

Audited Financial Statements

for the Year Ended 31 March 2022

for

Equitix ESI Retrofit (Lighting) Limited

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for the Year Ended 31 March 2022

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Equitix ESI Retrofit (Lighting) Limited

Company Information  
for the Year Ended 31 March 2022

**DIRECTORS:**

P J Ireland  
A Price

**REGISTERED OFFICE:**

18 Riversway Business Village  
Navigation Way  
Preston  
Lancashire  
PR2 2YP

**REGISTERED NUMBER:**

09504784 (England and Wales)

**AUDITORS:**

Willsons (Higham Ferrers) Ltd  
Chartered Accountants  
Statutory Auditors  
Carlton House, High Street  
Higham Ferrers  
Northamptonshire  
NN10 8BW

Statement of Financial Position  
31 March 2022

	Notes	31.3.22 £	£	31.3.21 £	£
<b>FIXED ASSETS</b>					
Tangible assets	4		212,703		362,654
<b>CURRENT ASSETS</b>					
Debtors	5	59,793		29,897	
Cash at bank		<u>20,816</u>		<u>19,414</u>	
		80,609		49,311	
<b>CREDITORS</b>					
Amounts falling due within one year	6	<u>384,022</u>		<u>573,865</u>	
<b>NET CURRENT LIABILITIES</b>			<u>(303,413)</u>		<u>(524,554)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>(90,710)</u>		<u>(161,900)</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital			1		1
Retained earnings			<u>(90,711)</u>		<u>(161,901)</u>
<b>SHAREHOLDERS' DEFICIT</b>			<u>(90,710)</u>		<u>(161,900)</u>

The financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors and authorised for issue on 21 December 2022 and were signed on its behalf by:

A Price - Director

Notes to the Financial Statements  
for the Year Ended 31 March 2022

1. **STATUTORY INFORMATION**

Equitix ESI Retrofit (Lighting) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. **ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

**Critical accounting judgements and key sources of estimation uncertainty**

**Judgements**

**Tangible assets**

Based on the project agreements, the installations of the energy efficient lighting apparatus on the customer site are capitalised as fixed assets. The risks and reward of ownership of the lighting apparatus remain with the Company at all times during the term of the agreement.

**Turnover**

Turnover represents the total income receivable, excluding value added tax. Turnover is recognised based on the energy services agreement signed with one customer in one location to retrofit the existing light fittings with energy efficiency LED lamps. The Company is entitled to a monthly service fee, calculated based on the customer's annual energy savings over the set life of the project, on completion of each phase of the project.

**Tangible fixed assets**

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value, of each asset on a systematic basis over its expected useful life as follows:

Plant and machinery - This is calculated based on the project agreement. Straight line over 7 years after the completion on phase 1 of the project and over 7 years after the completion on phase 2 of the project. The residual values will be £1 at the end of the periods.

**Financial instruments**

Loans and borrowings are initially recognised at the transaction price including transaction costs. Subsequently, they are measured at amortised cost using the effective interest rate method, less impairment. If an arrangement constitutes a finance transaction it is measured at present value.

The Company has group loan note agreements with Equitix ESI Retrofit Finance Limited a fellow group undertaking. The interest rate is fixed at 12% per annum and was payable 6 monthly in arrears but no standard interest repayment or redemption terms have been imposed due to the cashflow nature of the projects. The loans have therefore been recorded at transaction price. The 'deferred' interest per the loan agreements have been added to the loan capital.

All deferred loan interest and loan notes not redeemed at their redemption date have been reclassified as due within one year.

Notes to the Financial Statements - continued  
for the Year Ended 31 March 2022

2. **ACCOUNTING POLICIES - continued**

**Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**Debtors and creditors**

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the profit and loss account in other administrative expenses.

**Going concern**

The Company has secure contracts but with fixed project income set to end in June 2024, as detailed in Note 13. The directors are still open to all project opportunities presented to it, but there are currently no further projects in the pipeline and there can be no certainty any will be agreed. Therefore, without further projects the directors would have no realistic alternative but to cease trading in June 2024.

The Company is also in a net liability position and relies on the support of its group and ultimate parent entities to meet its liabilities as they fall due. The ultimate parents have indicated that they will continue to provide such support. However, the ultimate parents also have a contractual agreement with investors to commence winding themselves up and undertake a sale of their interests. The directors cannot determine the actions of any new shareholders, including whether they will retain the current holding company structure or support. However, the directors have a reasonable expectation that the Company would be seen as a stable investment and see no reason why any new shareholder will not support the Company as necessary.

Based on the above circumstances the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. However, as a result of these matters there is a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern and that, therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustment that would result from the basis of preparation being inappropriate.

3. **EMPLOYEES AND DIRECTORS**

The average number of employees during the year was NIL (2021 - NIL).

Notes to the Financial Statements - continued  
for the Year Ended 31 March 2022

4. **TANGIBLE FIXED ASSETS**

	Plant and machinery £
<b>COST</b>	
At 1 April 2021 and 31 March 2022	<u>1,015,743</u>
<b>DEPRECIATION</b>	
At 1 April 2021	653,089
Charge for year	<u>149,951</u>
At 31 March 2022	<u>803,040</u>
<b>NET BOOK VALUE</b>	
At 31 March 2022	<u>212,703</u>
At 31 March 2021	<u>362,654</u>

5. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.3.22 £	31.3.21 £
Trade debtors	<u>59,793</u>	<u>29,897</u>

6. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.3.22 £	31.3.21 £
Trade creditors	1,538	-
Amounts owed to group undertakings	358,687	550,052
VAT	19,356	19,385
Accrued expenses	<u>4,441</u>	<u>4,428</u>
	<u>384,022</u>	<u>573,865</u>

7. **SECURED DEBTS**

The following secured debts are included within creditors:

	31.3.22 £	31.3.21 £
Amounts owed to group	<u>358,687</u>	<u>550,052</u>

Fixed and floating charges over the property of the company.

**8. DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006**

The Report of the Auditors was unqualified.

We draw attention to the Going Concern Note in the financial statements, which indicates the uncertainty that if no new projects are secured then the Company may have no realistic alternative than to cease trading in June 2024. The note also indicates that the company relies on the financial support of its ultimate parents and group entities which are seeking to sell their interest in the Company. These events or conditions, along with other matters as set forth in the Note, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Craig Baird FCA (Senior Statutory Auditor)  
for and on behalf of Willsons (Higham Ferrers) Ltd

**9. RELATED PARTY DISCLOSURES**

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

**10. ULTIMATE CONTROLLING PARTY**

The Company's immediate parent is Equitix ESI Retrofit Limited. Equitix ESI Retrofit Limited's joint owners are Equitix Energy Efficiency Fund LP (the ultimate parent of Equitix Energy Efficiency Fund Holdco Limited, a company incorporated in Guernsey) and Energy Saving Investments LP, a limited partnership registered in England and Wales. Copies of the accounts of Equitix Energy Efficiency Fund Holdco Limited are not publicly available. The Company's results are not consolidated into the group as it has been defined as an investment entity under IFRS 10.

**11. INCOME AGREEMENTS**

Minimum income receivables from a customer under non-cancellable agreements fall due as follows:  
Within one year £298,966 (2021 - £298,966); between one and five years £205,407 (2021 - £504,373).



This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.