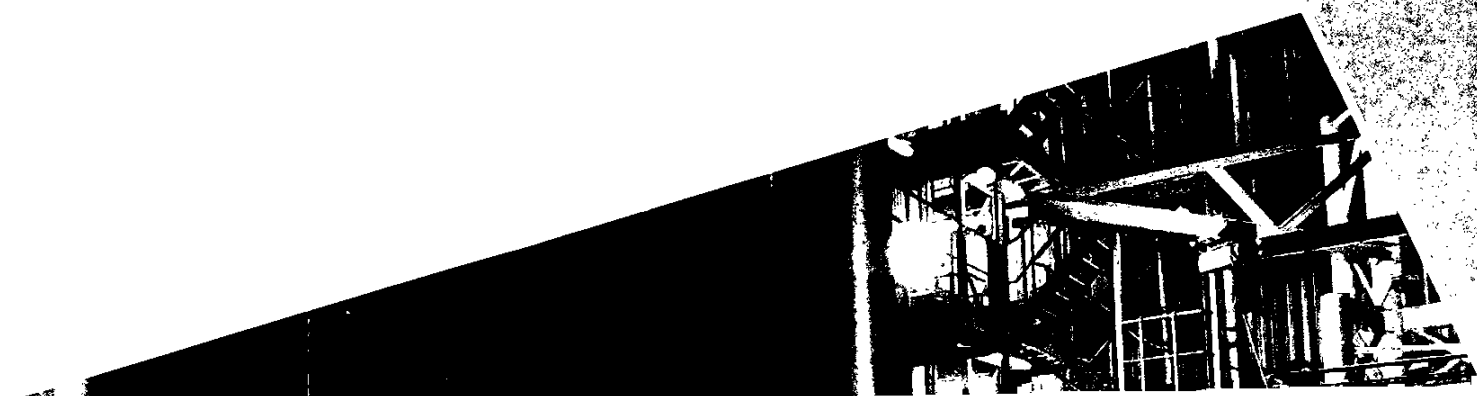
The Group applies hedge accounting for more than its entered into to manage the cash flow exposure of borrowings. Interest rate swaps are used to manage the interest rate exposure and are designated as cash flow hedges of floating rate borrowings. Changes in the fair values of derivatives designated as cash flow hedges, and which are effective, are recognised directly in equity. Any ineffectiveness in the hedging relationship during the exposure of the cumulative change in fair value of the hedging instrument is recognised in profit and loss. For the cumulative change in the fair value of the hedge, it is the intention of the hedge, and recognised in the profit and loss.

The gain or loss (warranted in other comprehensive income) is recognised in the profit and loss account when the cash flow of the hedged item is recognised. Hedge accounting is discontinued when the hedging instrument expires, no longer meets the hedging criteria, the forecast transaction is no longer highly probable, or a hedged debt instrument is derecognised or the hedging instrument is terminated.

The group had chosen to change the way it accounts for the fair value of its hedging instruments this year removing the off-balance sheet exposure in the component. The prior year figures have been restated to show the effects of this accounting policy change was in place for the year ended 30 June 2010.

Warrant options issued by the company are recognised in equity at the value of the proceeds received, with the excess over nominal value being credited to share premium.

Non-controlling interests are measured at their proportionable share of the acquiree's identifiable net assets at the date of acquisition.



## Statement of accounting policies

The preparation of the financial statements in accordance with the IFRS 107 requires the use of management estimates and judgements about the future. The management has exercised judgement in developing the Company's accounting policies, estimates and judgements and in the use of assumptions and estimates made under the provisions of the IFRS 107. The management has adopted the following accounting policies and estimates:

### i. Recoverability of loans and advances to customers (estimate)

Loans and advances to customers are classified as loans and advances recoverable if they are expected to be repaid in full. Management has exercised judgement in determining the recoverability of loans and advances to customers. The management has considered the extent of the impairment losses in a reasonably possible scenario. The estimate of the impairment losses is based on the management's assessment of the probability of future events which may affect the actual recoverability of the loans and advances to customers. The management has also considered the impact of the impairment losses on the carrying amount of the loans and advances to customers. The management has also considered the impact of the impairment losses on the carrying amount of the loans and advances to customers.

Management has made no provisions against impairment of loans and advances to customers. The management has exercised judgement in determining the carrying amount of the loans and advances to customers. The management has also considered the impact of the impairment losses on the carrying amount of the loans and advances to customers. The management has also considered the impact of the impairment losses on the carrying amount of the loans and advances to customers.

### ii. Value of property development work in progress ('WIP') (estimate)

Property development work in progress ('WIP') is measured at the lower of the carrying amount and the recoverable amount. Management has exercised judgement in determining the carrying amount of the property development work in progress. The management has also considered the impact of the impairment losses on the carrying amount of the property development work in progress.

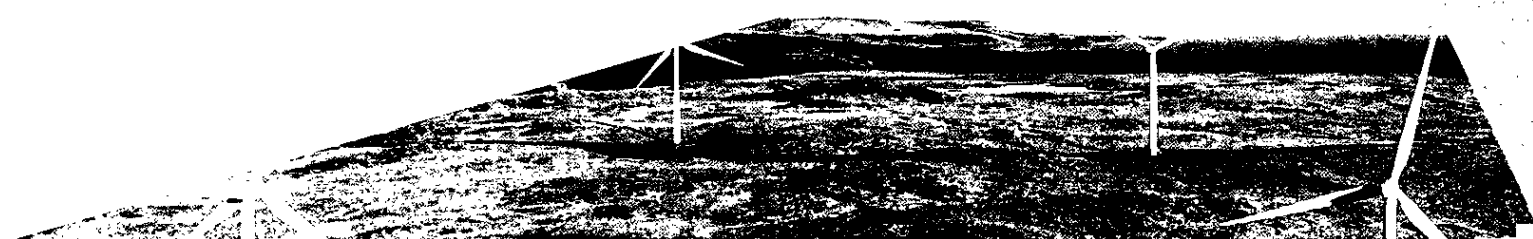
These estimates are also subject to judgement. The management has exercised judgement in determining the carrying amount of the property development work in progress. The management has also considered the impact of the impairment losses on the carrying amount of the property development work in progress.

### iii. Purchase price agreement (Australian solar) (judgement)

Darlington Point Solar Farm Pty Limited ('Darlington Point') is one of the Group's overseas subsidiaries. Darlington Point has entered into a purchase price agreement ('PPA') with a third party. The PPA provides for the purchase of solar panels. The management has exercised judgement in determining the carrying amount of the PPA. The management has also considered the impact of the impairment losses on the carrying amount of the PPA.

### iv. Business combinations (estimate)

The cost of a business combination is the fair value of the consideration given, adjusted for the costs directly attributable to the business combination. Fair value of business combinations is a key estimate and more details are provided on page 46.



## 4 FINANCIAL STATEMENTS AND FINANCIAL

### Statement of accounting policies

#### v. Decommissioning provision (estimate)

The provision for decommissioning is determined by management's best estimate of the present value of the expenditure required to settle the future obligation to decommission wind farms, solar farms and solar farms in its original condition. The estimate of this provision is determined by management's best estimate of future dismantling and restoration costs, as well as the timing of the dismantling.

##### Wind Farms:

Management note that decommissioning provisions is a critical estimate and have therefore performed a sensitivity analysis. The results of the sensitivity analysis do include that a change of +/- one percent in the discount rate would have resulted in £2.1m increase/decrease in the provision. (See note 17 for the provision recognised at 30 June 2021). Management utilise external expertise to provide an estimate of costs to dismantle and have used a discount rate of 2% to reflect the time value of money and the risks specific to the obligation.

##### Australian solar farms:

A large solar farm based in Australia has recently been connected to the grid and a provision has been included for 2021, calculated by an external expert. A discount rate of 0.2% has been used to reflect the time value of money and the risk specific to the obligation. Management note that decommissioning provisions is a critical estimate and have therefore performed a sensitivity analysis. The results of the sensitivity analysis do include that a change of +/- one percent in the discount rate would have resulted in £1.5m increase/decrease in the provision. (See note 17 for the provision recognised at 30 June 2021).

##### UK and French Solar (judgment):

Management believe that given the nature of these particular assets, the assumption of a 0% discount rate of the assets for the time period used in to realise value through sale and disposal is an assumption that does not believe that an outflow is probable in settling the obligation in the future. Management will continue to monitor the situation at each balance sheet date.

#### vi. Impairment of goodwill and investments (estimate)

The value of goodwill held by the Group and investments in subsidiary undertakings held by the Company is reviewed annually for impairment. The recoverability of these balances is considered with reference to the present value of the estimated future cash flows. The calculations used vary from projections which extend forward for certain business performance together with assumptions concerning the expected life of the asset, externally prepared forecasts and adjustments, and any adjustments required to the discount rate to take account of business risk. The estimated present value of these future cash flows is sensitive to the discount rate and growth rate used in the calculation, all of which require management's judgement. Testing of the carrying value has been performed during the year, which has involved several scenarios being modelled. Based on the testing and the resulting impairment recognition on investments, management believes there is sufficient evidence to support the value of goodwill and investments in subsidiary entities.

Management note that impairment of goodwill and investments is a critical estimate and have therefore performed sensitivity analysis on the provision. The results of the sensitivity analysis do include that a change of +/- one percent in the amount provided against the estimated carrying at risk would have resulted in £6m less/more expenditure be charged to the income statement during the period. (See note 6 for the carrying amount of the goodwill and investments at 30 June 2021).

## 4 FINANCIAL STATEMENTS AND NOTES

### Notes to the financial statements for the year ended 30 June 2021

#### Analysis of turnover by category

|                                                 | 2021    | restated:<br>2020 |
|-------------------------------------------------|---------|-------------------|
| £'000                                           | £'000   | £'000             |
| Engineering                                     | 56,552  | 63,657            |
| Engineering services and repair and maintenance | 179,820 | 155,444           |
| Engineering services – other services           | 141,826 | 128,011           |
| Business equipment                              | 42,266  | 28,143            |
| Spares and accessories                          | 4,838   |                   |
|                                                 | 425,302 | 390,457           |

As disclosed in the 2020 Financial Statements, the £117m (2020: £127m) of engineering services turnover is split into £107m (2020: £117m) of engineering services and £10m (2020: £10m) of engineering services – other services.

#### Analysis of turnover by geography

|                 | 2021    | restated:<br>2020 |
|-----------------|---------|-------------------|
| £'000           | £'000   | £'000             |
| United Kingdom  | 384,799 | 311,564           |
| Europe          | 31,893  | 26,423            |
| Other countries | 8,610   |                   |
|                 | 425,302 | 390,457           |

#### Other income

|                                            | 2021  | restated:<br>2020 |
|--------------------------------------------|-------|-------------------|
| £'000                                      | £'000 | £'000             |
| Employee bonuses and director's emoluments | 9,454 | 4,726             |

For details and prior period adjustments:

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

|                                            |      |      |
|--------------------------------------------|------|------|
| Employee bonuses and director's emoluments | 2020 | 2019 |
|--------------------------------------------|------|------|

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

The following table shows the Group's assets and liabilities after charging non-current tax credits.

|                                                                                      | 2021   | 2020   |
|--------------------------------------------------------------------------------------|--------|--------|
|                                                                                      | £'000  | £'000  |
| Fixed intangible assets (including goodwill)                                         | 34,991 | 53,089 |
| Intangible assets (including goodwill) available for sale                            | 85,917 | 77,619 |
| Financial assets (including cash and bank balances, debt securities and investments) | 146    | 193    |
| Financial liabilities (including debt securities and investments)                    | 1,134  | 949    |
| Current tax receivable (including current tax receivable)                            | 513    | 262    |
| Current tax payable (including current tax payable)                                  | 672    | 234    |
| Current tax receivable (including current tax receivable)                            | 4,402  | 392    |
| Current tax payable (including current tax payable)                                  | 7,502  | 8,980  |

Note 26 details the prior period adjustments.

|                        | 2021   | 2020   |
|------------------------|--------|--------|
|                        | £'000  | £'000  |
| Long-term liabilities  | 41,383 | 21,575 |
| Short-term liabilities | 3,809  | 2,627  |
| Current assets         | 1,676  | 1,240  |
| Current liabilities    | 46,868 | 25,511 |

The Group provides defined contribution schemes for its employees in the UK. The amount recognised as an expense for the defined contribution scheme is shown in the table above.

The monthly average number of persons employed by the Group during the year was:

|             | 2021   | 2020   |
|-------------|--------|--------|
|             | Number | Number |
| Full-time   | 699    | 392    |
| Part-time   | 348    | 287    |
| Contractors | 3      | 3      |
| Total       | 1,050  | 682    |

The Company had no employees other than directors during the period ended 30 June 2021. 2020: none.



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

|              | 2021  | 2020  |
|--------------|-------|-------|
|              | £'000 | £'000 |
| Share awards | 163   | 184   |

During the year no pension contributions were made in respect of the directors (2020: none).

The Group has no other key management (2020: none).

A number of subsidiaries of the Group operate a cash settled LTIP for qualifying employees, whereby employees render services in exchange for cash, the amount of which is determined by reference to the valuation of the underlying subsidiary. The fair value of the liability for the awards made is measured at each reporting date and at the settlement date. The fair value is recognised over the vesting period. The amount of expense recognised takes into account the best available estimate of the number of units expected to vest under the service and performance conditions underlying each award granted.

#### Cash-settled share-based payment transactions with employees

|                                    | 2021             | 2020             |
|------------------------------------|------------------|------------------|
|                                    | Number of awards | Number of awards |
| Opening outstanding liability      | 1,640,000        | 1,030,000        |
| Expensed during the period         | 274,751          | 610,000          |
| <b>Closing outstanding balance</b> | <b>1,914,751</b> | <b>1,640,000</b> |

The total charge for the year was £1,664,000 (2020: £838,000) and at the 30 June 2021 there was a liability of £1,334,000 (2020: £838,000) within creditors greater than one year (2020: £838,000).

|                           | 2021  | (restated)<br>2020 |
|---------------------------|-------|--------------------|
|                           | £'000 | £'000              |
| Interest on bank balances | 997   | 148                |

|                                                | 2021          | (restated)<br>2020 |
|------------------------------------------------|---------------|--------------------|
|                                                | £'000         | £'000              |
| Interest on bank borrowings                    | 34,378        | 46,403             |
| Amortisation of issue costs on bank borrowings | 1,103         | 2,546              |
| Losses on derivative financial instruments     | 586           | 1,924              |
|                                                | <b>36,067</b> | <b>50,873</b>      |

Note 26 details the prior period adjustments.

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### a) Analysis of charge in year

|                                                   | 2021<br>£'000 | (restated)<br>2020<br>£'000 |
|---------------------------------------------------|---------------|-----------------------------|
| <b>Current tax:</b>                               |               |                             |
| UK corporation tax charge on profits for the year | 1,648         | 257                         |
| French corporate income tax                       | –             | 792                         |
| Adjustments in respect of prior periods           | (2,866)       | (423)                       |
| Total current tax                                 | (1,218)       | 626                         |
| <b>Deferred tax:</b>                              |               |                             |
| Termination and reversal of timing differences    | 2,074         | 1,315                       |
| Adjustments in respect of prior periods           | (4,204)       | 3,818                       |
| Effect of change in tax rates                     | 11,491        | 3,505                       |
| Total deferred tax                                | 9,361         | 8,698                       |
| <b>Tax charge on loss on ordinary activities</b>  | <b>8,143</b>  | <b>9,324</b>                |

#### b) Factors affecting tax charge for the year

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

|                                                                                             | 2021<br>£'000   | (restated)<br>2020<br>£'000 |
|---------------------------------------------------------------------------------------------|-----------------|-----------------------------|
| <b>Loss before tax</b>                                                                      | <b>(21,170)</b> | <b>(24,285)</b>             |
| Loss before tax multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%) | (4,022)         | (4,614)                     |
| Effects of:                                                                                 |                 |                             |
| Expenses not deductible for tax purposes                                                    | 16,076          | 21,592                      |
| Effects of foreign tax                                                                      | 1,022           | –                           |
| Deferred tax not recognised                                                                 | –               | (237)                       |
| Income not taxable for tax purposes                                                         | (9,351)         | (14,353)                    |
| Adjustments in respect of prior periods                                                     | (7,071)         | 3,395                       |
| Effects of change in tax rates                                                              | 11,489          | 3,541                       |
| <b>Total tax charge for the year</b>                                                        | <b>8,143</b>    | <b>9,324</b>                |

#### c) Factors that may affect future tax charge

The tax rate applicable for this accounting year is 19%, the main rate of corporation tax since 1 April 2017. In March 2021, the UK Government announced that from 1 April 2023, the main rate of Corporation Tax will be increased to 25%. Consequently, deferred tax has been calculated at the year end using a tax rate of 25%. Note 26 details the prior period adjustments.



## 4 FINANCIAL STATEMENTS FOR THE YEAR ENDED 2021

### Notes to the financial statements for the year ended 30 June 2021

|                                                                 | Software   | Goodwill<br>(restated) | Development<br>rights | Total          |
|-----------------------------------------------------------------|------------|------------------------|-----------------------|----------------|
| Group                                                           | £'000      | £'000                  | £'000                 | £'000          |
| <b>Cost</b>                                                     |            |                        |                       |                |
| Intangible assets included                                      |            | 1,442,719              | 17,229                | 1,459,948      |
| Goodwill transferred with the<br>acquisition of the 100% of IET | 12         | -                      | -                     | 12             |
| Patents                                                         | 886        | 13,935                 | -                     | 14,821         |
| Trademarks                                                      | -          | 11,849                 | -                     | 11,849         |
| Customer relationship                                           | -          | 754                    | 181                   | 935            |
| <b>At 30 June 2021</b>                                          | <b>897</b> | <b>757,107</b>         | <b>10,216</b>         | <b>768,220</b> |
| <b>Accumulated amortisation</b>                                 |            |                        |                       |                |
| Intangible assets included                                      | -          | 14,290                 | 625                   | 14,915         |
| Patents                                                         | -          | 1420                   | -                     | 1420           |
| Trademarks                                                      | -          | 114                    | -                     | 114            |
| Transfer to other year                                          | 40         | 34,542                 | 109                   | 34,691         |
| <b>At 30 June 2021</b>                                          | <b>40</b>  | <b>154,396</b>         | <b>1,034</b>          | <b>155,470</b> |
| <b>Net book value</b>                                           |            |                        |                       |                |
| <b>At 30 June 2021</b>                                          | <b>857</b> | <b>602,711</b>         | <b>9,182</b>          | <b>612,750</b> |
| Intangible assets included                                      | -          | 18,698                 | 962                   | 19,660         |

The gain on transfer of intangible goodwills, determined as goodwill impairment, is recognised in other comprehensive income. Amortisation of goodwill is charged to research and development costs.

During the year no impairment occurred during the year ended 30 June 2021. No impairment occurred.

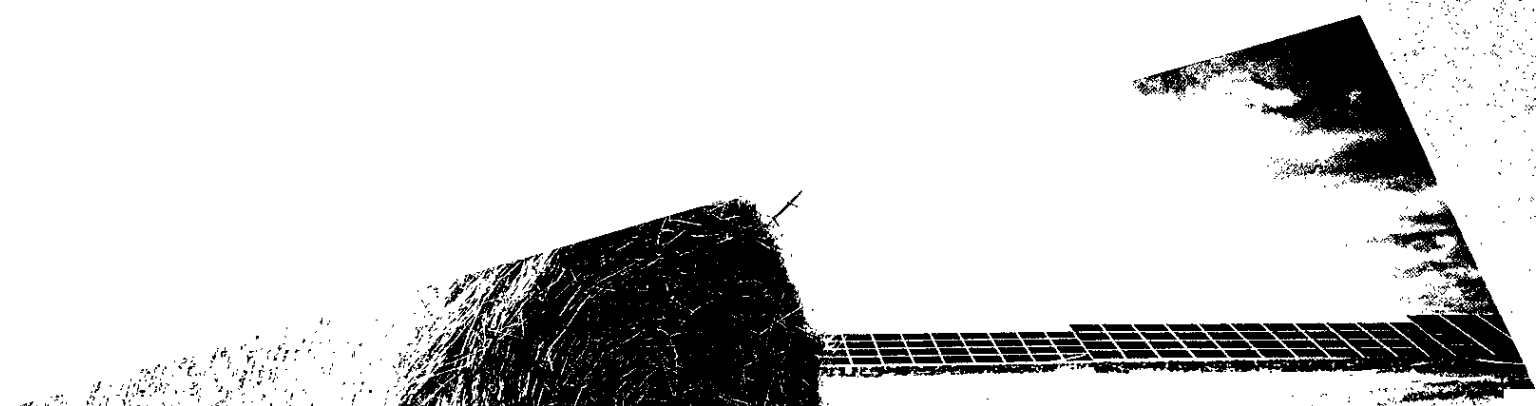
During the year no impairment occurred in our software. In 2021, 15% of accumulated goodwill impairment was recognised in the current year profit and loss and £1,849,163 of goodwill was realised on the sale. Gain on sale recognised in the profit and loss was £1,480,000.

No impairment has been recognised on goodwill in 2021.

No assets have been pledged as security for liabilities at year end 2021.

The Company had no intangible assets at 30 June 2021.

Some details of the principal acquisitions:



## 4 FINANCIAL STATEMENTS TO 30 JUNE 2021

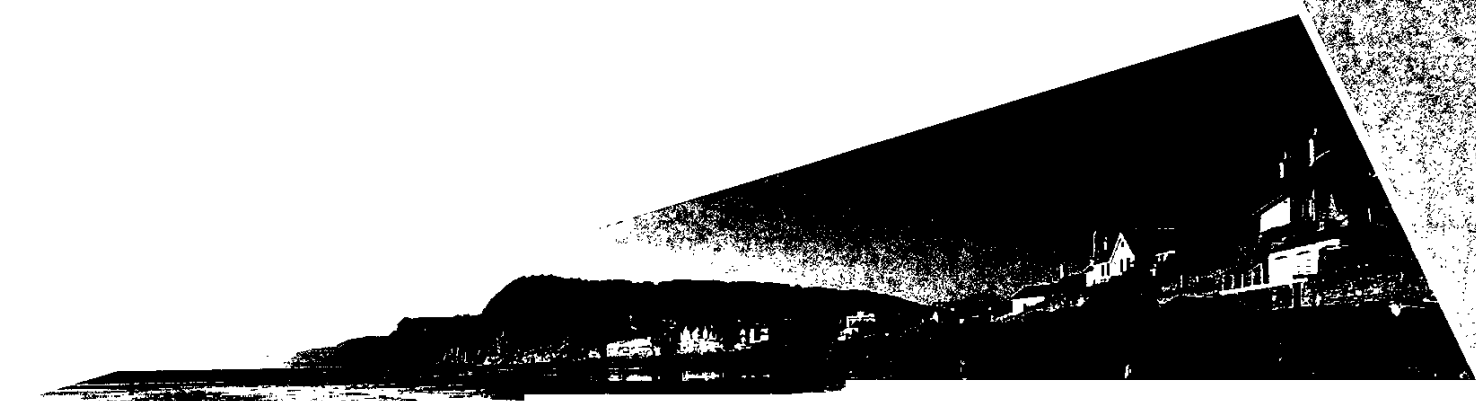
### Notes to the financial statements for the year ended 30 June 2021

|                                                               | Land and<br>buildings | Power<br>stations | Plant and<br>machinery<br>(restated) | Network<br>assets | Assets under<br>construction | Total<br>(restated) |
|---------------------------------------------------------------|-----------------------|-------------------|--------------------------------------|-------------------|------------------------------|---------------------|
| Group                                                         | £'000                 | £'000             | £'000                                |                   | £'000                        | £'000               |
| <b>Cost</b>                                                   |                       |                   |                                      |                   |                              |                     |
| At 1 July 2020                                                | 5,491                 | 167,167           | 1,572,190                            | —                 | 235,817                      | 1,779,162           |
| Disposals                                                     | (1,124)               | (1,311)           | (65,932)                             | —                 | (44,424)                     | (200,072)           |
| Transfers from and to the<br>non-current assets held for sale | 3,456                 | (146,604)         | 39,676                               | 5,225             | 735                          | (36,467)            |
| Impairment reversal                                           | —                     | —                 | (21,448)                             | —                 | —                            | (21,450)            |
| Depreciation                                                  | (367)                 | (338)             | (2,961.9)                            | (21,762)          | (277,762)                    | —                   |
| At 30 June 2021                                               | 8,531                 | 317,467           | 1,664,925                            | 27,288            | 43,277                       | 2,061,488           |
| <b>Accumulated depreciation</b>                               |                       |                   |                                      |                   |                              |                     |
| At 1 July 2020                                                | 902                   | 77,680            | 540,932                              | —                 | —                            | 432,514             |
| Depreciation charge                                           | 11.5                  | 11,360            | 1,107.1                              | 1,290             | —                            | 65,447              |
| Disposals                                                     | (1,591)               | (10)              | (5,330)                              | —                 | —                            | (8,390)             |
| Impairment                                                    | (1,782)               | —                 | (7,114)                              | —                 | —                            | (277)               |
| At 30 June 2021                                               | 4,410                 | 90,059            | 414,559                              | 1,290             | —                            | 510,318             |
| <b>Net book value</b>                                         |                       |                   |                                      |                   |                              |                     |
| At 30 June 2021                                               | 4,121                 | 227,408           | 1,250,366                            | 25,998            | 43,277                       | 1,551,170           |
| At 1 July 2020                                                | 5,095                 | 89,486            | 1,031,258                            | —                 | (35,817)                     | 1,349,655           |

Included within tangible assets are capitalised finance costs directly attributable to bringing the asset into use. The net carrying amount of assets held under finance leases included in plant, machinery, fixtures and fittings is £51,534,000 (2020: £45,703,000).

The Company had no tangible assets at 30 June 2021.

(Note 16 details the prior period adjustments)



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Group                          | Joint<br>venture<br>£'000 | Unlisted<br>investments<br>£'000 | Total<br>£'000 |
|--------------------------------|---------------------------|----------------------------------|----------------|
| <b>Cost and net book value</b> |                           |                                  |                |
| At 1 July 2020                 | 11,201                    | 1,067                            | 12,268         |
| Additions                      |                           | 30,066                           | 30,066         |
| Disposals                      | (10,778)                  | (20,153)                         | (30,911)       |
| Dividend received              | (1,500)                   |                                  | (1,500)        |
| Share of profit after tax      | 1,077                     | –                                | 1,077          |
| <b>At 30 June 2021</b>         | <b>–</b>                  | <b>11,000</b>                    | <b>11,000</b>  |
| At 1 July 2020                 | 11,201                    | 1,067                            | 12,268         |

On the 1st of March 2021 one of the Group's subsidiaries disposed of its holding in its joint venture for a sale price of £28,680,000. The Group's share of operating profit is included in the consolidated results together with a proportion disposal of £18,102,000.

| Company                        | Subsidiary<br>undertakings<br>£'000 | Total<br>£'000   |
|--------------------------------|-------------------------------------|------------------|
| <b>Cost</b>                    |                                     |                  |
| At incorporation               |                                     | –                |
| Additions                      | 2,311,678                           | 2,311,678        |
| Disposals                      | –                                   | –                |
| <b>At 30 June 2021</b>         | <b>2,311,678</b>                    | <b>2,311,678</b> |
| <b>Accumulated impairments</b> |                                     |                  |
| At incorporation               |                                     | –                |
| Reversal of impairments        | –                                   | –                |
| Impairments                    | 195,312                             | 195,312          |
| <b>At 30 June 2021</b>         | <b>195,312</b>                      | <b>195,312</b>   |
| <b>Net book value</b>          |                                     |                  |
| <b>At 30 June 2021</b>         | <b>2,116,366</b>                    | <b>2,116,366</b> |
| At incorporation               | –                                   | –                |

Details of related undertakings are shown in note 29. The additions of subsidiary undertakings in Fern Trading Limited (formerly Fern Trading Group Limited) relate to a group reorganisation that occurred on 30 July 2020. Fern Trading Limited (formerly Fern Trading Group Limited), a newly incorporated company, acquired 100% of the share capital of Fern Trading Group Limited (formerly Fern Trading Limited) in a share for share exchange. On the 3rd of November 2020, as part of the same group reorganisation Fern Trading Limited (formerly Fern Trading Group Limited) acquired 100% of the share capital of the Fibre group of companies from Fern Trading Group Limited (formerly Fern Trading Limited).

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

Unlisted investments (where the Group's holding of the investment is not on Tenders) are shown as loans, and as shareholdings in Bracken Trading Limited (BTL) (previously underwritten by Fern) in October 2017 with the intention of conducting a disposal or in the future made between the partner or in. Additions and disposals of unlisted investments to and from investments and disposals in October 2017 in June 2021 in Fern's cash requirements and in June 2021 as follows: Fern has a 100% shareholding in Bracken Trading Limited from time to time. Fern's investment in Bracken Trading Limited of 30 June 2021 was £11,330, June 2020: £11,330. The directors did not consider funds of BTL or Bracken Trading Limited to be a subsidiary undertaking of Fern Trading Limited (formerly Fern Trading Group Limited).

Cash includes cash in hand and deposits repayable on demand.

Restricted cash represents cash for which the Group does not have immediate and direct access or for which regulatory or legal requirements restrict the use of the cash.

|                                 | Group          |                |
|---------------------------------|----------------|----------------|
|                                 | 2021           | 2020           |
|                                 | £'000          | £'000          |
| Cash at bank and in hand        | 172,141        | 196,462        |
| Restricted cash                 | 56,337         | 16,216         |
| <b>Cash at bank and in hand</b> | <b>172,478</b> | <b>206,688</b> |

The Company had a cash balance of £1,517,459 at 30 June 2021, none of which was restricted.

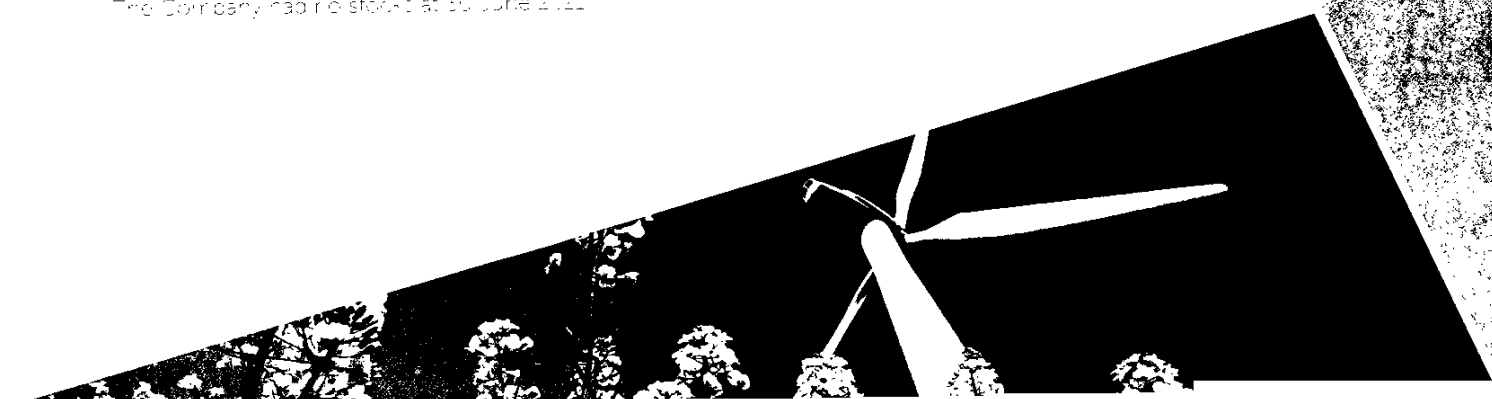
|                                      | Group         |               |
|--------------------------------------|---------------|---------------|
|                                      | 2021          | 2020          |
|                                      | £'000         | £'000         |
| Intangible                           | 2,195         | 2,594         |
| Goodwill, brand and intangible       | 18,593        | 17,174        |
| Property, plant and equipment        | 73,923        | 65,040        |
| <b>Property, plant and equipment</b> | <b>94,711</b> | <b>84,808</b> |

The amount of stocks recognised as an expense during the year was £10,212,000 (2020: £48,690,000).

Included in the fuel, bore parts and consumables stock value is a provision of £259,000 for unusable fuel stock (2020: £105,000).

There has been no impairment recognised during the year on stock (2020: none). No inventory has been pledged as security for liabilities (2020: none).

The Company had no stock at 30 June 2021.



## 4 Financial statements for the year ended 30 June 2021

### Notes to the financial statements for the year ended 30 June 2021

|                                                  | Group          |         | Company       |
|--------------------------------------------------|----------------|---------|---------------|
|                                                  | 2021           | 2020    | 2021          |
|                                                  | £'000          | £'000   | £'000         |
| <b>Amounts falling due after one year</b>        |                |         |               |
| Long-term debt (note 12.1)                       | <b>16,128</b>  | 16,128  | —             |
| <b>Amounts falling due within one year</b>       |                |         |               |
| Long-term debt (note 12.1)                       | <b>369,384</b> | 412,679 | —             |
| Trade receivables                                | <b>16,121</b>  | 16,917  | <b>8</b>      |
| Long-term debt (note 12.1) and other receivables | <b>3,950</b>   | —       | <b>12,751</b> |
| Other receivables                                | <b>27,696</b>  | 5,072   | <b>5,008</b>  |
| Long-term debt (note 12.1)                       | <b>6,603</b>   | 4,233   | —             |
| Long-term debt (note 12.1) and other receivables | <b>6,469</b>   | 61,901  | —             |
| Prepayments and other receivables                | <b>154,375</b> | 144,244 | <b>32,616</b> |
|                                                  | <b>600,726</b> | 842,543 | <b>50,383</b> |

Transfers and payments to customers are entered net of discounts of £141,426,000 (2020: £27,575,000).

Prepayments and other receivables are entered net of discounts of £141,000 (2020: £7,528,000).

For interest, unsigned or otherwise, we do not group and do not disclose the outstanding balance of the loan, which are repayable on demand (2020: none).

None of the debt is secured by assets.



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

|                                            | Group   |         | Company |
|--------------------------------------------|---------|---------|---------|
|                                            | 2021    | 2020    | 2021    |
|                                            | £'000   | £'000   | £'000   |
| Bank loans and overdrafts (note 16)        | 47,386  | 99,788  | —       |
| Trade receivables                          | 23,390  | 15,403  | 16      |
| Other receivables                          | —       | 8,309   | —       |
| Other financial assets (note 17)           | —       | 19      | —       |
| Trade payables                             | 61,165  | 19,601  | —       |
| Amounts due from related parties (note 18) | —       | —       | 20,203  |
| Financial assets (note 19)                 | 3,147   | 2,511   | —       |
| Other financial instruments (note 20)      | 143     | 20,071  | —       |
| Accruals and deferred income               | 72,087  | 67,060  | 2,705   |
|                                            | 207,318 | 282,813 | 22,924  |

|                                                       | Group          |                |
|-------------------------------------------------------|----------------|----------------|
|                                                       | 2021           | 2020           |
|                                                       | £'000          | £'000          |
| <b>Amounts falling due between one and five years</b> | <b>247,297</b> | <b>269,223</b> |
| Bank loans and overdrafts (note 16)                   | —              | —              |
| Trade receivables (note 17)                           | 6,125          | 2,078          |
| Other receivables and financial assets (note 21)      | —              | 2,658          |
| Trade payables                                        | 5,415          | 9,103          |
|                                                       | 258,837        | 283,839        |

|                                                       | Group          |               |
|-------------------------------------------------------|----------------|---------------|
|                                                       | 2021           | 2020          |
|                                                       | £'000          | £'000         |
| <b>Amounts falling due after more than five years</b> | <b>577,235</b> | <b>14,480</b> |
| Bank loans and overdrafts (note 16)                   | 24,495         | 28,928        |
| Financial assets (note 19)                            | 42,772         | 84,819        |
| Other financial instruments (note 20)                 | 644,502        | 828,227       |
|                                                       | 903,339        | 1,111,324     |

The Company has no creditors due in greater than one year.

Amounts owed to related parties are unsecured, non-interest bearing and repayable on demand.

Note 18 details the other period adjustments.

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

|                                        | 2021           | 2020             |
|----------------------------------------|----------------|------------------|
| Group                                  | £'000          | £'000            |
| Bank loans                             | 47,386         | 59,786           |
| Due to bank and financial institutions | 247,297        | 269,223          |
| Trade payables and other liabilities   | 577,235        | 714,460          |
|                                        | <b>871,918</b> | <b>1,083,469</b> |

The Company had no bank loans at 30 June 2021.

The bank loans are secured against assets of the Group with each loan as follows. The subsidiary shown below:

|                                         | Interest rate              | 2021           | 2020             |
|-----------------------------------------|----------------------------|----------------|------------------|
|                                         |                            | £'000          | £'000            |
| Green Energy Limited                    | 6 month LIBOR plus 1.60%   | 438,140        | 488,119          |
| Green Energy and Infrastructure Limited | LIBOR/EURIBOR plus 2.00%   | —              | 32,008           |
| Green Energy 2 Limited                  | 3 month EURIBOR plus 1.20% | 8,613          | 10,686           |
| Flint Energy Limited                    | Fixed rate 1.70%           | 26,382         | 30,250           |
| Ecological Energy Limited               | 6 month LIBOR plus 1.50%   | 295,344        | 316,627          |
| Eastgate Fuel Solar Farm Pty Limited    | 1 month BBSY plus 1.85%    | —              | 84,682           |
| Witch Renewable Energy Co. Limited      | 6 month LIBOR plus 2.35%   | 103,439        | 121,662          |
|                                         |                            | <b>871,918</b> | <b>1,083,469</b> |

SONIA will be replacing LIBOR as the effective interbank lending rate system from 1 January 2022, the Group is working with its lenders to ensure a smooth transition to the new system. The rate change will result in no commercial impact to the business.

#### Finance leases

The future minimum finance lease payments are as follows:

|                                                   | 2021          | 2020          |
|---------------------------------------------------|---------------|---------------|
|                                                   | £'000         | £'000         |
| Payments due:                                     |               |               |
| Not later than one year                           | 3,166         | 4,034         |
| Later than one year and not later than five years | 6,196         | 7,604         |
| Later than five years                             | 72,013        | 69,282        |
| Total gross payments                              | 81,375        | 80,920        |
| Less finance charges                              | (47,609)      | (47,402)      |
| <b>Carrying amount of the liability</b>           | <b>33,766</b> | <b>33,518</b> |

The finance leases primarily relate to a leased building and healthcare equipment. There are no contingent rental, renewal or purchase option clauses. Rents payable increase by local inflation. Finance leases are secured against the leased assets.

The Company had no finance leases at 30 June 2021.

# 4 FINANCIAL STATEMENTS TO 30 JUNE 2021

## Notes to the financial statements for the year ended 30 June 2021

| Group                                     | (restated)<br>Decommissioning<br>provision<br>£'000 | (restated)<br>Deferred tax<br>£'000 | (restated)<br>Total<br>£'000 |
|-------------------------------------------|-----------------------------------------------------|-------------------------------------|------------------------------|
| At 30 June 2021                           | 1,453                                               | 35,484                              | 53,977                       |
| Decrease in provision for decommissioning | (239)                                               | 8,046                               | 7,807                        |
| Decrease in provision for decommissioning | 3,773                                               | —                                   | 3,773                        |
| Decrease in provision for decommissioning | 262                                                 | —                                   | 262                          |
| Decrease in provision for decommissioning | 101                                                 | (4,203)                             | (4,102)                      |
| Decrease in provision for decommissioning | (511)                                               | (2,182)                             | (2,693)                      |
| At 30 June 2021                           | 20,439                                              | 38,145                              | 58,584                       |

The decommissioning provision is held to cover future obligations to retire and/or decommission the generation and/or transmission assets. The provision is based on the best estimate of the cost of decommissioning the assets at the end of the reporting period. The provision is based on the best estimate of the cost of decommissioning the assets at the end of the reporting period. The provision is based on the best estimate of the cost of decommissioning the assets at the end of the reporting period.

The Group and Company have the following share capital:

### Group Allotted, called-up and fully paid

£149,676,000 (2021: £149,676,000)

2021  
£'000  
149,676

2020  
£'000  
138,435

### Company Allotted, called-up and fully paid

£149,676,000 (2021: £149,676,000)

2021  
£'000  
149,676

During the year the Group issued 15,012,291 (2020: 15,012,291) ordinary shares of £0.11 each for an aggregate nominal value of £1,651,352 (2020: £1,651,352). On the 15th March 2021, the Group issued 1,354,345 new shares for an aggregate nominal value of £149,676,000 (2020: £149,676,000). The shares were issued at a premium of £1,354,345,000. The transaction was the result of the Group's share buyback programme. The shares were issued at a premium of £1,354,345,000. The transaction was the result of the Group's share buyback programme. The shares were issued at a premium of £1,354,345,000. The transaction was the result of the Group's share buyback programme.





## 4 FINANCIAL STATEMENTS FOR YEAR END 2021

### Notes to the financial statements for the year ended 30 June 2021

Against the wind to build the Group has committed to make ongoing contributions to community benefit through its work to support the local communities where the wind farms are located. The commitment is to pay between £1.11m and £5.01 per MW of installed capacity for each the inflation indexed, depending on the different planning conditions, over the operational lives of the wind farms, which amounts to an annual commitment of £1.11m to £5.01 per MW of installed capacity. 13,104 MW of the Group's UK wind farms are making ongoing community benefit contributions, amounting to an annual commitment of £1,000,000 to £1,100,000. Inflation indexed, the terms of these payments vary and are subject to change by individual planning requirements, but they are generally in the range of £0.5m to £1.5m per MW of installed capacity annually for between 10 and 24 years after the start of commercial operations.

#### Carrying amount of financial assets and liabilities

| Group                                                               | Group         |                             | Company       |
|---------------------------------------------------------------------|---------------|-----------------------------|---------------|
|                                                                     | 2021<br>£'000 | (restated)<br>2020<br>£'000 | 2021<br>£'000 |
| <b>Carrying amount of financial assets</b>                          |               |                             |               |
| Financial investments measured at fair value through profit or loss | 433,280       | 179,071                     | 17,767        |
| Measured at fair value through other comprehensive income           | 6,469         | 14,081                      | –             |
| <b>Carrying amount of financial liabilities</b>                     |               |                             |               |
| Measured at amortised cost                                          | 956,384       | 1,109,510                   | 16            |
| Measured at fair value through other comprehensive income           | 42,772        | 107,548                     | –             |

Note 16 details the primary credit adjustments.



## Notes to the financial statements for the year ended 30 June 2021

### Derivative financial instruments

The Group's financial risk management policy is to minimise the effects of fluctuations in foreign exchange rates and cash flow on its operating performance.

#### a) Market risk

##### Currency risk

The Group's principal currency exposures arise from differences in timing and currency of sales and purchases of property and services in different currencies and foreign exchange contracts entered into by the Group's subsidiaries to hedge against fluctuations in foreign exchange rates. The Group's translation exposures arise from the translation of foreign subsidiaries' results into the reporting currency.

##### Transactional exposures

Transactional exposures arise from administrative and other expenses incurred by other than the Group's subsidiaries that are not entered into for sale or purchase of goods and services. The Group's exposure to foreign exchange rates is for certain foreign currency payables and receivables. The forward foreign exchange contracts entered into are measured at fair value, which is determined using quoted forward rates that are available in the market and, if not available, using quoted bid and offer rates. The forward exchange rate for GBP/USD was £1.38 on 30 June 2021, the fair value of the forward currency contract was an asset of £14,900,000 and a liability of £14,600,000 (2020: £17,100,000).

##### Translational exposures

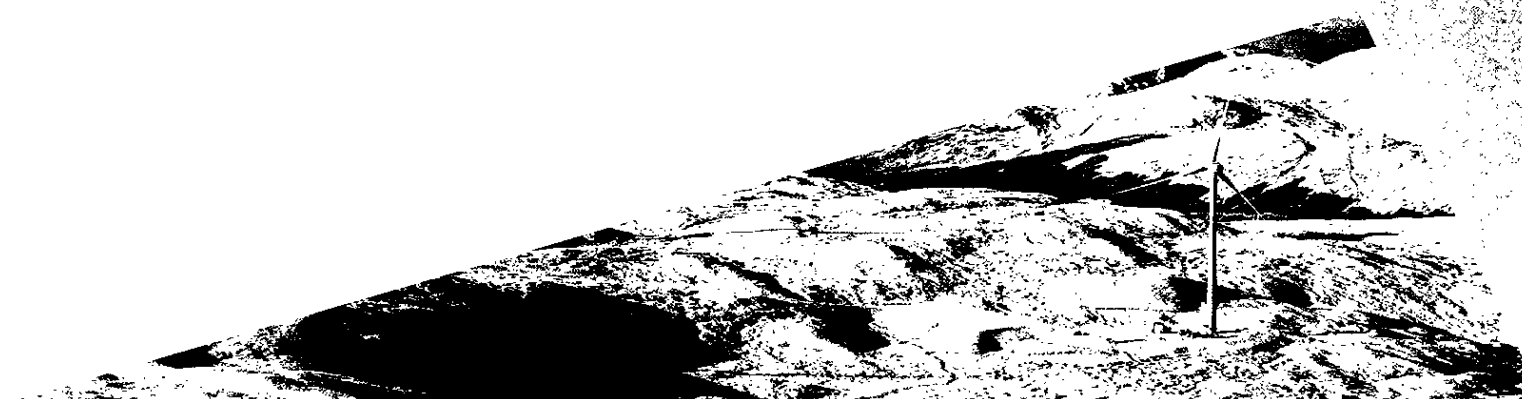
Balance sheet translation exposures arise from the translation of the net assets of the subsidiaries into the reporting currency. The level of exposure is reviewed by management and the impact of foreign exchange movements is continually monitored. There is no hedge, therefore, of the Group's net assets from foreign exchange exposure.

##### Interest rate risk

The Group is exposed to fluctuations in interest rates on its borrowings, where the Group enters into borrowing arrangements with floating rate interest. A swap arrangement is entered into for a portion of the interest on debt to hedge against an increase in the cash flows and a decrease in borrowing costs assessed on a quarterly basis. The management have elected whether to hedge a portion of the borrowing arrangements on individual transaction basis and have decided to apply hedge accounting for interest rate swaps. The swap is based on a principal amount of the loan facility and mature on the same date. On 30 June 2021 the outstanding interest rate swaps have a maturity in excess of five years and the fair value was liability of £42,622,000 (2020: £34,512,000) respectively.

##### Price risk

The Group is a short to medium term lender in the commercial property market. To the extent that there is deterioration in the level of prime use prices that affect the properties that the Group's loans are secured against, there is a risk that the Group may not recoup its full exposure. This is mitigated by the short-term nature of the loans and the conservative level of loan to value that the Group is prepared to adopt.



## 4 FINANCIAL STATEMENTS TO JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### b) Credit risk

Customer credit risk is mitigated through the Group's credit control policies which aim to ensure that all customers have an appropriate credit history and are monitored on an ongoing basis.

#### c) Liquidity risk

Liquidity risk are managed by ensuring that sufficient cash is available to fund continuing and future operations.

Liquidity risk based on bank overdrafts and borrowings is managed through careful monitoring of covenants and ensuring adequate debt. Borrowing is on a long term basis and covers our revenue stream over the year to avoid any interest and redemption on a short term borrowing. Cash flow risk is managed through ongoing cash flow forecasting to ensure funds are sufficient to meet liabilities as they fall due.

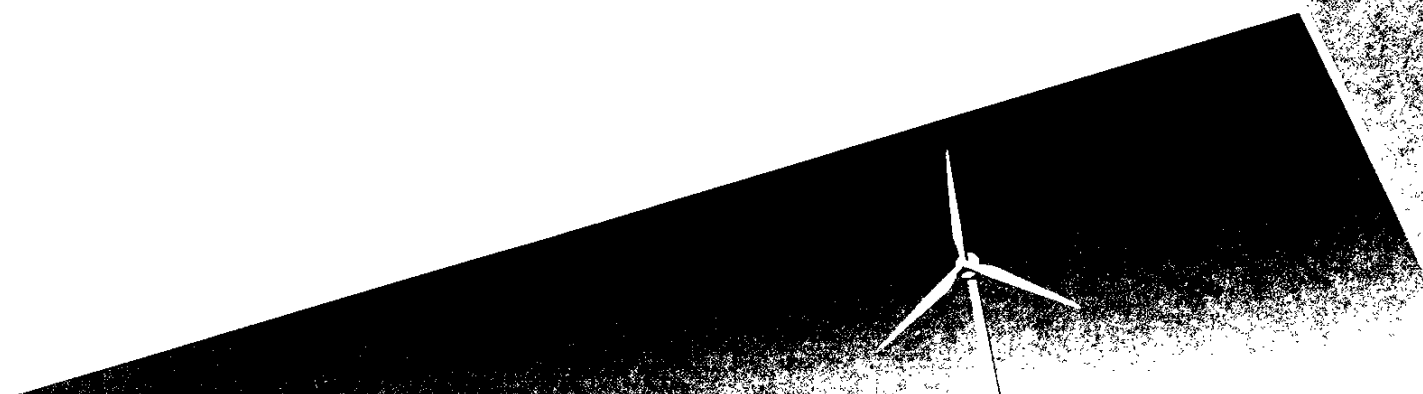
At the year end the Group had capital commitments as follows:

|                                                      | 2021<br>£'000 | 2020<br>£'000 |
|------------------------------------------------------|---------------|---------------|
| Group                                                |               |               |
| Land and buildings plus draw down of annual payments | 90,156        | 92,879        |
| Leasehold improvements and furniture                 | 92,683        | 111,900       |

At 30 June the Group had total future minimum lease payments under non-cancellable accounting leases as follows:

|                       | 2021                        |                | 2020                        |                |
|-----------------------|-----------------------------|----------------|-----------------------------|----------------|
|                       | Land and buildings<br>£'000 | Other<br>£'000 | Land and buildings<br>£'000 | Other<br>£'000 |
| Payable in full       |                             |                |                             |                |
| 11 months or less     | 8,031                       | 749            | 6,945                       | 371            |
| 12 months or more     | 30,369                      | 1,686          | 28,923                      | 169            |
| Total                 | 118,932                     | 9              | 114,697                     | 9              |
| Payable in five years | 157,332                     | 2,444          | 149,077                     | 133            |

The Group had no other off-balance sheet arrangements 2020 and 2021.



## Notes to the financial statements for the year ended 30 June 2021

The Directors DPA and FTA in the period up to 30 June the current company Ferr Group Limited, formerly Ferr Group Limited, entered a voluntary arrangement with creditors, which the court has approved in paragraph 61. Where the court approved 30 June 2021 company was placed into voluntary liquidation on 31 June 2021. 30 June 2021 was the date of the last financial statements of Ferr Group Limited, formerly Ferr Trading Limited, which entered into the voluntary arrangement with creditors on 30 June 2021.

The following notes to the financial statements are for 30 June 2021.

In 2014, DPA, Ferr Power Company Limited was a subsidiary of Ferr Trading Limited, formerly Ferr Trading Group Limited, acquired 100% of the relevant assets and liabilities, which had cash consideration of £28 million assets of £15 million and liabilities were recognised and recorded.

On 27 August 2012 Ferr Trading Development Limited a subsidiary of Cedar Group and Infrastructure Limited acquired 100% of Duxford Airfield from FTA for £115,000 AUD \$719,000. It is a construction project 180,000 sqm located in Queensland, Australia. FTA was the developer of the project. Construction is expected to be completed in August 2022. Over the period there has been a realisation of the parent's assets and liabilities at completion and goodwill have been normalised. The Directors therefore consider it impractical to be able to provide this information in the financial statements. The most recent management accounts as at 30 September 2017 showed aggregated net assets of £114.

On 22 October 2012 Cedar Energy Recovery Limited a subsidiary of Cedar Energy and Infrastructure Limited acquired 100% of the operation of Cedar Limited. The Directors have a cash consideration of £202,000. Over the period there has been a realisation of the parent's assets and liabilities at completion and goodwill have been normalised. The Directors therefore consider it impractical to be able to provide this information in the financial statements. The most recent management accounts as at the 30 October 2012 showed aggregated net assets of £139.

On 16 October 2012 Ferr Trading Development Limited a subsidiary of Cedar Energy and Infrastructure Limited received a forced payment of £45,000 for the sale of Duxford Airfield to a subsidiary of its immediate subsidiary. The Directors have a cash consideration of £45,000 for the sale of the asset. The Directors consider it impractical to be able to provide this information in the financial statements. The most recent management accounts as at the 30 October 2012 showed aggregated net assets of £139.

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

Under FRS 112.63, A disclosure need not be given of transactions entered into between two or more members of a Group, provided that any subsidiary, which is a party to the transaction is wholly owned by, such a member.

During the year fees of £74,929 (2020: £62,007) were received by the Group for management and administrative services provided to Yorkshire Windpower Limited, a subsidiary of the Group. Yorkshire Windpower Limited was liquidated by the Group in the 1st of March 2021 and thereafter at the year end on 30/06/2021 it was dormant.

During the year fees of £6,154,000 (2020: £48,229,000) were charged to the Group by Octopus Investments Limited, a related party due to its significant influence over the entity. Octopus Investments Limited was recognised legal and professional fees totaling £16,000 (2020: £28,700) by the Group. At the year end, an amount of £109,000 (2020: £44,000) was outstanding which is included in trade creditors.

The Group is entitled to a profit share as a result of its investment in, and its LLP, a related party due to key management personnel in common. In 2021 a share of profit equal to £449,000 (2020: £945,000) has been recognised by the Group. At the year end, the Group has an interest in the member's capital of £10,000,000 (2020: £1,000,000) and a share of income due of £473,000 (2020: £1,094,000).

The Group engaged in lending activities which included loans provided to related parties. Regarding entities with key management personnel in common, loans of £1,3,774,000 (2020: £218,870,000) included in loan of £14,077,000 (2020: £4,867,000) and deferred income of £981,000 (2020: £1,217,000) were outstanding at year end. During the year interest income of £17,652,000 (2020: £30,168,000) and fees of £876,000 (2020: £902,000) were recognised in relation to these loans.

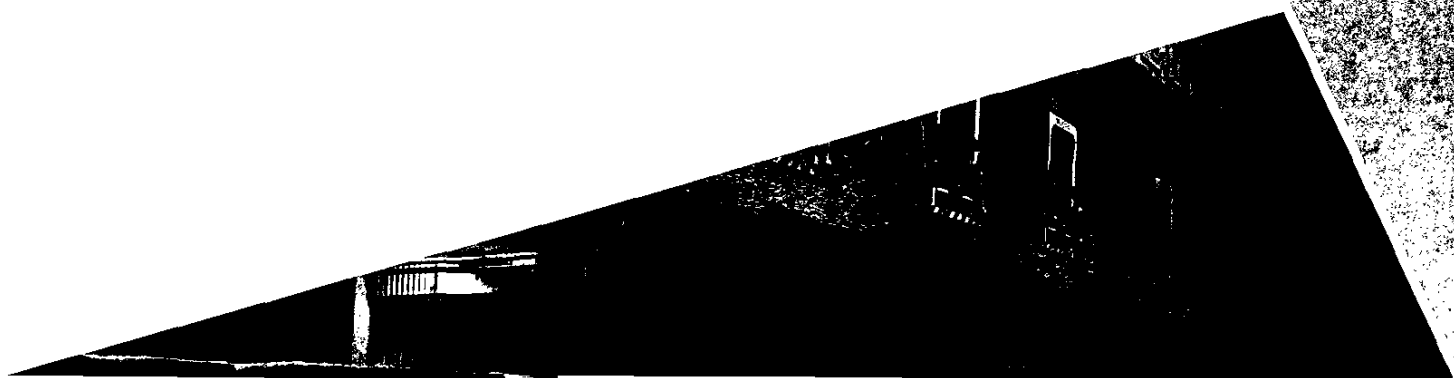
During the year the Group acquired Freedom power companies from companies managed by Octopus Investments Limited, a related party. (See note 17.6) for details of the companies acquired.

As at 30 June 2021 £2,950,000 (2020: £N/A) was owed to the Company by Bracken Trading Limited, a related party, by key management personnel in common.

Under FRS 112.63, A disclosure need not be given of transactions entered into between two or more members of a Group, provided that any subsidiary, which is a party to the transaction is wholly owned by, such a member.

Other than the transactions disclosed above, the Company, non or related party transactions were with its wholly owned subsidiary members of the Group.

In the opinion of the directors, there is no ultimate controlling party or parent company.





## 4 FINANCIAL STATEMENTS TO 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### c) Goodwill

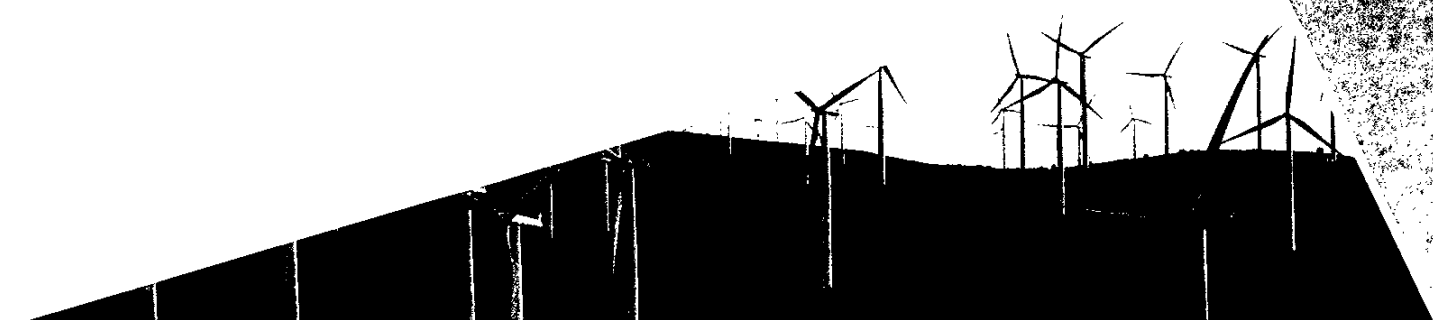
When preparing the current year end accounts, management have discovered a material misstatement of goodwill for the year ended 30 June 2020. Management have subsequently done an extensive review of the group's goodwill balance and implemented controls to prevent similar occurrences in the future. The impact of the mistake and resulting restatement for the year ended 30 June 2020 is as follows:

| Group                          | Year ended<br>30 June 2020<br>(as stated)<br>£'000 | Adjustment<br>£'000 | Year ended<br>30 June 2020<br>(restated)<br>£'000 |
|--------------------------------|----------------------------------------------------|---------------------|---------------------------------------------------|
| Goodwill                       | 715,118                                            | (11,839)            | 703,279                                           |
| Intangible limited intangibles | (135,840)                                          | 35,580              | (100,260)                                         |
| Goodwill impairment            | 31,218                                             | 2,773               | 33,991                                            |

Included in the correction above is nil variation on the £70,000 to reserves.

#### d) Decommissioning provision

For the year ended 30 June 2020, a provision was implemented by the group on its oil and farms to reflect the cost that should be incurred if the sites were to be decommissioned. It was noted during the audit for the year ended 30 June 2021 that under IFRS the provision was incorrectly shown as net of scrap value. To correct for this misstatement we adjusted the provision by £1,096,100 from the current provision amount increasing the fixed asset value, the additional charge for the year ended 30 June 2021 was £101,121. The settlement is not due in the Group balance sheet and therefore no liabilities.





## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### a) Saunamaa Wind Farm Oy and Voyrinkangas Wind Farm Oy

On 23 July 2020, the Group acquired the 10% non-controlling interest in both Saunamaa Wind Farm Oy and Voyrinkangas Wind Farm Oy, resulting in the interest of 49.1% in both companies. The Group acquired the controlling interest of 50.9% for €1,957,575.00. There was no additional goodwill recognised as a result of this transaction.

#### b) CEPE Berceronne SARL

On 23 October 2020, the Group acquired 100% Berceronne SARL via a tender through the court of appeal of the court of appeal in Lyon, France.

The following table shows the net assets determined by the Group. The fair value of the assets acquired and the liabilities assumed at the acquisition date:

| Consideration              | €'000      | Exchange rate | €'000      |
|----------------------------|------------|---------------|------------|
| Cash                       | 308        | 1.1058        | 280        |
| <b>Total consideration</b> | <b>308</b> | <b>1.1058</b> | <b>280</b> |

Details of the fair value of the net assets acquired and goodwill arising are as follows:

|                                 | Book values | Adjustments | Fair value | Book value | Adjustments | Fair value |
|---------------------------------|-------------|-------------|------------|------------|-------------|------------|
|                                 | €000        | €000        | €000       | €000       | €000        | €000       |
| Goodwill                        | 204         | —           | 204        | 185        | —           | 185        |
| Trade and other receivables     | 13          | —           | 13         | 12         | —           | 12         |
| Inventory and other assets      | 10          | —           | 10         | 9          | —           | 9          |
| <b>Net liabilities acquired</b> | <b>227</b>  | <b>—</b>    | <b>227</b> | <b>206</b> | <b>—</b>    | <b>206</b> |
| Goodwill                        |             |             | 80         |            |             | 74         |
| <b>Total consideration</b>      |             |             | <b>308</b> |            |             | <b>280</b> |

Goodwill resulting from the business combination was €14,000 and has an estimated useful life of 20 years reflecting the lifespan of the assets acquired.

The unaudited statement of non-current income for the year includes F&E revenue and costs before tax of €1,578,211 in respect of the wind farms.



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### c) Guardbridge Sp. z o.o

On 14 June 2021, the Group acquired Guardbridge Sp. z o.o through the purchase of 100% of the share capital for consideration of £9,975,000 (€10,558,000).

The following tables summarise the consideration paid by the Group, the fair value of assets acquired, and liabilities assumed at the acquisition date.

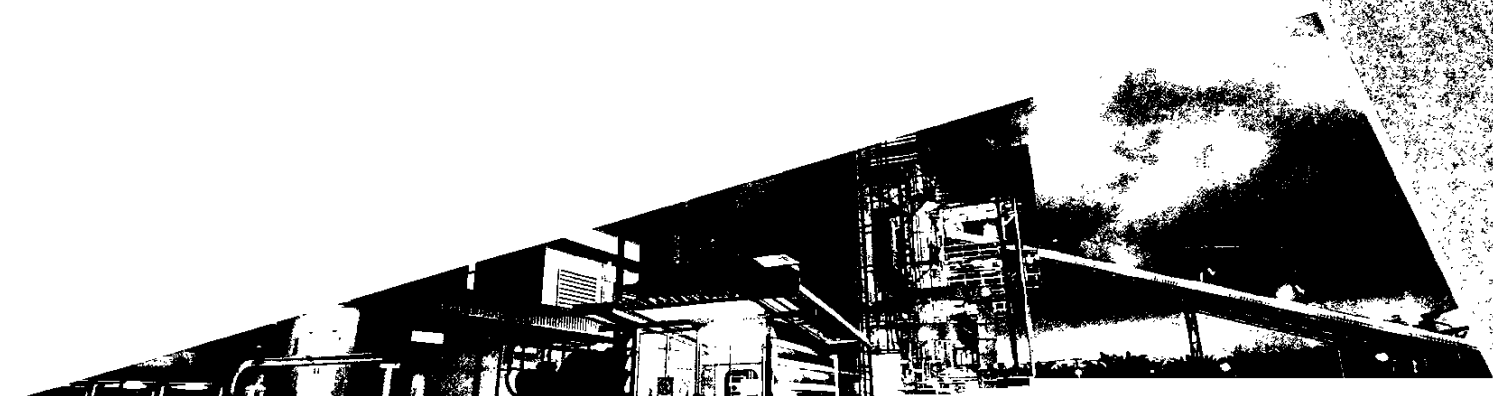
|                             | Exchange Rate |              |
|-----------------------------|---------------|--------------|
| Consideration               | €'000         | £'000        |
| Cash                        | 9,990         | 11,637       |
| Directly attributable costs | 568           | 1,163        |
| <b>Total consideration</b>  | <b>10,558</b> | <b>9,073</b> |

Details of the fair value of the net assets acquired and goodwill arising are as follows:

|                                 | Book values  | Adjustments | Fair value    | Book values  | Adjustments | Fair value   |
|---------------------------------|--------------|-------------|---------------|--------------|-------------|--------------|
|                                 | €'000        | €'000       | €'000         | £'000        | £'000       | £'000        |
| Intangible assets               | 3,251        | -           | 3,251         | 3,955        | -           | 3,955        |
| Fixed assets (primarily lease)  | 3            | -           | 3             | 3            | -           | 3            |
| Fixed and leasehold property    | 80           | -           | 80            | 68           | -           | 68           |
| Prepayments and accrued income  | 179          | -           | 179           | 154          | -           | 154          |
| Debtors (net)                   | (1)          | -           | (1)           | (1)          | -           | (1)          |
| <b>Net liabilities acquired</b> | <b>9,518</b> | <b>-</b>    | <b>9,518</b>  | <b>8,179</b> | <b>-</b>    | <b>8,179</b> |
| Goodwill                        |              |             | 1,040         |              |             | 894          |
| <b>Total consideration</b>      |              |             | <b>10,558</b> |              |             | <b>9,073</b> |

Goodwill resulting from the business combination is £894,000 and has an estimated useful life of 29 years, reflecting the lifespan of the assets acquired.

The consolidated statement of comprehensive income for the year includes £7,868 of revenue and a loss before tax of £7,157 in respect of this acquisition.



## Notes to the financial statements for the year ended 30 June 2021

### d) Vorboss Limited acquisition

On 21 October 2021, the Group acquired 100% of the shares of Vorboss Limited and took full control over it through the purchase of 20.6% of the share capital for £1,035,000. The consideration paid £4,718,100 of which part of the purchase consideration of £3,683,100 is paid in cash and the balance of £1,035,000 is paid in shares.

The following table summarises the consideration paid in the Group, the fair value of the assets acquired, and the value of the net assets acquired. The fair value of the net assets acquired is based on the

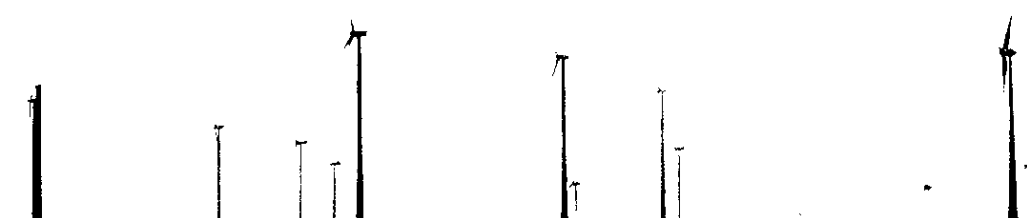
| Consideration              | £'000         |
|----------------------------|---------------|
| Cash                       | 14,702        |
| Share consideration        | 2,256         |
| Deferred consideration     | 4,718         |
| <b>Total consideration</b> | <b>21,756</b> |

Details of the fair value of the net assets acquired and goodwill arising are as follows:

|                                | Book values  | Adjustments | Fair value    |
|--------------------------------|--------------|-------------|---------------|
|                                | £'000        | £'000       | £'000         |
| Intangible                     | 1,612        | -           | 1,612         |
| Goodwill                       | 22           | -           | 22            |
| Identifiable intangible assets | 1,490        | -           | 1,490         |
| Fixed assets                   | 313          | -           | 313           |
| Current assets                 | 9            | -           | 9             |
| Current liabilities            | (1,549)      | -           | (1,549)       |
| <b>Net assets acquired</b>     | <b>2,004</b> | <b>-</b>    | <b>2,004</b>  |
| Goodwill                       |              |             | 19,752        |
| <b>Total consideration</b>     |              |             | <b>21,756</b> |

Goodwill resulting from the business combination was £19,752 and has a weighted useful life of 10 years, reflecting the lifespan of the assets acquired.

The consolidated statement of comprehensive income for the year includes £3,137,697 of revenue and a loss before tax of £2,562,876 in respect of this acquisition.



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### e) Giganet Limited acquisition

On 15 April 2021, the Group acquired Giganet Limited (formerly Mu2 Solution Limited), a supplier of fibre networks, through the purchase of 100% of the share capital for consideration of £2,715,763 and contingent deferred consideration of £1,556,167.

The following tables summarise the consideration paid by the Group, the fair value of assets acquired and liabilities assumed at the acquisition date. A list of the entities acquired are set out in note 19.

| Consideration               | £'000        |
|-----------------------------|--------------|
| Cash                        | 2,690        |
| Deferred consideration      | 1,556        |
| Directly attributable costs | 26           |
| <b>Total consideration</b>  | <b>4,272</b> |

Details of the fair value of the net assets acquired and goodwill arising are as follows:

|                               | Book values | Adjustments | Fair value   |
|-------------------------------|-------------|-------------|--------------|
|                               | £'000       | £'000       | £'000        |
| Fixed assets                  | 176         | –           | 176          |
| Trade and other creditors     | (310)       | –           | (310)        |
| Trade and other receivables   | 124         | –           | 124          |
| Cash and cash equivalents     | 104         | –           | 104          |
| Prepayment and accrued income | 1           | –           | 1            |
| Other debts                   | (11)        | –           | (11)         |
| <b>Net assets acquired</b>    | <b>84</b>   | <b>–</b>    | <b>84</b>    |
| Goodwill                      |             |             | 4,188        |
| <b>Total consideration</b>    |             |             | <b>4,272</b> |

Goodwill resulting from the business combination was £4,167,624 and has an estimated useful life of 25 years, reflecting the lifespan of the assets acquired.

The consolidated statement of comprehensive income for the year includes £805,421 of revenue and a profit before tax of £824,373 in respect of this acquisition.

## Notes to the financial statements for the year ended 30 June 2021

### f) Reserve power acquisition

On 21 April 2021, the Group acquired 100% of the shares in the company (referred to as the 'acquiree') from the sole shareholder of the acquiree.

The following table summarises the identifiable intangible assets acquired, the fair value of the acquiree and the business value at the acquisition date. The intangible assets acquired are set out in note 19.

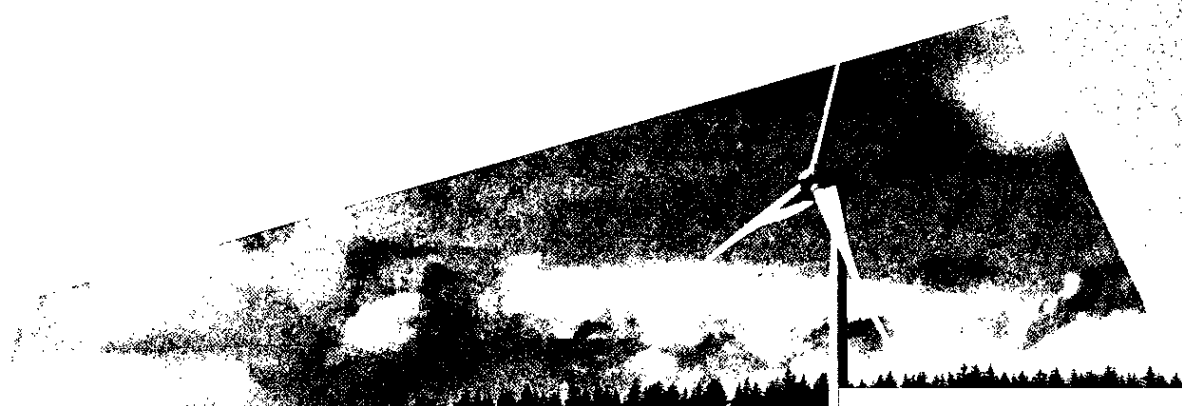
| Consideration              | £'000        |
|----------------------------|--------------|
| Share consideration        | 1,270        |
| <b>Total consideration</b> | <b>1,270</b> |

Details of the fair value of the net assets acquired and goodwill arising are set out below.

|                                | Book values   | Adjustments     | Fair value   |
|--------------------------------|---------------|-----------------|--------------|
|                                | £'000         | £'000           | £'000        |
| Goodwill                       | 38,196        | (36,942)        | 38,245       |
| Intangible assets              | –             | –               | –            |
| Identifiable intangible assets | 1,712         | –               | 1,712        |
| Identifiable intangible assets | 5,830         | –               | 5,830        |
| Identifiable intangible assets | 1,043         | –               | 1,043        |
| Identifiable intangible assets | 142,506       | –               | 142,506      |
| Identifiable intangible assets | 3,000         | –               | 3,000        |
| <b>Net assets acquired</b>     | <b>21,212</b> | <b>(19,942)</b> | <b>1,270</b> |
| <b>Total consideration</b>     |               |                 | <b>1,270</b> |

There was no goodwill resulting from the business combination.

The consolidated statement of comprehensive income for the year ended 30 June 2021 shows a loss before tax of £1,395,154 in respect of this acquisition.



## 4 FINANCIAL STATEMENTS TO 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### g) Snetterton acquisition

On 27 April 2021, the Group acquired Snetterton Renewable Power Holdings Limited and its subsidiary undertakings through the purchase of 100% of the share capital for consideration of £16,438,000.

The following table summarises the consideration paid by the Group, the fair value of assets acquired and liabilities assumed at the acquisition date. Acquisition expenses incurred are set out in note 23.

|                            | £'000          |
|----------------------------|----------------|
| <b>Consideration</b>       |                |
| Cash                       | 175,961        |
| Debtors attributable to    | 473            |
| <b>Total consideration</b> | <b>176,438</b> |

Details of the fair value of the net assets acquired and goodwill arising are set out below.

|                             | Book values    | Adjustments | Fair value     |
|-----------------------------|----------------|-------------|----------------|
|                             | £'000          | £'000       | £'000          |
| Fixed assets                | 148,240        | -           | 148,240        |
| Trade and other receivables | 8,665          | -           | 8,665          |
| Cash and bank balances      | 6,019          | -           | 6,019          |
| Debtors                     | 2,914          | 87          | 3,004          |
| Trade and other payables    | (8,147)        | -           | (8,147)        |
| Provisions and deferred tax | 1,105          | -           | 1,105          |
| <b>Net assets acquired</b>  | <b>158,771</b> | <b>87</b>   | <b>158,858</b> |
| Goodwill                    |                |             | 17,580         |
| <b>Total consideration</b>  |                |             | <b>176,438</b> |

Goodwill resulting from the business combination was £17,580,000 and has an estimated useful life of 25 years, reflecting the lifespan of the assets acquired.

The consolidated statement of comprehensive income for the year ended 30 June 2021 shows a profit before tax of £8,166,000 in respect of this acquisition.



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

#### h) Rangeford Holdings Limited acquisition

On 28 June 2021, the Group acquired Rangeford Chertsey Limited (formerly known as 2 Squared Property Development) (Chertsey) Limited, a development and care retirement village, through the purchase of 100% of the share capital for £8,851,275, in direct consideration of 2,500,000 in deferred consideration and 2,049,000 in deferred contingent consideration.

The following tables summarise the consideration paid by the Group, the fair value of assets acquired, and liabilities assumed at the acquisition date.

| Consideration                     | £'000         |
|-----------------------------------|---------------|
| Cash                              | 8,666         |
| Deferred consideration            | 2,500         |
| Deferred contingent consideration | 2,049         |
| Directly attributable costs       | 215           |
| <b>Total consideration</b>        | <b>13,430</b> |

Details of the fair value of the net assets acquired and goodwill arising are as follows:

|                            | Book values   | Adjustments | Fair value    |
|----------------------------|---------------|-------------|---------------|
|                            | £'000         | £'000       | £'000         |
| Goodwill                   | 10,364        | 836         | 11,200        |
| <b>Net assets acquired</b> | <b>10,364</b> | <b>836</b>  | <b>11,200</b> |
| Goodwill                   |               |             | 2,230         |
| <b>Total consideration</b> |               |             | <b>13,430</b> |

Goodwill resulting from the business combination was £2,230,275 and has an estimated useful life of 8 years, reflecting the lifespan of the development project.

The consolidated statement of comprehensive income for the year include £Nil revenue and a loss before tax of £Nil in respect of this acquisition.

## 4 FINANCIAL STATEMENTS TO 30 JUNE 2021

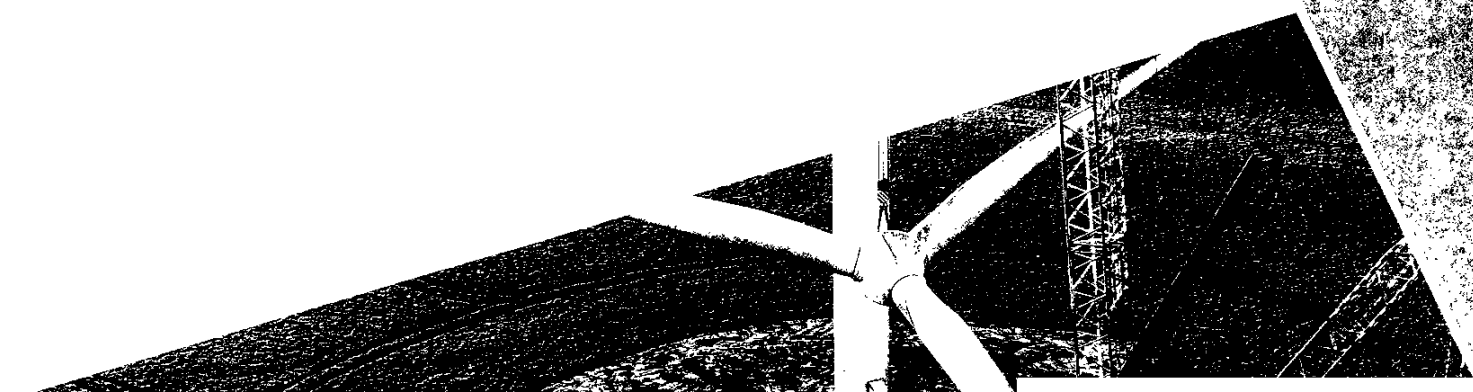
### Notes to the financial statements for the year ended 30 June 2021

Our reported results are prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard 101, as included in the Financial Statements starting on page 35 of the Annual Report. In measuring our performance, the financial measures that we use include those that have been derived from our reported results in order to enable like-for-like and year-on-year comparisons. There are consolidated non-GAAP financial measures:

#### Net debt

We provide net debt in addition to cash and gross debt as a way of assessing our leverage position and it is defined as follows:

|                           |        | 2021           | 2020             |
|---------------------------|--------|----------------|------------------|
|                           | Note   | £'000          | £'000            |
| Cash and cash equivalents | 16     | 871,918        | 1,053,491        |
| Debt                      | 17, 18 | —              | 8,359            |
| <b>Gross debt</b>         |        | <b>871,918</b> | <b>1,091,850</b> |
| Less: work in progress    | 11     | (172,478)      | (206,688)        |
| <b>Net debt</b>           |        | <b>699,440</b> | <b>385,162</b>   |





## 4 FINANCIAL STATEMENTS 2020-21 2021

### Notes to the financial statements for the year ended 30 June 2021

#### EBITDA

Gain/(loss) before taxation (excluding amortisation and depreciation) (EBITDA) is calculated by adding profit after tax to interest tax, depreciation and amortisation and other non-recurring income and expenditure not related to the day-to-day operation of the Group. We provide EBITDA in addition to profit and loss as it is a useful measure of assets to provide income and the amount of their required capital expenditures.

The following table sets out the amounts made in the financial years:

|                                         | Note | 2021<br>£'000  | 2020<br>£'000  |
|-----------------------------------------|------|----------------|----------------|
| <b>Loss for the financial year</b>      |      | (22,315)       | (73,679)       |
| Depreciation                            |      |                |                |
| Amortisation of intangible assets       | 1    | 54,991         | 33,989         |
| Interest tax on the loan facility       | 2    | 85,917         | 77,610         |
| Amortisation of leasehold improvements  | 3    | 36,067         | 10,873         |
| Profit on the sales                     |      | -              | 21,618         |
| Gain                                    |      | 8,143          | 9,524          |
| Loss                                    |      |                |                |
| Provision for impairment of investments |      | (449)          | (945)          |
| Gain/(loss) on disposal of assets       |      | (1,755)        | 2,377          |
| Provision for doubtful debts            |      | (28,168)       | (17,991)       |
| Gain/(loss) on disposal of property     | 4    | (397)          | 715            |
| <b>EBITDA</b>                           |      | <b>104,036</b> | <b>144,188</b> |

Notes 28 cover the principal disclosures.



## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

Details of the subsidiary undertakings are as follows:

| Name                                                        | Country of incorporation | Class of shares | Holding | Principal activity |
|-------------------------------------------------------------|--------------------------|-----------------|---------|--------------------|
| Andriada Solar Farm Limited                                 | UK                       | Ordinary        | 100%    | Energy generation  |
| Autbots Private Solar Energy Holding Limited <sup>(1)</sup> | UK                       | Ordinary        | 100%    | Holding company    |
| Agrisol 2 SARL <sup>(2)</sup>                               | France                   | Ordinary        | 100%    | Energy generation  |
| A Native Ltd Limited                                        | UK                       | Ordinary        | 100%    | Holding company    |
| Auchendownloch Energy Limited <sup>(2)</sup>                | UK                       | Ordinary        | 100%    | Energy generation  |
| Avalanche Land Company Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Energy generation  |
| Average Solar Farm Limited <sup>(1)</sup>                   | UK                       | Ordinary        | 100%    | Energy generation  |
| Barnby Fold Limited                                         | UK                       | Ordinary        | 100%    | Energy generation  |
| Batouline SAS <sup>(2)</sup>                                | France                   | Ordinary        | 100%    | Energy generation  |
| Batouline SAS <sup>(2)</sup>                                | France                   | Ordinary        | 100%    | Holding company    |
| Baxter Energy Limited                                       | UK                       | Ordinary        | 100%    | Energy generation  |
| Begonia Energy Limited <sup>(1)</sup>                       | UK                       | Ordinary        | 100%    | Energy generation  |
| Bonneau Holdings Limited                                    | UK                       | Ordinary        | 100%    | Dormant company    |
| Bonneau Wind Farm Limited <sup>(1)</sup>                    | UK                       | Ordinary        | 100%    | Energy generation  |
| Bouffoule Energy Limited                                    | UK                       | Ordinary        | 100%    | Energy generation  |
| Brown Estate Solar Limited <sup>(1)</sup>                   | UK                       | Ordinary        | 100%    | Energy generation  |
| Bury Cross Farm Limited                                     | UK                       | Ordinary        | 100%    | Energy generation  |
| BURGO UK Limited                                            | UK                       | Ordinary        | 100%    | Energy generation  |
| Burn Energy Limited <sup>(1)</sup>                          | UK                       | Ordinary        | 100%    | Energy generation  |
| Burnerong Energy Limited                                    | UK                       | Ordinary        | 100%    | Holding company    |
| Burros Energy Limited <sup>(1)</sup>                        | UK                       | Ordinary        | 100%    | Holding company    |
| Burton Fleming Limited <sup>(1)</sup>                       | UK                       | Ordinary        | 100%    | Energy generation  |
| Breke Solar Limited <sup>(1)</sup>                          | UK                       | Ordinary        | 100%    | Energy generation  |
| Brynmor Solar Development Holdings Limited                  | UK                       | Ordinary        | 100%    | Holding company    |
| Brynmor Solar Developments Limited <sup>(1)</sup>           | UK                       | Ordinary        | 100%    | Energy generation  |
| Bury Power Limited                                          | UK                       | Ordinary        | 100%    | Energy generation  |
| Bodinton Renewable Power Limited <sup>(1)</sup>             | UK                       | Ordinary        | 100%    | Energy generation  |
| Calais Energy Limited                                       | UK                       | Ordinary        | 100%    | Holding company    |
| Carl Limited <sup>(2)</sup>                                 | Ireland                  | Ordinary        | 100%    | Energy generation  |
| Canwell Solar Farm Limited                                  | UK                       | Ordinary        | 100%    | Energy generation  |
| Canwell Energy Limited <sup>(1)</sup>                       | UK                       | Ordinary        | 100%    | Energy generation  |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                             | Country of incorporation | Class of shares | Holding | Principal activity |
|--------------------------------------------------|--------------------------|-----------------|---------|--------------------|
| Cauwages Limited <sup>1</sup>                    | UK                       | Ordinary        | 100%    | Energy generation  |
| Central Energy and Infrastructure Limited        | UK                       | Ordinary        | 100%    | Holding company    |
| CEFE Benouville SARL                             | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE du Grandeur SARL <sup>2</sup>               | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE de la Salette SARL                          | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE du Lacoume SARL                             | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE de Morsonne SARL <sup>3</sup>               | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE Haut du Saule                               | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE de La Roche Gubio Riviere SARL              | France                   | Ordinary        | 100%    | Energy generation  |
| CEFE du Pays de St Seine SARL <sup>4</sup>       | France                   | Ordinary        | 100%    | Energy generation  |
| Chesham Meadon Energy Limited                    | UK                       | Ordinary        | 100%    | Energy generation  |
| Chiston Solar Farm Holdings Limited <sup>1</sup> | UK                       | Ordinary        | 100%    | Holding company    |
| Chittering Solar Top Limited <sup>1</sup>        | UK                       | Ordinary        | 100%    | Energy generation  |
| Cigwin Energy Limited                            | UK                       | Ordinary        | 100%    | Dormant company    |
| Clann Farm Limited <sup>1</sup>                  | UK                       | Ordinary        | 100%    | Energy generation  |
| Clannish Solar SPV 1 Limited <sup>1</sup>        | UK                       | Ordinary        | 100%    | Energy generation  |
| CLF Developments Limited                         | UK                       | Ordinary        | 100%    | Dormant company    |
| CLF Enniscgas Limited <sup>1</sup>               | UK                       | Ordinary        | 100%    | Holding company    |
| CLF Services Limited <sup>1</sup>                | UK                       | Ordinary        | 80%     | Dormant company    |
| CLFE 1991 Limited <sup>1</sup>                   | UK                       | Ordinary        | 100%    | Dormant company    |
| CLFE 1992 Limited                                | UK                       | Ordinary        | 100%    | Holding company    |
| CLFE Holdings Limited                            | UK                       | Ordinary        | 100%    | Holding company    |
| CLFE Projects 1 Limited <sup>1</sup>             | UK                       | Ordinary        | 100%    | Holding company    |
| CLFE Projects 2 Limited                          | UK                       | Ordinary        | 100%    | Holding company    |
| CLFE Projects 3 Limited <sup>1</sup>             | UK                       | Ordinary        | 100%    | Holding company    |
| CLFE ROC – 1 Limited                             | UK                       | Ordinary        | 100%    | Energy generation  |
| CLFE ROC – 2 Limited <sup>1</sup>                | UK                       | Ordinary        | 100%    | Energy generation  |
| CLFE ROC – 3 Limited <sup>1</sup>                | UK                       | Ordinary        | 100%    | Energy generation  |
| CLFE ROC – 3A Limited                            | UK                       | Ordinary        | 100%    | Energy generation  |
| CLFE ROC – 4 Limited <sup>1</sup>                | UK                       | Ordinary        | 100%    | Energy generation  |
| CLFE ROC – 4A Limited <sup>1</sup>               | UK                       | Ordinary        | 100%    | Energy generation  |
| Cyne Power Limited <sup>1</sup>                  | UK                       | Ordinary        | 100%    | Energy generation  |
| Colsterworth Energy Limited <sup>1</sup>         | UK                       | Ordinary        | 100%    | Energy generation  |

## 4 | FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                                   | Country of incorporation | Class of shares | Holding | Principal activity       |
|--------------------------------------------------------|--------------------------|-----------------|---------|--------------------------|
| Comnet21 Ltd                                           | UK                       | Ordinary        | 100%    | Fibre network production |
| Corrison Bridge Energy Limited <sup>1</sup>            | UK                       | Ordinary        | 100%    | Energy generation        |
| Cotesbark Energy Limited <sup>11</sup>                 | UK                       | Ordinary        | 100%    | Energy generation        |
| Cour Wind Farm (Scotland) Limited <sup>11</sup>        | UK                       | Ordinary        | 100%    | Energy generation        |
| Crapnell Farm Limited <sup>11</sup>                    | UK                       | Ordinary        | 100%    | Energy generation        |
| Craymarsh Limited                                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Cressing Solar Farm Limited <sup>11</sup>              | UK                       | Ordinary        | 100%    | Energy generation        |
| Cynon Power Limited <sup>11</sup>                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Dafen Reservoir Power Limited <sup>11</sup>            | UK                       | Ordinary        | 100%    | Energy generation        |
| Dawn House Solar Limited <sup>11</sup>                 | UK                       | Ordinary        | 100%    | Energy generation        |
| Darlington Point Holbrook Pty Limited <sup>11</sup>    | Australia                | Ordinary        | 100%    | Holding company          |
| Darlington Point Solar Farm Pty Limited <sup>11</sup>  | Australia                | Ordinary        | 91%     | Holding company          |
| Darlington Point Subholbrook Pty Limited <sup>11</sup> | Australia                | Ordinary        | 100%    | Holding company          |
| Deeplake Farm Solar Limited <sup>11</sup>              | UK                       | Ordinary        | 100%    | Energy generation        |
| Dracys Farm Limited <sup>11</sup>                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Dunfryn Biddym Limited <sup>11</sup>                   | UK                       | Ordinary        | 100%    | Energy generation        |
| Eaking Limited <sup>11</sup>                           | UK                       | Ordinary        | 100%    | Holding company          |
| Elecsof Camargue SARL <sup>4</sup>                     | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 7 SARL <sup>4</sup>                     | France                   | Ordinary        | 90%     | Energy generation        |
| Elecsof France 11 SARL <sup>4</sup>                    | France                   | Ordinary        | 90%     | Energy generation        |
| Elecsof France 15 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 19 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 22 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 24 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 25 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 28 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof France 41 SARL <sup>4</sup>                    | France                   | Ordinary        | 100%    | Energy generation        |
| Elecsof Haut Var SARL <sup>4</sup>                     | France                   | Ordinary        | 100%    | Energy generation        |
| Elios Energy 2 France SAS <sup>4</sup>                 | France                   | Ordinary        | 100%    | Holding company          |
| Elios Energy 2 Limited                                 | UK                       | Ordinary        | 100%    | Holding company          |
| Elios Energy 3 France SAS <sup>4</sup>                 | France                   | Ordinary        | 100%    | Energy generation        |
| Elios Energy DS3 Holdings 1 Limited                    | UK                       | Ordinary        | 100%    | Holding company          |
| Elios Energy DS3 Holdings 2 Limited <sup>11</sup>      | UK                       | Ordinary        | 100%    | Holding company          |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                                      | Country of incorporation | Class of shares | Holding | Principal activity                                 |
|-----------------------------------------------------------|--------------------------|-----------------|---------|----------------------------------------------------|
| Elion Energy, LBS Holdings F Limited <sup>(1)</sup>       | UK                       | Ordinary        | 100%    | Holding company                                    |
| Elion Energy, Holdings F Limited <sup>(1)</sup>           | UK                       | Ordinary        | 100%    | Holding company                                    |
| Elion Energy Holdings F Limited <sup>(1)</sup>            | UK                       | Ordinary        | 100%    | Holding company                                    |
| Elion Energy Holdings Limited <sup>(1)</sup>              | UK                       | Ordinary        | 100%    | Holding company                                    |
| Elion Renewable Energy Limited <sup>(1)</sup>             | UK                       | Ordinary        | 100%    | Holding company                                    |
| Elitcombe Limited <sup>(1)</sup>                          | UK                       | Ordinary        | 100%    | Energy generation                                  |
| Elion Energy Power Resources Limited <sup>(1)</sup>       | UK                       | Ordinary        | 100%    | Energy project development and management services |
| EPR Ely Limited <sup>(1)</sup>                            | UK                       | Ordinary        | 100%    | Energy generation                                  |
| EPR Eynhorpe Limited <sup>(1)</sup>                       | UK                       | Ordinary        | 100%    | Energy generation                                  |
| EPR Gt. Ouseford Limited <sup>(1)</sup>                   | UK                       | Ordinary        | 100%    | Energy generation                                  |
| EPR Renewable Energy Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Holding company                                    |
| EPR Theddlethorpe Limited <sup>(1)</sup>                  | UK                       | Ordinary        | 100%    | Energy generation                                  |
| EPR Theddlethorpe Limited <sup>(1)</sup>                  | UK                       | Ordinary        | 100%    | Energy generation                                  |
| Eucalyptus Energy Holdings Limited <sup>(1)</sup>         | UK                       | Ordinary        | 100%    | Holding company                                    |
| Eucalyptus Energy Limited <sup>(1)</sup>                  | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fatwell Energy Limited <sup>(1)</sup>                     | UK                       | Ordinary        | 100%    | Energy generation                                  |
| Fern Energy Group Limited <sup>(1)</sup>                  | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Energy Group Holdings Limited <sup>(1)</sup>         | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Energy Holdings Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Energy Jupiter Acquisition Limited <sup>(1)</sup>    | UK                       | Ordinary        | 100%    | Dormant company                                    |
| Fern Energy Limited <sup>(1)</sup>                        | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Energy Partnership Holdings Limited <sup>(1)</sup>   | UK                       | Ordinary        | 100%    | Dormant company                                    |
| Fern Energy Ridgewind Acquisitions Limited <sup>(1)</sup> | UK                       | Ordinary        | 100%    | Dormant company                                    |
| Fern Energy RidgeWind Holdings Limited <sup>(1)</sup>     | UK                       | Ordinary        | 100%    | Dormant company                                    |
| Fern Energy Whiteside Holdings Limited <sup>(1)</sup>     | UK                       | Ordinary        | 100%    | Dormant company                                    |
| Fern Energy Wind Holdings Limited <sup>(1)</sup>          | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Fide Limited <sup>(1)</sup>                          | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Healthcare Holdings Limited <sup>(1)</sup>           | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Infrastructure Limited <sup>(1)</sup>                | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Renewable Energy Limited <sup>(1)</sup>              | UK                       | Ordinary        | 100%    | Holding company                                    |
| Fern Rooftop Solar (AF) <sup>(1)</sup>                    | UK                       | Ordinary        | 100%    | Dormant company                                    |
| Fern Rooftop Solar (Zetec) Ltd <sup>(1)</sup>             | UK                       | Ordinary        | 100%    | Dormant company                                    |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                              | Country of incorporation | Class of shares | Holding | Principal activity       |
|---------------------------------------------------|--------------------------|-----------------|---------|--------------------------|
| Fern Trading Development Limited <sup>(1)</sup>   | UK                       | Ordinary        | 100%    | Holding company          |
| Fern Energy Wind Holdings Limited <sup>(1)</sup>  | UK                       | Ordinary        | 100%    | Holding company          |
| Fern Fibre Limited <sup>(1)</sup>                 | UK                       | Ordinary        | 100%    | Holding company          |
| Fern UK Power Developments Limited                | UK                       | Ordinary        | 100%    | Dormant company          |
| Fertrophos Limited                                | UK                       | Ordinary        | 100%    | Supply of fertiliser     |
| Four Burnows Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Energy generation        |
| Fraithorpe Holdings Limited <sup>(1)</sup>        | UK                       | Ordinary        | 100%    | Dormant company          |
| Fraithorpe Wind Farm Limited <sup>(1)</sup>       | UK                       | Ordinary        | 100%    | Energy generation        |
| Garlaff Energy Limited <sup>(1)</sup>             | UK                       | Ordinary        | 100%    | Dormant company          |
| Gigaset Fibre Ltd <sup>(1)</sup>                  | UK                       | Ordinary        | 100%    | Fibre network production |
| Gigaset Limited <sup>(1)</sup>                    | UK                       | Ordinary        | 100%    | Fibre network production |
| Glenchamber Wind Energy Limited <sup>(1)</sup>    | UK                       | Ordinary        | 100%    | Energy generation        |
| Grange Wind Farm Limited <sup>(1)</sup>           | UK                       | Ordinary        | 100%    | Energy generation        |
| Guardbridge SP Limited <sup>(1)</sup>             | Poland                   | Ordinary        | 100%    | Energy generation        |
| Harbourne Power Limited <sup>(1)</sup>            | UK                       | Ordinary        | 100%    | Energy generation        |
| Haymaker Mount Moor Limited                       | UK                       | Ordinary        | 100%    | Energy generation        |
| Haymaker National Holdings Limited <sup>(1)</sup> | UK                       | Ordinary        | 100%    | Holding company          |
| Haymaker National Ltd <sup>(1)</sup>              | UK                       | Ordinary        | 100%    | Energy generation        |
| Haymaker Oaklands Holdings Limited <sup>(1)</sup> | UK                       | Ordinary        | 100%    | Holding company          |
| Haymaker Oaklands Ltd <sup>(1)</sup>              | UK                       | Ordinary        | 100%    | Energy generation        |
| Heath Power 2 Limited                             | UK                       | Ordinary        | 100%    | Holding company          |
| Heath Power Limited                               | UK                       | Ordinary        | 100%    | Holding company          |
| Higgin Knapp Farm Limited <sup>(1)</sup>          | UK                       | Ordinary        | 100%    | Energy generation        |
| Hill End Farm Limited <sup>(1)</sup>              | UK                       | Ordinary        | 100%    | Energy generation        |
| Hill Lamport Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Energy generation        |
| Hurst CP Ltd Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Energy generation        |
| Kyle Power Limited <sup>(1)</sup>                 | UK                       | Ordinary        | 100%    | Energy generation        |
| Jameson Road Energy Limited <sup>(1)</sup>        | UK                       | Ordinary        | 100%    | Energy generation        |
| Jurassic Fibre Holdings Limited <sup>(1)</sup>    | UK                       | Ordinary        | 90%     | Holding company          |
| Jurassic Fibre Limited                            | UK                       | Ordinary        | 90%     | Fibre network production |
| Langan Power Limited <sup>(1)</sup>               | UK                       | Ordinary        | 100%    | Energy generation        |
| Lendham Solar Limited <sup>(1)</sup>              | UK                       | Ordinary        | 100%    | Energy generation        |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                              | Country of incorporation | Class of shares | Holding | Principal activity      |
|---------------------------------------------------|--------------------------|-----------------|---------|-------------------------|
| Little T Team Limited <sup>1</sup>                | UK                       | Ordinary        | 100%    | Energy generation       |
| Littleton Solar Farm Limited <sup>1</sup>         | UK                       | Ordinary        | 100%    | Energy generation       |
| LJL Communications Ltd                            | UK                       | Ordinary        | 100%    | Fibre network operation |
| Lowdson Limited <sup>1</sup>                      | UK                       | Ordinary        | 100%    | Energy generation       |
| Luminance Solar Limited                           | UK                       | Ordinary        | 100%    | Energy generation       |
| M12 Solutions Limited                             | UK                       | Ordinary        | 100%    | Holding company         |
| Monkton Thorne Limited                            | UK                       | Ordinary        | 100%    | Energy generation       |
| March Energy Limited                              | UK                       | Ordinary        | 100%    | Energy generation       |
| March Thatch Solar Ltd <sup>1</sup>               | UK                       | Ordinary        | 100%    | Energy generation       |
| Meadow Farm Limited <sup>1</sup>                  | UK                       | Ordinary        | 100%    | Energy generation       |
| Meibourne Solar Limited <sup>1</sup>              | UK                       | Ordinary        | 100%    | Energy generation       |
| Merton LA Energy Limited <sup>1</sup>             | UK                       | Ordinary        | 100%    | Holding company         |
| Merton LG Holding Limited <sup>1</sup>            | UK                       | Ordinary        | 100%    | Holding company         |
| Merton LG RPO Limited <sup>1</sup>                | UK                       | Ordinary        | 100%    | Asset leasing company   |
| Muton Renewable Energy Holdings Limited           | UK                       | Ordinary        | 100%    | Holding company         |
| Muton Renewable Energy Newco Limited <sup>1</sup> | UK                       | Ordinary        | 100%    | Holding company         |
| Muton Renewable Energy UK Limited                 | UK                       | Ordinary        | 100%    | Holding company         |
| MCH Farm Solar Limited <sup>1</sup>               | UK                       | Ordinary        | 100%    | Energy generation       |
| Mingsy Farm Holding Limited <sup>1</sup>          | UK                       | Ordinary        | 100%    | Holding company         |
| MSR Deccy Ltd <sup>1</sup>                        | UK                       | Ordinary        | 100%    | Energy generation       |
| MSR Strete Ltd <sup>1</sup>                       | UK                       | Ordinary        | 100%    | Energy generation       |
| MSR Tregasgow Limited <sup>1</sup>                | UK                       | Ordinary        | 100%    | Energy generation       |
| MTS Hatchlands Solar Ltd <sup>1</sup>             | UK                       | Ordinary        | 100%    | Energy generation       |
| Novom Power Limited <sup>1</sup>                  | UK                       | Ordinary        | 100%    | Energy generation       |
| New Row Farm Limited <sup>1</sup>                 | UK                       | Ordinary        | 100%    | Energy generation       |
| Newlands Solar Limited <sup>1</sup>               | UK                       | Ordinary        | 100%    | Energy generation       |
| Ninn's Farm Limited <sup>1</sup>                  | UK                       | Ordinary        | 100%    | Energy generation       |
| Norvic Power Development Limited                  | UK                       | Ordinary        | 100%    | Holding company         |
| North Perrott Fruit Farm Limited <sup>1</sup>     | UK                       | Ordinary        | 100%    | Energy generation       |
| Notos Energy Limited <sup>1</sup>                 | UK                       | Ordinary        | 100%    | Holding company         |
| Ogmore Power Limited <sup>1</sup>                 | UK                       | Ordinary        | 100%    | Energy generation       |
| Oronal Energy Recovery Holdings Limited           | UK                       | Ordinary        | 100%    | Holding company         |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                                            | Country of incorporation | Class of shares | Holding | Principal activity                     |
|-----------------------------------------------------------------|--------------------------|-----------------|---------|----------------------------------------|
| One Ashford Healthcare Limited                                  | UK                       | Ordinary        | 89%     | Provision of healthcare services       |
| One Hatfield Hospital Limited                                   | UK                       | Ordinary        | 90%     | Provision of healthcare services       |
| One Healthcare Partners Limited                                 | UK                       | Ordinary        | 85%     | Holding company                        |
| Orla Wedgehill Solar Holdings Limited <sup>1</sup>              | UK                       | Ordinary        | 100%    | Holding company                        |
| Orla Wedgehill Solar Limited <sup>1</sup>                       | UK                       | Ordinary        | 100%    | Energy generation                      |
| Parfleys Barton Limited                                         | UK                       | Ordinary        | 100%    | Energy generation                      |
| Parc au Filandings Limited <sup>1</sup>                         | UK                       | Ordinary        | 100%    | Holding company                        |
| Parc au Fil Limited <sup>1</sup>                                | UK                       | Ordinary        | 100%    | Energy generation                      |
| Park Broadband Limited <sup>1</sup>                             | UK                       | Ordinary        | 100%    | Fibre network production               |
| Pearmat Solar 2 Ltd <sup>1</sup>                                | UK                       | Ordinary        | 100%    | Energy generation                      |
| Pittenford (Concover Anfield & Stockbatch) Limited <sup>1</sup> | UK                       | Ordinary        | 100%    | Energy generation                      |
| Pitts Farm Limited <sup>1</sup>                                 | UK                       | Ordinary        | 100%    | Energy generation                      |
| Porches Solar Limited <sup>1</sup>                              | UK                       | Ordinary        | 100%    | Holding company                        |
| Pym's Lane Solar Limited <sup>1</sup>                           | UK                       | Ordinary        | 100%    | Energy generation                      |
| Queens Park Road Energy Limited <sup>1</sup>                    | UK                       | Ordinary        | 100%    | Energy generation                      |
| Rangeford Care Limited <sup>1</sup>                             | UK                       | Ordinary        | 100%    | Care services for a retirement village |
| Rangeford Chertsey Limited <sup>1</sup>                         | UK                       | Ordinary        | 100%    | Retirement village development         |
| Rangeford Chigwell Limited                                      | UK                       | Ordinary        | 100%    | Care services for a retirement village |
| Rangeford Chenebston Limited                                    | UK                       | Ordinary        | 100%    | Retirement village development         |
| Rangeford Holdings Limited <sup>1</sup>                         | UK                       | Ordinary        | 100%    | Holding company                        |
| Rangeford Pickering Limited <sup>1</sup>                        | UK                       | Ordinary        | 100%    | Retirement village development         |
| Rangeford RAR Limited <sup>1</sup>                              | UK                       | Ordinary        | 100%    | Retirement village development         |
| Rangeford Retirement Living Holdings Ltd <sup>1</sup>           | UK                       | Ordinary        | 100%    | Holding company                        |
| Reasons Farm Limited <sup>1</sup>                               | UK                       | Ordinary        | 100%    | Energy generation                      |
| Redacre Power Limited <sup>1</sup>                              | UK                       | Ordinary        | 100%    | Energy generation                      |
| Ridge Wind Acquisition Limited <sup>1</sup>                     | UK                       | Ordinary        | 100%    | Holding company                        |
| Ryton Estate Limited <sup>1</sup>                               | UK                       | Ordinary        | 100%    | Energy generation                      |
| Sommat SARL <sup>2</sup>                                        | France                   | Ordinary        | 100%    | Energy generation                      |



# Notes to the financial statements for the year ended 30 June 2021

| Name                                         | Country of incorporation | Class of shares | Holding | Principal activity       |
|----------------------------------------------|--------------------------|-----------------|---------|--------------------------|
| Ballinacorney Wind Farm Ltd                  | Ireland                  | Ordinary        | 100%    | Energy generation        |
| Baldon Turbine Limited                       | UK                       | Ordinary        | 100%    | Energy generation        |
| Barling International Limited                | UK                       | Ordinary        | 100%    | Holding company          |
| Barling Limited                              | UK                       | Ordinary        | 100%    | Energy generation        |
| Bathurst Lake Renewables Limited             | UK                       | Ordinary        | 100%    | Energy generation        |
| Bethesda Energy Limited                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Blaughergate Limited                         | UK                       | Ordinary        | 100%    | Energy generation        |
| Blythmouth Renewable Power Fund Limited      | UK                       | Ordinary        | 100%    | Energy generation        |
| Blythmouth Renewable Power Fund (UK) Limited | UK                       | Ordinary        | 100%    | Dormant company          |
| Blythmouth Renewable Power Limited           | UK                       | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 1 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 2 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 3 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 4 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 5 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 6 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 7 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 8 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Solaria FUS 9 SARL                           | France                   | Ordinary        | 100%    | Energy generation        |
| Blythmouth Park Limited                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Blackfast Farm Hydroelectric Limited         | UK                       | Ordinary        | 100%    | Energy generation        |
| Blackfast Lodge Civil Engineering            | UK                       | Ordinary        | 100%    | Energy generation        |
| Blackfast Linton Farm Wind Turbine Limited   | UK                       | Ordinary        | 100%    | Energy generation        |
| Blackfast Power Limited                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Blackfast Energy Limited                     | UK                       | Ordinary        | 100%    | Dormant company          |
| Black Energy Limited                         | UK                       | Ordinary        | 100%    | Holding company          |
| Blackstone Energy Limited                    | UK                       | Ordinary        | 100%    | Energy generation        |
| Black Farm Limited                           | UK                       | Ordinary        | 80%     | Holding company          |
| Black Fibre Network Limited                  | UK                       | Ordinary        | 100%    | Fibre network production |
| Black Fibre Services Limited                 | UK                       | Ordinary        | 80%     | Fibre network production |
| Black Trading Limited                        | UK                       | Ordinary        | 80%     | Holding company          |
| Black Solar 102 Limited                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Black Solar 103 Limited                      | UK                       | Ordinary        | 100%    | Energy generation        |
| Black Solar 65 Limited                       | UK                       | Ordinary        | 100%    | Energy generation        |
| Black Solar 80 Limited                       | UK                       | Ordinary        | 100%    | Energy generation        |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                               | Country of incorporation | Class of shares | Holding | Principal activity           |
|----------------------------------------------------|--------------------------|-----------------|---------|------------------------------|
| The Fern Power Company Limited <sup>11</sup>       | UK                       | Ordinary        | 100%    | Holding company              |
| The Houlston Solar Farm Limited                    | UK                       | Ordinary        | 100%    | Energy generation            |
| Thorobly Estate (Bubby) Limited <sup>1</sup>       | UK                       | Ordinary        | 100%    | Energy generation            |
| T. T. Ingham Power Limited <sup>11</sup>           | UK                       | Ordinary        | 100%    | Energy generation            |
| Toolbus Energy Limited                             | UK                       | Ordinary        | 100%    | Energy generation            |
| Tredown Farm Limited <sup>11</sup>                 | UK                       | Ordinary        | 100%    | Energy generation            |
| Turves Solar Limited <sup>11</sup>                 | UK                       | Ordinary        | 100%    | Energy generation            |
| UKSE 15 Solar Limited <sup>11</sup>                | UK                       | Ordinary        | 100%    | Energy generation            |
| United Mines Energy Limited <sup>11</sup>          | UK                       | Ordinary        | 100%    | Energy generation            |
| Victoria Solar Limited <sup>11</sup>               | UK                       | Ordinary        | 100%    | Energy generation            |
| Winers Energy Limited                              | UK                       | Ordinary        | 100%    | Holding company              |
| Witfi Limited <sup>11</sup>                        | UK                       | Ordinary        | 100%    | Software development         |
| Voltafrance 01 SARL <sup>4</sup>                   | France                   | Ordinary        | 100%    | Energy generation            |
| Voltafrance 02 SARL <sup>11</sup>                  | France                   | Ordinary        | 100%    | Energy generation            |
| Voltafrance 13 SARL <sup>4</sup>                   | France                   | Ordinary        | 100%    | Energy generation            |
| Voltatrance SARL <sup>4</sup>                      | France                   | Ordinary        | 100%    | Energy generation            |
| Verboss Limited <sup>11</sup>                      | UK                       | Ordinary        | 100%    | Fibre network operations     |
| Verboss US Inc                                     | USA                      | Ordinary        | 100%    | Fibre network operations     |
| Voyrhinkangas Wind Farm Oy <sup>11</sup>           | Finland                  | Ordinary        | 100%    | Energy generation            |
| Wadsworth Green Limited <sup>11</sup>              | UK                       | Ordinary        | 100%    | Retirement village operator  |
| Walswick Green Property Services Limited           | UK                       | Ordinary        | 100%    | Service charge administrator |
| Warrington Power Limited <sup>11</sup>             | UK                       | Ordinary        | 100%    | Energy generation            |
| Waterloo Solar Park Holdings Limited <sup>11</sup> | UK                       | Ordinary        | 100%    | Holding company              |
| Waterloo Solar Park Limited <sup>11</sup>          | UK                       | Ordinary        | 100%    | Energy generation            |
| Week Farm 2 Limited <sup>11</sup>                  | UK                       | Ordinary        | 100%    | Energy generation            |
| Westwood Power Limited <sup>11</sup>               | UK                       | Ordinary        | 100%    | Energy generation            |
| Westwood Solar Limited <sup>11</sup>               | UK                       | Ordinary        | 100%    | Energy generation            |
| Wetherden Energy Limited <sup>11</sup>             | UK                       | Ordinary        | 100%    | Energy generation            |
| Wharf Power Limited <sup>11</sup>                  | UK                       | Ordinary        | 100%    | Energy generation            |
| Whidson Farm Limited <sup>11</sup>                 | UK                       | Ordinary        | 100%    | Energy generation            |
| Winnew Hill Energy Limited <sup>11</sup>           | UK                       | Ordinary        | 100%    | Energy generation            |

## 4 FINANCIAL STATEMENTS 30 JUNE 2021

### Notes to the financial statements for the year ended 30 June 2021

| Name                                           | Country of incorporation | Class of shares | Holding | Principal activity |
|------------------------------------------------|--------------------------|-----------------|---------|--------------------|
| Winchsea Solar Farm Limited                    | UK                       | Ordinary        | 100%    | Holding company    |
| Wylde Croft Wind Farm Limited <sup>1</sup>     | UK                       | Ordinary        | 100%    | Energy generation  |
| WSE Rydford Limited                            | UK                       | Ordinary        | 100%    | Energy generation  |
| WSE Huddersfield Holdings Limited <sup>1</sup> | UK                       | Ordinary        | 100%    | Holding company    |
| WSE Huddersfield Limited <sup>1</sup>          | UK                       | Ordinary        | 100%    | Energy generation  |
| WSE Park Way Limited <sup>1</sup>              | UK                       | Ordinary        | 100%    | Energy generation  |
| WSE Ryde Drive Limited <sup>1</sup>            | UK                       | Ordinary        | 100%    | Energy generation  |

<sup>1</sup> Subsidiaries acquired from an initial issue of 348,154 ordinary shares on 1 April 2016. Such shares change from ordinary shares of 1 p each of the Company in April 2016. Such shares are in issue during the year ended 30 June 2021.

#### Dissolved after year end

|                                              |            |
|----------------------------------------------|------------|
| Berthoult Holdings Limited                   | 20/07/2021 |
| Fern Energy Partnership Holdings Limited     | 21/09/2021 |
| Fern Energy Project and Acquisitions Limited | 21/09/2021 |
| Fern Energy Project Wind Holdings Limited    | 21/09/2021 |
| Ridge Wind Acquisition Limited               | 20/07/2021 |

#### Acquired after year end

|                                        |            |
|----------------------------------------|------------|
| Dulacca Windclouds PLY Ltd             | 27/08/2021 |
| Dulacca Energy Project Hold Co PLY Ltd | 27/08/2021 |
| Dulacca Energy Project Co PLY Ltd      | 27/08/2021 |
| Dulacca Energy Project FinCo PLY Ltd   | 27/08/2021 |
| Doverford Limited                      | 22/10/2021 |
| Dr Olghal Energy Recovery Limited      | 22/10/2021 |
| Quwery Power Limited                   | 02/07/2021 |
| Red Reserve Power Limited              | 02/07/2021 |
| Stammingham Power Limited              | 02/07/2021 |
| Kilo Power Limited                     | 02/07/2021 |
| Loddon Power Limited                   | 02/07/2021 |
| Margen Power Limited                   | 02/07/2021 |
| Northwich Power Limited                | 02/07/2021 |
| St Asaph Power Limited                 | 02/07/2021 |
| Wolverhampton Power Limited            | 02/07/2021 |



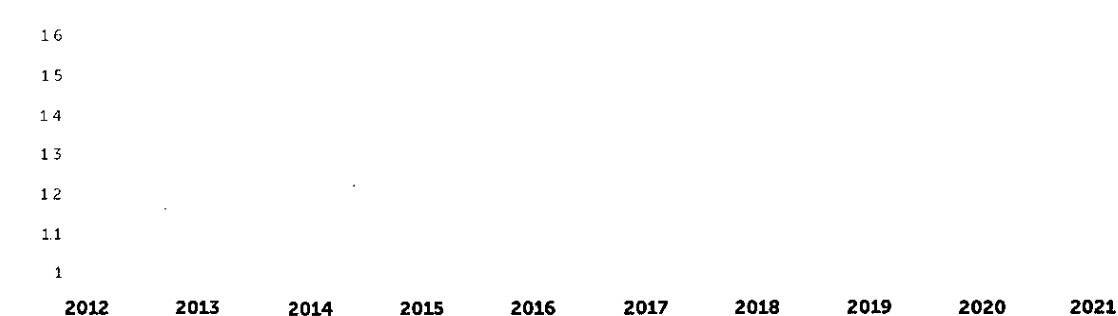
## 5 APPENDIX – SHARE PRICE PERFORMANCE (UNAUDITED)

### Fern's share price has performed in line with targets

Fern Trading Limited (formerly Fern Trading Group Limited) is an unlisted company. Every month, our Board of Directors agrees a price at which it will be willing to issue new shares. The share price is updated to

and figures below include the share price of the predecessor parent (now Fern Trading Group Limited) as well as Fern itself.

#### Share price growth since inception: Fern Trading Limited (formerly Fern Trading Group Limited)



Performance is calculated based on the bid price for Fern's shares at 30 June each year. The share price is not subject to audit by PwC.

Source: Fern

| Financial Year | Discrete share price performance |
|----------------|----------------------------------|
| June 2020-21   | <b>4.87%</b>                     |
| June 2019-20   | <b>0.33%</b>                     |
| June 2018-19   | <b>6.23%</b>                     |
| June 2017-18   | <b>1.75%</b>                     |
| June 2016-17   | <b>5.55%</b>                     |
| June 2015-16   | <b>3.83%</b>                     |
| June 2014-15   | <b>4.00%</b>                     |
| June 2013-14   | <b>3.73%</b>                     |
| June 2012-13   | <b>3.98%</b>                     |
| June 2011-12   | <b>4.10%</b>                     |

Source: Fern Trading Limited, based on the bid price for Fern's shares at 30 June each year. The share price is not subject to audit by PwC.

Source: Octopus Investments Limited, 2 June 2021

## 6 COMPANY INFORMATION

### Directors and advisers

PG Lawrie, appointed 14 May 2020

KG Wiley, appointed 4 August 2020

PG Barker, appointed 4 August 2020

On 4 August 2020, KG Wiley and PG Barker, resigned as Directors of Fern Trading Group Limited (former Fern Trading Limited) and were appointed as Directors of Fern Trading Limited (formerly Fern Trading Group Limited). PG Barker and R Skinner were appointed as Directors of Fern Trading Group Limited (former Fern Trading Limited) on the same day.

Continus Group plc, Director of Services Limited

17601686, incorporated 14 May 2020

6th Floor, 85 Harbour Dock Road, B014 7AF

Procter & Gamble, Cooper & P

Chartered Accountants and Statutory Auditors  
Central House South, 100 and Street  
Newcastle, North Tyne NE1 7AZ

### Forward-looking statements

This Annual Report contains certain forward-looking statements related to the Company's future business and financial performance and future economic developments. These statements are based on the current knowledge and expectations of management and are subject to business uncertainties and unforeseen events of which are beyond our control that are beyond their control of the Company. Accordingly, no assurance can be given that any performance expected in a forward-looking statement or statement regarding cash flow or activities will not be proven as a representation that even trends or which will continue in the future. Such performance cannot be used as a guide to future performance. Nothing in this Annual Report should be construed as a profit forecast.

